REALISING GLOBAL POTENTIAL

SUNRICE GROUP
ANNUAL REPORT 2024

REALISING GLOBAL POTENTIAL

In FY24 we achieved another year of strong growth across the SunRice Group. We made significant gains, as we look to lay the foundations to realise further potential ahead.

FY24 HIGHLIGHTS

Revenue

$1.88b ^15%

EBITDA[1]

$143.9m ^23%

Net Profit After Tax

$68.2m ^24%

1. EBITDA is defined as earnings before net finance costs (asset financing charges are not considered a finance cost/income for the purpose of the EBITDA calculation), tax, depreciation, amortisation and impairment.

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ABOUT THIS REPORT

The SunRice Group seeks to continuously improve the way we communicate long-term sustainable value to A and B Class shareholders and other important stakeholders. Our financial and non-financial reporting is combined to provide information on all aspects of our performance in one report, the Annual Report, supported where required by supplementary information (see 2024 Reports Portfolio).

Reporting boundary and period

SunRice's Annual Report covers Ricegrowers Limited ABN 55 007 481 156 and its controlled entities. Unless otherwise stated, all disclosures in the Annual Report relate to the Financial Year ended 30 April 2024 (FY24). In this report, "the year", "this year", "crop year 2023" and "CY23" all refer to FY24. The "2024 harvest", "crop year 2024" and "CY24" all refer to the rice crop harvested in 2024, which will be processed and marketed in the Financial Year ending 30 April 2025 (FY25). "SunRice", "SunRice Group", "Group", "we" and "our" refer to Ricegrowers Limited ABN 55 007 481 156 and its controlled entities, as defined in this report.

Reporting frameworks

The FY24 Financial Report (on pages 88–133) and Directors' Report (on pages 65–86) have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the Corporations Act 2001. The Operating and Financial Review, which is a required element of the Directors' Report, can be found in the CEO's Report on pages 5–10. This Annual Report has been prepared and reported in accordance with the 2021 Global Reporting Index (GRI) Standards and the 2022 GRI Agriculture, Aquaculture and Fishing Sector Standards. The GRI Index (see 2024 Reports Portfolio) lists the disclosures and where they are located within this report.

Report assurance

The Remuneration Report on pages 67–85 and the Financial Report on pages 88–133 have been audited. All disclosures in the Annual Report have been subject to SunRice's internal review and approval processes by management, the executive and the Board, as appropriate.

Stakeholder engagement and materiality

SunRice undertakes both a formal materiality assessment to identify the issues that are significant to the business and to key stakeholders, as well as informal engagement throughout the year, in order to respond to our stakeholders' insights. In FY24, SunRice commenced a refresh of its stakeholder engagement framework. An update of this process is provided on page 14. A double materiality assessment was undertaken in FY24 and is included on page 13. The Group's existing material topics are reported against for the purpose of this report and in the Sustainability Performance Data on pages 143–152 as they formed the foundation of the current sustainability strategy.

2024 Reports Portfolio

- **Annual Report** – provides information on SunRice, including governance, strategy, key risks, financial and non-financial performance and outlook, and includes the Annual Directors' Report and Annual Financial Report. sunrice.com.au/annual-reports
- **Interim (Half Yearly) Financial Report** – provides information on SunRice's half-yearly financial and non-financial performance and outlook. sunrice.com.au/financial-reports
- **Corporate Governance Statement** – provides an overview of our policies, procedures and practices to ensure application of the ASX Corporate Governance Principles and Recommendations (4th Edition). sunrice.com.au/corporate-governance
- **Sustainability Reporting** – provides further information on SunRice's sustainability framework, strategy, policies and other mandatory reporting, including our Modern Slavery Statement, Environmental Protection Agency (EPA) Monitoring Data and The Australian Packaging Covenant Organisation (APCO) Report and Action Plan. sunrice.com.au/sustainability-reports
- **Sustainability Performance Data** – provides information on SunRice's annual sustainability performance across our commitments to environment, communities, our people and nourishing products on pages 143–152.

Other reports and information

- **GRI Index** – is an index of where to locate 2024 disclosures made in accordance with the 2021 GRI Standards and the 2022 GRI Agriculture, Aquaculture and Fishing Sector Standards. sunrice.com.au/sustainability-reports
- **Tax Transparency Disclosures** – SunRice is a signatory to the Board of Taxation's Tax Transparency Code. The Tax Report (issued annually) complements the Group's tax disclosures and enhances our stakeholders' understanding of the Group's compliance with Australian tax laws. sunrice.com.au/financial-reports
- **Other information** – presentations and announcements made to stakeholders during the year. See the Results and Reports section of the SunRice investor website. investors.sunrice.com.au

About SunRice's structure

The structure of Ricegrowers Limited (trading as SunRice) contains Non-Standard Elements, including:

1. The Company has a dual class share structure with differential voting rights;
2. The Company's constitution imposes shareholding limits on A Class Shares and B Class Shares; and
3. The Company's constitution outlines the composition of the Board of Directors.

Details of these Non-Standard Elements are available on SunRice's website.

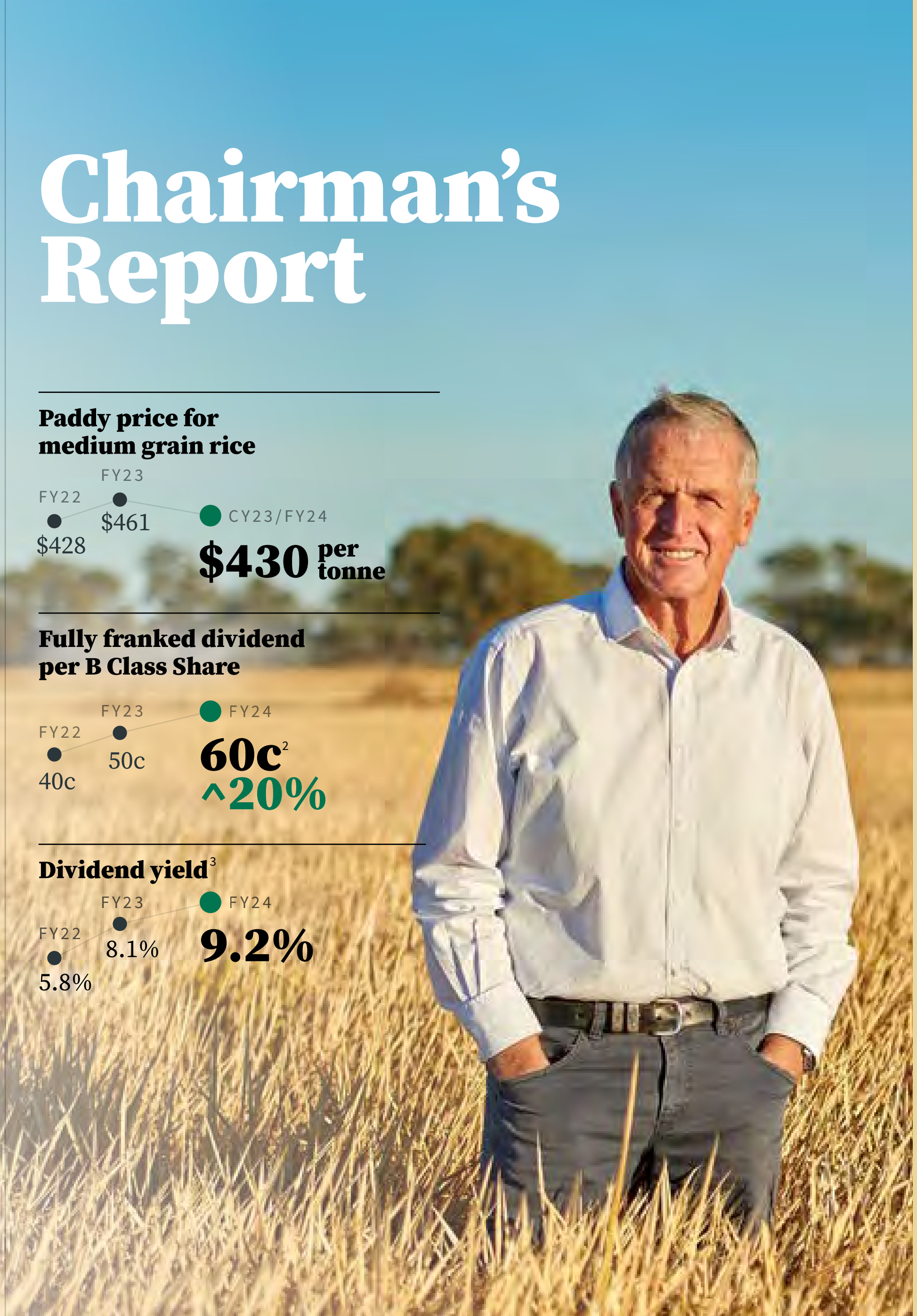
One of the conditions of the Company's admission to the official list of the ASX in 2019 was the provision by SunRice of an undertaking to the ASX that it would disclose, in this year's Annual Report, whether it had considered removing the Non-Standard Elements from its structure and operations, and if it had decided not to remove the Non-Standard Elements for the time being, its reasons for this.

The SunRice Board periodically reviews the Non-Standard Elements of the Company's share capital structure to assess whether the structure continues to be in the best interests of the Company and its shareholders generally and whether any changes should be made. The business is currently conducting a strategic review which will include a review of its structure and operations, including the Non-Standard Elements of the Company's share capital structure. Any significant recommendations arising from this review will be the subject of discussion with the ASX and may ultimately require shareholder approval.

It should be noted that the interests of A Class Shareholders are in achieving returns through Paddy Prices. The interests of B Class Shareholders are in achieving dividends on B Class Shares and improvement in the market price of B Class Shares.

The Directors are required to act in the best interests of the Company as a whole. SunRice's Directors have actively managed the interests of both A Class and B Class shareholders, in a listed environment on both the NSX and ASX for more than 17 years and the Directors believe they have demonstrated a strong track record in balancing the interests of both classes of shareholders. In addition, the Board has adopted procedures to manage any potential conflict or divergence of interests which may arise, including establishing a committee of non-grower Directors (the Independent Committee). These procedures are set out in the SunRice Conflict of Interest Policy and the Paddy Pricing Policy. Copies of both policies are also available on SunRice's website.

For more details of the Non-Standard Elements of SunRice's structure see investors.sunrice.com.au.



Chairman's Report

Paddy price for medium grain rice

FY22 $428
FY23 $461
CY23/FY24 **$430 per tonne**

Fully franked dividend per B Class Share

FY22 40c
FY23 50c
FY24 **60c**[2] **^20%**

Dividend yield[3]

FY22 5.8%
FY23 8.1%
FY24 **9.2%**

It's a pleasure to report another year of strong financial returns for the SunRice Group and our shareholders.

A strong FY24 performance

In FY24 we successfully navigated a challenging business environment, characterised by inflationary pressures, increased competition and ongoing supply chain disruption to deliver improved profitability and record revenue. The naturally-earned paddy price of $430 per tonne for medium grain and total fully franked dividend of 60 cents per B Class Share for FY24 reflect our ongoing focus to deliver value to both classes of shareholders.

In particular, the business was able to realise this solid performance through continued market expansion, including volume growth in key international markets. In FY24, more than half of our Group revenue was realised outside of Australia and New Zealand (ANZ), with the international rice segment making the largest contribution to our results. I am pleased that our performance on the international stage was recognised by the Australian Government through awarding SunRice the Australian Export Award in the Agribusiness, Food and Beverages category.

The results across our Group reflect the hard work of our 2,100+ strong team, which is ably led by Group CEO Paul Serra. I acknowledge the Board's oversight of the successful appointment of Paul, following Rob Gordon's decision to retire and step down as CEO in August 2023. Paul has made a significant impact in his first year with the Group and has led the review of the Growth Strategy commenced in recent months to identify and pursue the next phase of growth for our company.

In addition to the work that commenced on our strategic direction, the Board oversaw a range of environmental, social and governance activities, including the Group's progress towards its commitment to Net Zero by 2050 and the submission of its emissions reduction targets for validation to the Science Based Target initiative (SBTi) using the baseline year of CY22/FY23.

Driving Australian rice industry productivity

Ensuring the Australian rice industry's long-term viability remains a high priority for the Board. The role our Riverina rice growers play in SunRice's success and that of the Australian rice industry cannot be overstated, and we continue to support efforts to improve grower yields and water productivity. Drill sowing increased across all regions for the CY24 crop (as discussed in the Australian Rice Pool segment later in this Report). This is a positive outcome for the industry, as drill sowing has been shown to achieve the same grain yield potential as aerial sowing, but with better water use efficiency and reduced emissions. Data for the CY24 crop also showed that of the 57 crops that yielded over 14T/ha, 70% of them were drill sown. These encouraging results show that Australian rice can be highly productive, and an efficient use of finite resources whilst contributing to the nation's food security.

2. Includes a special dividend of 5 cents per B Class Share.
3. Dividend yield based on the B Class Share price at 30 April each year.

Payout Ratio

FY22 52%
FY23 60%
FY24 62%[4]

Basic Earnings per B Class Share

FY22 77.2c
FY23 83.8c
FY24 97.5c
^16%

Water efficiency

0.91T/ML
average CY23 water use effiency achieved

44.5%
of CY23 crop drill sown

Australian rice industry challenges and opportunities

Consistent themes of my recent Chairman's reports have included water reform and the NSW rice vesting arrangements (including our Sole and Exclusive Export Licence). The news on both fronts presents challenges and opportunities for the Australian rice industry.

After many years of discussion with successive governments alongside other industry stakeholders for a more balanced outcome, the Federal Government's Restoring Our Rivers Act, which became law in December 2023, mandates further removal of water from productive agriculture. To provide some context, about the same volume of water we use to grow the Australian rice crop is targeted for water purchase for the environment. As forecast by a 2024 ABARES Report,[5] this recovery will likely have a greater impact on annual crops like rice, pastures and cotton and place further pressure on allocation water markets. This water recovery in the Southern Murray Darling Basin comes in addition to the recent growth in permanent plantings which require consistent water regardless of weather patterns and on a continent that has some of the most ephemeral rivers in the world. I fear the combination of the above factors will negatively impact the economic outcomes for the farming communities of the Southern Murray Darling Basin.

Despite these challenges, SunRice has continued to advocate for a better understanding of the socio-economic impacts of this reform, to better balance the long-term sustainability of rice industry, communities and the environment. We have now commenced a consultative committee with the Federal Government to help them understand, and better mitigate, the downstream supply-chain impacts of water recovery. In addition, we continue supporting the Ricegrowers' Association of Australia (RGA) to advocate on behalf of growers regarding the impacts on rice production.

Further, after multiple vesting reviews, in April 2024 the NSW Government released the 2023 ABARES 'Independent Report into NSW rice vesting arrangements' and the NSW Government's Response to that report. In essence, the NSW Government recommended a partial deregulation of NSW rice vesting arrangements, creating two sets of rules for growers in Southern NSW and Northern NSW and also proposed additional regulatory compliance obligations over an indefinite period.

Given the outcome on water reform, and the impacts of partial rice export deregulation, we believed that our Riverina rice industry would be better served by accepting an end to rice vesting. We will be working with the NSW Government, our growers, RGA and other industry partners to ensure a well communicated and structured transition in the lead up to 1 July 2025.

NSW rice vesting arrangements have undoubtedly played an important part in the creation of the Australian rice industry over the last century. However, the world has changed and I believe SunRice will go on to a bigger and better future and continue to deliver value to our growers and shareholders in a deregulated operating environment through our proactive response.

For our growers, we are now looking at ways to introduce greater flexibility and initiatives to continue to grow rice through the seasons and maximise paddy returns. For our shareholders, we will continue the evolution of our global food company in an effort to drive strong returns and continue the recent value growth of the business.

Acknowledgments

Board renewal and succession planning also continued to be a focus during FY24. This included facilitating the Group's Grower Director Elections, which included Leigh Vial's decision not to seek re-election and the subsequent appointment of Melissa De Bortoli to the Board. I also acknowledge former director Jeremy Morton and thank both he and Leigh for their strong contributions to the Group and the Australian rice industry. Also as part of this process, we focused on supporting initiatives directed at increasing gender diversity on the Board, and during the year conducted an internal Board review facilitated by an independent provider.

I want to thank my Deputy Chairman John Bradford for the guidance he provides to me and the Board, including in his role as Chairman of our subsidiary business Trukai. SunRice has had a long association with Papua New Guinea (PNG) and Trukai continues to be an important part of our company. We take our role in contributing to food security in PNG seriously and have one of the most extensive supply chains in the country. Throughout the challenges that PNG has faced recently, including civil unrest and natural disasters, we continue to support our loyal customers and local communities and John and our CEO of Trukai, Alan Preston, are at the centre of this.

I also extend my thanks to my fellow Directors, our growers, shareholders, the Chair of the Rice Marketing Board of NSW (RMB) Rowan McMonnies, the President of the RGA Peter Herrmann, and the RGA more broadly. I also sincerely thank Group CEO Paul Serra, the Corporate Management Team and all employees for their efforts in FY24 and the exciting strategic plans in motion to take the SunRice Group, and all our stakeholders, into the future.

Laurie Arthur
SunRice Group Chairman

4. 56% when excluding the special dividend of 5 cents per B Class Share.
5. Australian Bureau of Agriculture and Resource Economics and Sciences, 'The impacts of further water recovery in the Southern Murray-Darling Basin', June 2024 accessed at www.agriculture.gov.au/abares/research-topics/water/the-impacts-of-further-water-recovery on 24 June 2024.

Group CEO's Report

Revenue

FY22 $1.33b
FY23 $1.64b
FY24 **$1.88b** ^15%

EBITDA[6]

FY22 $91.3m
FY23 $117.0m
FY24 **$143.9m** ^23%

Net Profit After Tax

FY22 $48.7m
FY23 $54.8m
FY24 **$68.2m** ^24%

"As an ambitious and resilient global branded food business, the SunRice Group is well positioned to continue to grow and expand."

As I close my first year with the SunRice Group, I have been privileged to have been part of a year in which the Group delivered yet another strong performance across key metrics.

Revenue for FY24 was $1.88 billion, up 15% on FY23, while Earnings Before Interest, Tax, Depreciation, Amortisation and Impairment (EBITDA) was $143.9 million, up 23%, and Net Profit After Tax (NPAT) was $68.2 million, up 24%.

These exceptional results demonstrate the strength of the Group's brands and our talented team, as well as our operational excellence in navigating a volatile business environment to deliver further growth globally.

6. EBITDA is defined as earnings before net finance costs (asset financing charges are not considered a finance cost/income for the purpose of the EBITDA calculation), tax, depreciation, amortisation and impairment.

Group Total Recordable Injury Frequency Rate

FY22 11.26

FY23 6.93

FY24 **6.87**

⌄1%

Senior Management[7] roles held by women

41%

Employee Engagement Score

76%

7. Senior Management includes Senior Executives and their direct and indirect reports, who have responsibility for the creation and implementation of long-term strategy, autonomy to operate and/or leadership responsibilities.

FY24's performance was driven by the efforts of our team and underpinned by our:

- **Ongoing successful implementation of the SunRice Group's Growth Strategy:** We continued to realise the potential of our previous key portfolio acquisitions and strategic operational decisions, while exploring additional opportunities;
- **Connection between our brands and supply chain:** Specifically, the relevance and strength of our consumer brands, our continued focus on product diversification and innovation, and the connection of both to our integrated supply chain, which underpins our resilient business model; and
- **Discipline and agility in navigating challenging conditions and turning opportunities into advantages:** Including being nimble in overcoming supply chain challenges and adaptive to volatile market dynamics, while seizing opportunities for our diversified portfolio and sourcing model to satisfy consumer demand in global markets.

Combined, these factors supported our international market expansion with more than half of our Group revenue realised outside of Australia and New Zealand (ANZ) in FY24.

Our performance drivers in a strategic and global context

Revenue

Volume growth

Approximately 70% of the Group's sales related to branded product in FY24. Our strong portfolio of brands, together with our discipline in balancing our branded and unbranded product mix to maximise returns and our operating plant efficiencies, meant that we were able to grow volume during the year. These factors were a key driver in both the Australian Rice Pool Business and International Rice segment and allowed us to expand our branded product offering in the Middle East, take advantage of abundant rice supply in the Riverina to support growth into Europe and the United Kingdom (UK), and to participate in additional government tenders, primarily in Japan.

Value growth

The strength of the Group's brands was further demonstrated in the revenue growth achieved in FY24, with sales pricing strategies implemented to help absorb inflationary impacts that weighed on profitability in the prior year.

In general, the Group's performance continued to be impacted by the high inflationary environment in FY24, with indications of consumers trading down and cutting discretionary spending, resulting in market share erosion to lower price offerings in some categories. This was particularly prevalent in Riviana Foods, however product innovation and a broader, diverse and stronger portfolio of brands resulting from acquisitions in previous years (including KJ & Co Brands) helped to mitigate these impacts.

Profitability

In addition to being boosted by the strong revenue improvement, our profitability growth in FY24 was supported by the Group's ability to navigate challenging and volatile conditions and to implement cost saving initiatives.

The Group was also able to generate operational and manufacturing efficiencies across our various businesses, and CopRice's strategic actions from the current and prior years continued to deliver margin improvements.

Our extensive supply chain network also enabled us to source at competitive prices and to react efficiently to changes in supply and demand dynamics by adapting strategic sourcing strategies as required.

Our supply chain and logistics excellence also allowed us to capitalise on improving global freight conditions, although supply chain disruptions in the Pacific and the Middle East partly offset these gains.

The stronger United States Dollar (USD) throughout the period also placed pressure on the margins of our import businesses, particularly Riviana and Trukai in PNG.

Segment performance drivers

Australian Rice Pool Business

Rice Pool
Volume growth in key international retail and tender markets, together with favourable foreign exchange on exports drove a significant uplift in revenue. However, the return of Northern Hemisphere supply post drought increased competition and triggered a significant drop in international tender pricing as the year progressed. This affected the CY23 Paddy Price outcome, as did carry over volumes in the Riverina.

	FY23 / CY22/FY23	FY24 / CY23/FY24	Change
Revenue	$335.3m	$384.9m	^15%
Paddy Price (Medium grain)	$461 per tonne	$430 per tonne	v7%
Riverina crop size (000s)	~688 paddy tonnes harvested	~500 paddy tonnes harvested	

Profit Businesses

International Rice
Volume growth in key international markets, sales pricing strategies to help absorb inflationary impacts, improved shipping conditions and cost savings supported a strong revenue and profitability uplift. This growth was achieved despite ongoing challenges, including supply chain disruption, significant foreign exchange impacts and affordability pressures in key Pacific markets.

Rice Food
Product innovation, a more optimised raw materials sourcing mix and manufacturing efficiencies supported positive growth in earnings, despite increased competition from lower price offerings in some categories.

Riviana Foods
Product innovation and brand strength helped to offset the ongoing high cost of globally sourced products, unfavourable foreign exchange on imports and a shift in consumer spending patterns towards lower price offerings in some categories. However, these factors continued to impact FY24 profit overall.

CopRice
Challenges in the equine and ruminant sectors, particularly in New Zealand, impacted CopRice. However, volume growth in the companion animal and agricultural retail sectors, sales pricing strategies to help absorb inflationary impacts and the ongoing execution of turnaround activities supported a significant uplift in CopRice's performance.

Corporate
The sale of non-core assets allowed the business to absorb non-recurring costs associated with the refresh of our Growth Strategy and other costs associated with an increased risk of doing business in some markets. Profitability was however negatively impacted by impairment charges.

		International Rice	Rice Food	Riviana Foods	CopRice	Corporate
Revenue	FY23	$735.0m	$113.0m	$215.0m	$236.1m	
	FY24	$893.8m	$121.0m	$221.8m	$252.7m	
	Change	^22%	^7%	^3%	^7%	
EBITDA	FY23	$39.9m	$11.1m	$6.3m	$12.4m	$47.3m
	FY24	$56.7m	$14.0m	$7.1m	$17.2m	$48.9m
	Change	^42%	^26%	^13%	^39%	^3%
NPBT	FY23	$27.8m	$9.0m	$4.7m	$5.5m	$22.7m
	FY24	$42.5m	$11.8m	$5.2m	$11.0m	$16.3m
	Change	^53%	^31%	^11%	^98%	v28%

Other operating expenses

Other notable changes in the Group's consolidated income statement for FY24 include:

- An increase in financing costs, primarily due to ongoing interest rates rises in the earlier parts of the year;
- An increase in employee costs, which was magnified by the late harvest of the CY23 crop, causing some costs to be incurred by the Rice Pool Business in FY24 instead of FY23;
- An increase in contracted services, primarily associated with work undertaken as part of the refresh of the Growth Strategy;
- An increase in energy costs arising from general energy price inflation and, in the Rice Pool Business, from the CY23 crop having been harvested during wet conditions and therefore requiring more intensive drying and aeration;
- An increase in advertising expenses, as we continued to invest heavily in building brand equity and awareness, especially in the context of increased competition; and
- An increase in other expenses, primarily driven by the increased risk of doing business in some of the Group's markets and jurisdictions as well as foreign exchange losses incurred primarily in Pacific countries where no hedging opportunities currently exist against the depreciation of local currencies against the USD.

Effective tax rate

The Group's effective tax rate for FY24 was 21%, similar to FY23. This rate continues to reflect the blended nature of the Group's local and international operations.

Capital management and dividend declared

We continue to maintain a responsible approach to our investment, divestment and corporate development strategy to acquire value-accretive businesses and monetise non-core assets.

During FY24, this approach resulted in the sale of some properties (recognised in other income), which generated $12.2 million (FY23: $3.3 million) of profit before income tax. This income was, however, offset by the impairment of a number of other non-core and under-utilised assets for $10.0 million (FY23: $5.2 million) in aggregate. These non-recurring items highlight the Group's operational discipline and ongoing focus on areas where we can create value in the future.

In addition, we commenced investing significant strategic capital expenditure to upgrade our Leeton, NSW manufacturing operations and bolster capacity and productivity. This investment will also support the delivery of some of the Group's commitments to transition to 100% recyclable, reusable and compostable packaging.

We continue to explore a well-developed pipeline of potential strategic merger and acquisition opportunities, however the majority of those under consideration in FY24 were not pursued further due to lack of alignment to our strategic and financial objectives.

Delivering consistency and quality of earnings through the cycle and value to our B Class Shareholders remains a focus for the Group, and a fully franked dividend of 60 cents per B Class Share was declared for FY24, comprising:

	per B Class Share[8]
Interim Dividend 14 December 2023	15 cents
Final Dividend 27 June 2024	40 cents
Special Dividend 27 June 2024	5 cents
TOTAL DIVIDEND	**60 cents**

8. The Group's FY23 total dividend was 50 cents per B Class Share.

Other financial metrics

Operating, investing and financing cash flows
We continued to exercise financial discipline during FY24 and to proactively manage our net working capital[9] requirements.

Operating cash inflows of $103.4 million in FY24 were largely driven by the strong EBITDA generated during the year and a slight reduction in the net working capital balance compared with last financial year. Conversely in FY23, operating cash outflows of $48.6 million were primarily driven by the significantly increased inventory levels that followed the receipt of the larger CY22 Australian crop.

Investing cash outflows in FY24 were $4.0 million compared with $16.3 million in FY23 and were largely driven by capital expenditure to maintain core assets. In FY23, investing cash outflows also included the amount paid by Riviana Foods to acquire the Australian Waffle Company. In both years, these outflows were offset to a different extent by proceeds from the divestment of non-core assets in the Group.

Financing cash outflows were $131.5 million in FY24, compared with inflows of $99.8 million in FY23. This improvement reflects the change in the dynamics of our operating cash flows and highlights the amounts that have been repaid on our Core Debt facility (which is now fully repaid) during the year.

Balance sheet items
Net Debt[10] of $223.8 million and gearing[11] of 27% at 30 April 2024 both decreased from $291.4 million and 34% respectively at 30 April 2023. This improvement reflects the strong EBITDA generated in FY24 and the slight decrease in net working capital from $478.5 million at 30 April 2023 to $465.7 million at 30 April 2024.

The Group's leverage ratio[12] and Return on Capital Employed (ROCE)[13] were 1.6x and 12.7% at 30 April 2024 respectively, compared to 2.5x and 9.8% at 30 April 2023. The improvement in these metrics also aligns with the strong EBITDA generated in FY24 and the reduction in Net Debt.

At 30 April 2024, all remaining debt drawn down on our Seasonal facility relates to Net Working Capital funding, with this Net Working Capital being primarily made up of near term marketable inventory for our captured markets.

Banking facilities and covenants
In April 2024, we renegotiated the terms of our Seasonal and Core bank facilities. Seasonal facilities remained consistent with the prior year and only increased to a total of $484 million due to changes in foreign exchange rates. Core facilities were, however, decreased from $240 million at 30 April 2023 to $190 million at 30 April 2024 to reflect the current cash reserves of the Group that supported the full repayment by 30 April 2024 of amounts previously drawn down on these facilities.

The maturity dates of both Core and Seasonal facilities were reviewed to optimise the management of liquidity risks, with tranches now maturing in 2025, 2026 and 2027. We have sufficient headroom to meet the covenants on our existing borrowings, and sufficient working capital and undrawn financing facilities to service our planned operating activities and to fund some potential acquisition activity.

Timing of the CY23 Australian rice crop harvest and update on the CY24 crop
Due to the wet conditions at planting in the Riverina region of NSW, the CY23 Australian crop harvest was delayed by three weeks. As a result, amounts payable to Riverina rice growers and inventories were at a lower level than usual at 30 April 2023. This explains why these balances were substantially higher at 30 April 2024 than at 30 April 2023. The higher balance was further increased by the receipt of a larger CY24 crop (of approximately 618,000 tonnes), most of which was received prior to 30 April 2024.

9. Net Working Capital equals receivables plus inventories less current payables less amounts payable to Riverina rice growers less current tax liabilities (net of current tax receivables) less current provisions.
10. Net Debt equals current plus non-current borrowings less cash and cash equivalents.
11. Gearing equals Net Debt divided by Net Debt plus equity.
12. Leverage ratio equals Net Debt divided by EBITDA.
13. Return on Capital Employed (ROCE) equals EBIT divided by Capital Employed where EBIT is Earnings Before Interest and Tax and Capital Employed is total assets (less cash) less total liabilities (less current and non-current borrowings).

Progress against strategy

The strong performance of the SunRice Group over the past few years has been delivered through the sustained execution of our Growth Strategy – developing a diverse and innovative portfolio of brands, identifying and entering new faster growing markets and product segments, establishing our multi-origin, multi-market global supply chain, and capitalising on strategic acquisitions. The combination of these factors has enabled the Group to successfully navigate challenges and maximise opportunities in both a global and domestic context through external dynamics, including COVID-19 and climatic cycles. I acknowledge the previous Group CEO Rob Gordon and our management team and employees for their outstanding work in executing against this strategy. As a result of this work, the Group is in a strong position from a balance sheet and profit and loss perspective to pursue the next phase of growth.

As flagged at the half year, we are undertaking a review of our Growth Strategy to identify new opportunities as we look to evolve to continue the momentum achieved to date. Significant work on this review has already been undertaken, with multiple work streams scoping both domestic and international growth opportunities that are aligned with our core strengths and brands.

During the year we also commenced a review of our stakeholder engagement framework, which included a refresh of our Stakeholder Matrix as shared on page 14. This review involved more than 50 stakeholder interviews, from our growers, shareholders and communities, to customers and consumers, suppliers and others across the value chain to provide insights into their expectations of the SunRice Group. The results of this project will be finalised and communicated in FY25.

Progress on our sustainability goals

We have also made further progress on our sustainability framework, as outlined in our Sustainability Performance Data on pages 143–152. Case studies showcasing these initiatives can be read throughout this report. Key Group highlights include:

- Submitting our emissions reduction targets for validation to the Science Based Target initiative (SBTi) using a baseline year of CY22/FY23; and drafting our Net Zero Roadmap to meet the Group's commitment to Net Zero by 2050. We look forward to disclosing our emissions reduction targets and Net Zero Roadmap following validation of our targets by the SBTi in FY25;
- The first results of Deakin University's Gas Flux Data pilot held at our rice research farm "Old Coree" in Jerilderie, NSW during FY24, which showed an 86% mitigation of methane emissions between aerial sown and direct drill sown rice. This research project is still in its early stages, however this initial finding is a significant step towards decarbonising the Australian rice industry; and
- Progress on commitments made in our FY23 Modern Slavery Statement to improve our approach to managing human rights related risks, particularly regarding modern slavery in our operations and supply chain. A summary of our progress can be found on page 47, with a full update to be provided in our FY24 Modern Slavery Statement to be released later this year.

Double materiality review

During FY24 we completed a double materiality review, from an impact perspective, considering both environmental and social impacts directly linked to our operations, products and services; and from a financial perspective, considering risks or opportunities that trigger a material financial effect. The resulting material topics are shared on page 13.

The double materiality review is aligned to our commitment to report against the GRI Standards, as well as forthcoming sustainability disclosure standards. This work is ongoing, and our sustainability framework will be reviewed alongside the materiality work outcomes and incorporated as part of the Group's broader strategy review.

Looking to the future

As an ambitious and resilient global branded food business, the SunRice Group is well positioned to continue to grow and expand. We are investing in our brands and remain focused on ensuring our innovation and diversification pipeline for our products caters to both existing and new customer needs across the globe. We are also investing in manufacturing to improve infrastructure, and adapting to and anticipating climatic cycles through investment and resourcing in domestic and international farming practices to increase both yield and water efficiency and decarbonise rice.

My thanks to the Board of Directors, our employees and our growers and shareholders. It's an exciting time to be part of the Group and this talented team's journey and I look forward to updating you as we progress into our next phase of evolution. For further details on our Outlook please refer to page 44.

Paul Serra
SunRice Group CEO

HOW WE CREATE VALUE

SunRice is a global food company with a deep Australian heritage.

Listed on the ASX, the SunRice Group continues to grow with vertically integrated operations across 10 countries and close to 50 global markets. Our value chain spans all aspects of food creation, from partnering with growers and researchers to the creation of innovative and nutritious food products for the meals, snacks, entertaining and animal performance segments.

We seek to create value at every stage for our consumers, customers, employees, shareholders, community and our broader group of stakeholders.

In this section you'll find:

- Our structure;
- An overview of how we create value;
- The outcomes of our recent double materiality review; and
- Our refreshed stakeholder engagement matrix.

This work was undertaken in FY24 to provide deep insights into our business in the context of our evolving operating environment. These insights will ultimately assist in informing our refreshed Growth Strategy, which is being developed concurrently.

OUR STUCTURE

Our objective is to optimise returns for both classes of shareholders.

A	B
A Class Shareholders GROWERS	**B Class Shareholders** INVESTORS
Australian Rice Pool Business	**Profit Businesses**
Receival, milling & selling of Riverina Rice	International Rice, Rice Food, Riviana Foods, CopRice & Corporate

Shared costs
Asset financing charge
Brand use charges

Revenue – Expenses = Paddy Price	Revenue – Expenses = Profit
Payments for paddy rice to A Class Shareholders and growers	B Class Shareholders entitled to dividends[14]

For more details of the non-standard elements of SunRice's structure see: www.investors.sunrice.com.au/investors.

14. When declared.

OUR INPUTS

What we draw upon

Our environment
The land, soil, seeds, water and sunshine and its ongoing health, together with energy and other natural and manufactured inputs.

Our brands and innovation
The strength and equity of our brands supported by our capability for product innovation to meet customer and consumer preferences and quality expectations.

Our partnerships
Strong partnerships with key stakeholders, including with Australian growers, to support the adoption of more sustainable and efficient agricultural practices and the development of new rice varietals through R&D investment.

Our supply chain
The global reach and diversity of our supply chain and our strong distribution network.

Our people
The expertise of our >2000 people, and their purpose-driven focus on the outcomes we create.

OUR BUSINESS

How we create value

1

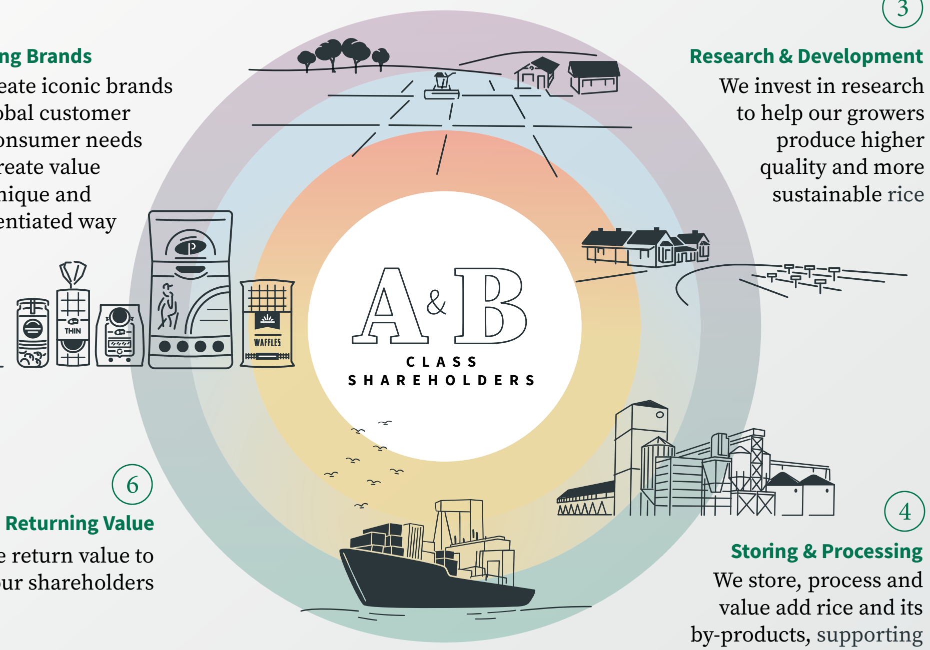
Creating Brands
We create iconic brands for global customer and consumer needs that create value in a unique and differentiated way

2

Sourcing
We source raw materials and specialty gourmet foods from growers and suppliers from Australia and globally

3

Research & Development
We invest in research to help our growers produce higher quality and more sustainable rice



4

Storing & Processing
We store, process and value add rice and its by-products, supporting food security in the places we operate

5

Distributing
We distribute to our customers through a robust global distribution network

6

Returning Value
We return value to our shareholders

OUR OUTPUTS

How we contribute

Shareholder value
We return value to our shareholders.

Value-added products
Our products feed millions of people and animals, providing critical nutrition and enabling shared enjoyment of food for our consumers.

Iconic brands
Our trusted and well-loved brands embody a promise of quality.

Food security
We provide continuity of supply to our customers and consumers through our multi-origin global sourcing capabilities.

Enhanced livelihoods
Through our value chain we connect farmers to premium markets, enhancing livelihoods for farmers and rural communities in Australia and around the world.

Sustainable practices
Our innovation and partnerships help reduce water use and carbon emissions through rice genetics and more efficient farming practices.

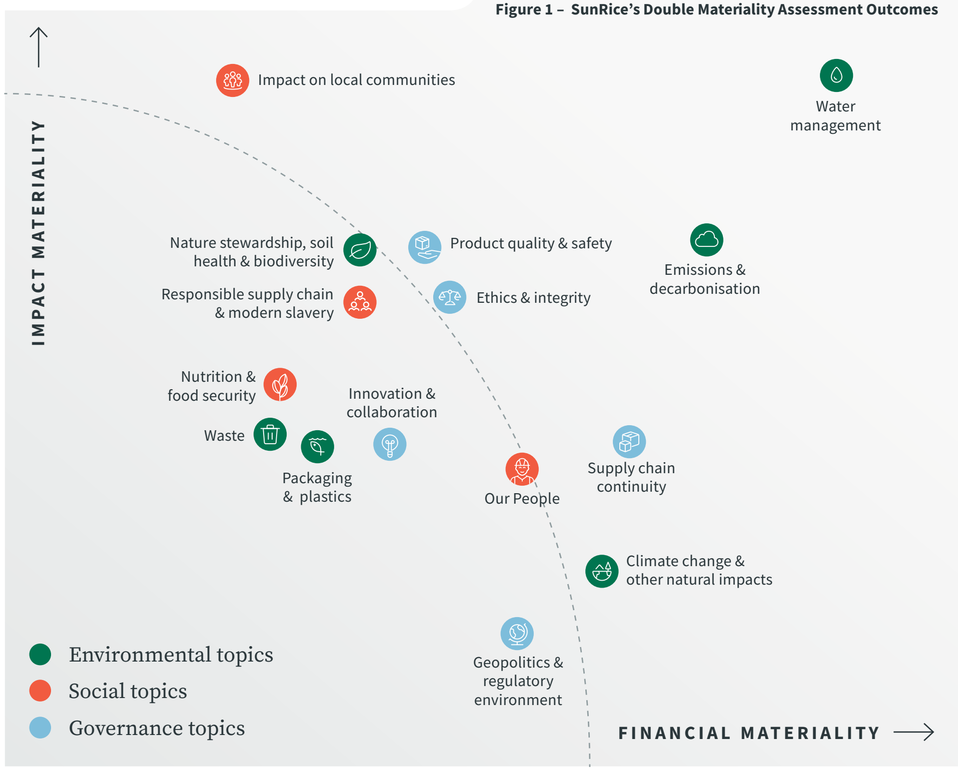
Material topics

In FY24, we undertook a double materiality review to assess both the impacts of our business on the environment and society, and how these factors affect our performance. The process leveraged internationally adopted sustainability reporting standards and frameworks to identify and evaluate our most material sustainability topics and included in-depth interviews and focus groups with internal and external stakeholders.

The environmental, governance and social topics relevant to SunRice and our stakeholders are featured in Figure 1, along with their relative impact and financial materiality.

All topics are material to SunRice and our stakeholders, with the dotted arc indicating our threshold for our most material topics, such as water, emissions and decarbonation, and supply chain continuity, which rank highly on the impact or financial dimension, or both. The threshold forms the basis of our material topics, and will inform the sustainability strategy, initiatives and reporting going forward (see Figure 1).

Figure 1 – SunRice's Double Materiality Assessment Outcomes



Impact materiality (prioritised list)

- Water management
- Impact on local communities
- Emissions & decarbonisation
- Product quality & safety
- Nature stewardship, soil health & biodiversity
- Responsible supply chain & modern slavery
- Ethics & integrity
- Our people
- Nutrition & food security
- Waste
- Innovation & collaboration
- Supply chain continuity
- Packaging & plastics
- Climate change & other natural impacts
- Geopolitics & regulatory environment

Financial materiality (prioritised list)

- Water management
- Emissions & decarbonisation
- Supply chain continuity
- Climate change & other natural impacts
- Our people
- Geopolitics & regulatory environment
- Ethics & integrity
- Product quality & safety
- Innovation & collaboration
- Nature stewardship, soil health & biodiversity
- Responsible supply chain & modern slavery
- Packaging & plastics
- Nutrition & food security
- Waste
- Impact on local communities

Our stakeholders

Developing a deeper understanding, knowledge and insight into our stakeholders' expectations is key to informing how we connect and communicate with the people that matter most to us, both in Australia and around the world.

During FY24, we commissioned EY Sweeney to renew our Stakeholder Engagement Framework, which included stakeholder interviews, research, surveys and focus groups across our value chain to explore stakeholder expectations of our performance, our relationship with them and their priorities.

Through this project to date, we have developed our new Stakeholder Matrix (on the right) and in FY25 we will finalise and communicate our new stakeholder engagement framework.

CORE

Key stakeholders that are fundamental to our business operations and outcomes.

Shareholders

- A Class Shareholders
- B Class Shareholders

Employees

- Australian and global employees
- Contractors

Consumers

- Australian consumers
- International consumers

Customers

- Wholesalers
- Distributors
- Retailers

Supply Chain Partners

- Australian growers
- International growers
- Aggregators
- Food suppliers
- Non food suppliers

STRATEGIC

Partners, governments and bodies we work with strategically to facilitate growth and positioning.

Community

- Relevant communities
- Community organisations
- Community leaders

Industry Partners

- Project partners
- Peers
- Rice industry bodies

Government & Regulatory Bodies

- Local, state and federal Australian governments
- International governments and agencies
- Regulatory bodies

INFLUENTIAL

Stakeholders that directly and indirectly play an influential role in driving business reputation and outcomes.

Media & Analysts

- Financial analysts
- Specialist media
- Mainstream media
- Industry analysts

Advocates

- Unions
- Peak bodies
- Charity/NGO/social organisations

Our People & Communities

People are a key ingredient in the SunRice Group's ability to bring innovative, high-quality brands and products to customers and consumers the world over – from our SunRice Group team to our growers, suppliers and communities along the value chain.

Closing the gender equality gap

Our data shows that we've made positive progress in closing our gender pay gap in Australia and are ahead of both industry and national averages.

Of particular note, the average total remuneration paid to women in SunRice Australia was favourable by 2.6% (compared to men) and the average base salary paid was favourable by 5.9%. However, these averages are affected by employee numbers at each level and demographics.

Delivering equality throughout the Group is a priority and we're proud of the efforts we've achieved in FY24:

- Continuing to implement inclusive recruitment practices, encouraging equal opportunity for all roles;
- Focusing on achieving parity in terms of women in senior management positions;
- Ensuring that annual pay increases are delivered equitably, based on performance and market position; and
- Providing flexible working arrangements for our workforce.

The results of the Workplace Gender Equality Agency (WGEA) Gender Equality reporting demonstrate that overall, in Australia, our gender pay gap is sitting at 3.5% for median base salary and 8.5% for median total remuneration in favour of men. While this indicates that there is still more work to be done, this is significantly smaller than the pay gaps that exist in our industry and Australia-wide.

We continue to identify where we have opportunities to achieve pay parity for all.

2,139 Employees[15]

440 Growers[15]

477 A Class Shareholders[15]

3,846 B Class Shareholders[15]

757,000+ Meals donated

$1.68m donated to community groups & not-for-profits

15. As at 30 April 2024.

***Andressa Oliveira**, Insights and Category Analyst.*

Supporting our leaders

Our annual Leaders Forum brought together more than 70 people in leadership roles from across the globe to discuss delivery of our strategy, share knowledge about the different areas of our business, the opportunities and changes to come in the future and how our leaders (and their teams) can all bring our purpose, vision, values and behaviours to life each day at work.

It provided a great opportunity for this important group of leaders to build deeper connections with each other as key enablers of our culture globally.

We are committed to the development of our team and in FY24, 13% of our salaried employees were either transferred, promoted or seconded internally. This included creating development opportunities across Riviana Foods, Trukai and CopRice, as well as individual business units such as Global Rice.

Senior managers from across the Group at our Leaders Forum.

Trukai's Safety Team.

Trukai's intensive development pays off

Investment in developing our people at Trukai is key to recruiting and retaining our 850-strong team members across PNG, with around 200 Trukai employees attending internal or external training monthly in FY24. Training is delivered face-to-face for employees based in Lae, Port Moresby, Mount Hagen and Kokopo; and we also reach employees in more remote locations online.

Training and development programs delivered during the year included everything from effective presentation skills to creative problem-solving and building confidence and assertiveness, to basic computing, marketing, management and accounting for non-accountants.

Our safety training focused on fire fighting, first aid, chemical awareness, working at heights, and working in confined spaces.

As a result of the consistent and continuous investment in our people in PNG, in FY24:

- We were able to fill 60% of Trukai's vacant positions from internal talent; and
- We promoted 45 (or 18%) of our operational team members to salaried positions.

In addition, computer literacy has increased amongst our operational team and we continue to retain our talent amid demand for skilled workforce.

Riviana's Marketing team volunteering at Foodbank as part of a team building day.

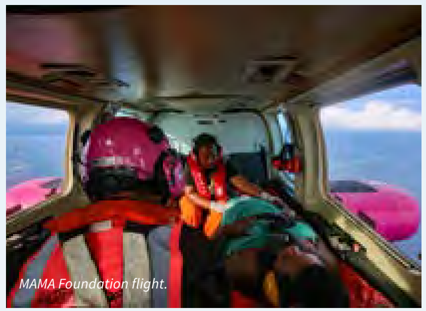
Socio-economic impact assessment

In FY24, we completed a socio-economic impact assessment project with Social Ventures Australia, which has strengthened our understanding of how to identify and value the social impact of the Group's activities across our countries of operation.

The methodology centred on three social focus areas – food safety, security and quality; resilient communities; and respecting human rights – and used various proxies to look at how we contributed to social impact in FY23.

The assessment demonstrated that a significant proportion of this value was generated in Australia, PNG and Solomon Islands, which is aligned with our focus on contributing to the communities we operate in, particularly those in developing countries.

- In Australia, for example, as a large employer in the Riverina, social value is created through the number of people we employ and the flow-on economic benefit to the local communities from those people's earnings. The Group's contribution to Foodbank also assists in tackling food poverty and improving people's health through regular, nutritious meals.



MAMA Foundation flight.

- In PNG, which has one of highest maternal mortality rates in the world, we create social value through Trukai's support of the Mountain Area Medical Airlift (MAMA) Foundation, which provides women with obstetrics and gynaecology healthcare. In FY24, more than 100 mothers were provided with life-saving flights to access care through the MAMA Foundation. Read more about this on page 30.
- In Solomon Islands, SolRice supports Seif Ples to provide information on rice packaging on how women can seek support for domestic violence. SolRice's rice is sold to consumers throughout the archipelago. Due to the remote geographical location and poor rates of internet access in some locations, spreading awareness on rice packaging is an innovative solution that contributes to building resilient communities. Read more about this on page 29.

Left to right: ***Vesna Garnett, Alexandra Morona, Samantha Glenn, MIllie Mertz, Hope Fitzgerald, Ava Christie, Annabel Arnold, Emily Fasham, Rebecca Groat, Sandra Cittidini*** *and* ***Kate Cooper****.*

A decade of supporting young women in the Riverina

With the SunRice Jan Cathcart Memorial Scholarship in its 10th year, we've invested a total of $250,000 to date into the future of the Australian rice industry, offering tertiary scholarships and industry expertise to young women. In FY24, the scholarship was awarded to joint recipients Hope Fitzgerald and Ava Christie. Both Ava and Hope have demonstrated a commitment to the rice industry and their communities through the different pathways they have chosen.

Ava is passionate about resource management, sustainability, pest management, and genetics – and applying each of these to rice growing. The scholarship will support Ava as she undertakes her second year Bachelor of Science and Bachelor of Agricultural Science (Hons) at the University of Tasmania. Hope's vision is to pursue an agricultural profession within the Riverina, building on her connection to country living and establishing strong connections with local farmers and actively engaging in the rice industry. The scholarship will assist her as she completes her Bachelor of Business with a Major in Finance and Agribusiness at La Trobe University.

SunRice Leeton Festival

The SunRice Festival brought a vibrant energy to Leeton at Easter in April 2024, once again celebrating the Riverina region's rich agricultural heritage.

The biennial event has been running since the 1960s and we proudly contribute to the festival's success as its naming sponsor, highlighting our deep roots in the Riverina.

With diverse attractions like Leeton's Longest Lunch and the lively Street Parade drawing crowds of up to 10,000, the festival transformed the town into a lively hub of activity and community spirit.

The Group's float this year featured an innovative digital display, showcasing our brands, our products, our people and our contribution to community.

Our employees and their families in front of the SunRice float at the 2024 Leeton SunRice Festival.

Lesley Lyons and SunRice's *Derek Lui* (on left) with Clontarf Foundation members.

Building skills for life

For over six years, we have proudly sponsored the Clontarf Foundation's Academy at Narrandera High School in NSW by providing financial assistance and opportunities for students to gain knowledge and learn new skills that they can take into the future post-secondary schooling.

The Foundation exists to improve the education, discipline, life skills, self-esteem and employment prospects of young Aboriginal and Torres Strait Islander men, several of whom have participated in site tours or work experience programs in our Riverina facilities and offices over the past few years.

In FY24, our Leeton team members participated in a "Cultural Arts Day" with the students from the Academy and together created artwork to be used for a new SunRice Group pop-up banner. We were fortunate to have the assistance of local artist and Indigenous Employment and Engagement Advisor from CPB/Downer, Lesley Lyons, to provide inspiration for the artwork and offer advice on painting techniques to the group.

*An Giang University students with **Nguyen Ngoc Gam** P&C Administrator, Ricegrowers Vietnam.*

Engaging with the future at Lap Vo Mill

At An Giang University in the Mekong (Vietnam), food technology students often face the challenge of lacking practical work experience upon graduation, making it difficult to meet employer expectations or adapt to new work environments. To help address this, our Lap Vo Mill has partnered with the university to offer internships to enable students to solidify their knowledge, engage with real-world scenarios, and cultivate their professional approach in a workplace environment, fostering the vital skills needed in an international work setting within the rice processing industry.

Seven students participated in FY24. This hands-on experience has enabled these students to:

- Develop an understanding of rice production techniques that ensure product quality and safety;
- Learn about, and participate in, quality control and assurance measures alongside our team, focusing on the quality of different rice stages;
- Familiarise themselves with the Mill's cleaning protocols and quality management systems, including Hazard Analysis & Critical Control Point (HACCP) and ISO Standards; and
- Receive training on the use of specialised equipment at the Center of Excellence laboratory.

This practical exposure boosted the students' confidence, enthusiasm and drive for scientific research in post-harvest rice production alongside invaluable skill development. Projects undertaken by students during the internship included research on cultivation methods, crop variation, storage conditions affecting rice quality and yield, the impact of milling processes on nutritional quality, and comparisons of rice quality assessment methods.

Australian Rice Pool Business

Our Australian heartbeat

Our Brands & Products

Retail in Australia and International Markets
Global Government Tenders
Ingredients for Food Manufacturing
Food Service

Our Australian Rice Pool Business is known for its provenance and trusted brands. The premium rice featured across our portfolio is grown by rice farmers in the Riverina region of NSW and Murray Valley in VIC, the majority of whom are SunRice A Class Shareholders.

Our heritage in the Riverina spans eight decades and includes a commitment to research and development and innovation that allows our growers to achieve some of the highest yielding medium grain rice in the world. Supplying retail, food service, food ingredient and business customers in Australia, New Zealand, Asia, the Middle East, UK and Europe, our products include pantry staples such as Medium and Long Grain Rice, as well as specialty varieties developed for our Riverina climate, such as Koshihikari Rice, Low GI White and Brown Rice and fragrant Topaz Rice. The Australian Rice Pool Business also participates in premium tender markets selling rice into Japan, Korea and Taiwan. Our major brands are SunRice and SunWhite.

Our FY24 Performance

Our SunRice brands and product portfolio delivered volume and value growth in premium markets for the Australian Rice Pool Business.

Driving performance

- Volume growth in consumer and tender markets
- Stronger USD favouring exports
- Cost saving initiatives and operational improvements
- Normalisation of shipping conditions and costs for a large part of the year

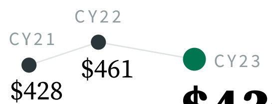
Impacting performance

- Red Sea disruption and industrial action at ports at the back end of the year
- Northern hemisphere returning from drought, impacting competition and global medium grain rice prices
- Third successive year of large crop volumes, driving high crop carryover levels and impacting paddy returns
- Inflationary environment impacting input costs and consumer behaviour
- Energy prices
- Flooding events impacting CY23 crop harvest

Revenue

$384.9m
^15%

Paddy Price (Medium grain)



$430 per tonne
v7%

How FY24 revenue was generated

BRANDED	54%
UNBRANDED	46%

Where FY24 revenue was generated

AUSTRALIA & NEW ZEALAND	37%
MIDDLE EAST	29%
ASIA	28%
EUROPE	5%
OTHER (INTERNATIONAL)	1%

Our SunRice brands and product portfolio delivered volume growth in premium markets for the Australian Rice Pool Business.

We achieved strong growth in the Middle East, took advantage of strategic trades into Europe and the UK, and participated in additional government tenders, primarily in Japan.

Our brand strength, coupled with product innovation and exceptional execution, also supported our ability to deliver market share growth in New Zealand, Saudi Arabia, Jordan and Kuwait.

Additional factors that contributed to the performance of the Australian Rice Pool Business included:

- **Milling operations:** Cost saving initiatives and continued improvement in manufacturing yields from a well performing crop reduced conversion costs. Increased procurement savings also helped to offset inflationary pressures;
- **Australia-United Kingdom Free Trade Agreement (FTA):** The FTA, which came into effect at the start of FY24, enabled us to engage in trades into the UK to service the Asian wholesaler channel. We continue to seek new partners to work with in the UK to further leverage new markets for our highest quality Australian medium grain rice varieties;
- **Foreign exchange:** The lower AUD throughout FY24 was favourable to the Australian Rice Pool's USD denominated exports, which supported the Pool's revenue growth and Paddy Price returns; and
- **Shipping:** Following improved shipping conditions and costs earlier in FY24, supply disruptions impacted the latter part of the year due to conflict in the Middle East and subsequent closure of the Red Sea. Protracted industrial action at domestic ports also impacted exports and challenges remained with availability of food grade containers in Australia limiting export volumes.

Despite achieving topline growth, the following challenges in FY24 weighed on our final result and contributed to a lower naturally earned paddy price year-on-year:

- **Increased competition:** Predominantly in the Middle East as US Calrose supply returned to the region following the end of the Northern Hemisphere drought, which impacted our ability to realise higher sales prices in that market. The return in supply also resulted in significant downward pressure on pricing into our global tender markets as the year progressed, which further weighed on the valuation of the residual amount of crop carried over into FY25;
- **Inflationary impacts:** Rising interest rates impacted the cost of financing the net working capital of the business and, together with other inflationary pressures, resulted in consumers trading down, which in turn impacted our share of market in some categories. We responded with agility, working closely with our retail partners to implement a new promotional strategy and in store execution, which resulted in regaining category share towards year end; and
- **Flooding:** The NSW flooding events in late 2022 caused road and rail closures, which impacted short term supply and delayed planting and therefore harvest of the CY23 crop. Further rain during harvest also led to additional delays and resulted in a higher moisture content of the CY23 crop, which required more intensive drying and aeration than normal, adding cost to a production cycle already impacted by rising energy prices.

Ramadan campaign inspires recipe usage

Through our Middle East brand Sunwhite we continued to build on FY23's successful Ramadan campaign with new and exciting initiatives in FY24, where the consumer and the versatility of rice featured front and centre in a number of key promotional campaigns.

These campaigns included television commercials and an engaging program of influencer content, targeting a diverse range of consumers who then created rice-focused Ramadan recipes.

Curated Ramadan recipe segments also featured on Fatafeat, a popular food and lifestyle channel in the region.

Our "30 Days of Ramadan Creations" in-store promotion encouraged consumers to scan a QR code, taking them to the recipe section of the Sunwhite website. The campaign helped to drive brand awareness and inspired recipe usage with Sunwhite.

"Make Tonight Rice Night" campaign

Reminding home-cooks to add rice to their dinner plan and solve the "what's for dinner?" dilemma, the "Make Tonight Rice Night" campaign heroes everyday Australians sharing personal tips, hacks and ways to prepare and enjoy their version of the best fried rice.

Launched in FY24 with two TV commercials and a series of online videos, the campaign was based on the insight that families are constantly looking for trusted and easy wins for dinner.

Plus, research reveals "fried rice" is the number one rice recipe searched on Google!

The campaign featured home-cooks all proudly sharing their own "my-hack-is-best" way of preparing rice for dinner — whether a a savoury stir-fry, a fresh tomato thrown in or "googy egg" added on top.

Solve your "what's for dinner" dilemma with fried rice tonight and see our "Make Tonight Rice Night" campaign here.

Left to right: ***John Bradford***, ***Lee Ncube***, ***Belinda Tumbers***, ***Anthony McFarlane***, ***Julie Garrard*** and ***Nicole Griffin*** after receiving the Australian Export Award for Agribusiness Food and Beverages at Parliament House, Canberra.

SunRice shines on the export stage

In FY24 SunRice stepped onto the stage at the 61st Australian Export Awards in Parliament House, Canberra to take out the Agribusiness, Food and Beverages Award.

The Australian Export Awards celebrate the achievements of Australia's most outstanding, innovative and inspiring exporters, and the far reaching impact they have on the nation's economy. It's one of Australia's longest running business awards programs and we can testify to that after winning our very first export award under the program back in 1969!

The SunRice Group was recognised as the 2023 national winner in the Agribusiness, Food and Beverages category for not only taking Australian rice to the world over many decades, but for opening new channels into the US in FY23, with our new brand Kokusai (featuring Riverina-grown rice) launching in Costco.

Our export success is underpinned by our great people, our Riverina growers, our valued customers and our ongoing investment into research, development and extension with our partners RGA, AgriFutures Australia and Rice Breeding Australia. Together we strive to maintain Australia's global reputation as a leader in rice products, crop yields and water efficiency.

Developing a low carbon future for rice

Our work with Deakin University to assess the impact of sowing and irrigation is an important part of our work to help decarbonise the Australian rice industry.

In FY24, significant work on the project included completing the first season of trials at Rice Research Australia in Jerilderie, NSW under our joint Greenhouse Gas Reduction project, funded by AgriFutures Australia. The trials involved 12 bays of rice (four each of aerial-sown, drill-sown and drill-sown with delayed permanent water) using VO71 as the main variety. A small amount of Viand was also used.

The aerial-sown rice was inundated with water for 141 days, the drill-sown for 96 days and the drill-sown with delayed permanent water for 74 days. Manual sampling then determined the methane and nitrous oxide emissions associated with the various sowing techniques.

Key findings so far indicate:

- A strong correlation between greenhouse gas mitigation and the number of ponded water days;
- Drilling crops showing an 86% mitigation of methane compared to aerial-sown crops; and
- Significant potential for reducing methane emissions by transitioning from aerial-sown to drill-sown or delayed permanent water methods, albeit with some impact on biodiversity, particularly on Australasian Eastern Bitterns, an endangered freshwater bird.

While the project is still in its early stages, these preliminary results mark a significant milestone towards a more sustainable future for rice cultivation.

Our pilot trial results indicate that drill-sown crops return:

86% **mitigation of methane compared to aerial-sown**

OUR RICE HARVEST AT A GLANCE

For the CY23 crop planted in September 2022, harvested between March and August 2023, and marketed throughout FY24:

Area grown

>50,000 ha
hectares (ha)

Paddy tonnes harvested

~500,000 T
tonnes (T)

Average yield

9.8 T/ha
paddy rice (all varieties/all locations)

Top yield

14.6 T/ha
paddy rice achieved by medium grain variety V071

Water efficiency

0.91T/ML
average CY23 water use effciency achieved

Percentage of crop drill sown

44.5%

Paddy price

$430
per tonne for Medium Grain

Top yields by consolidation region

14.6 T/ha
Murrumbidgee Irrigation Area

14.3 T/ha
Eastern Murray Valley

14.2 T/ha
Western Murray Valley

12.6 T/ha
Coleambally Irrigation Area

A more dynamic and flexible model

As FY24 drew to a close, the NSW Government announced its intention to partially deregulate rice export marketing (vesting) arrangements in NSW. While historically vesting has been an important contributor to the strength of the Australian Rice Pool business, a partial deregulation over an indefinite period was problematic for the industry. Following SunRice and RGA advocacy, earlier and full deregulation was announced by the NSW Government commencing 1 July 2025, allowing the Group to transition to a more flexible and dynamic operating model over a shorter timeframe.

Without some of the regulatory constraints of vesting, the SunRice Group will be positioned to work more directly with our Riverina growers, which should enable us to better match supply and demand from our premium markets to maximise paddy returns. Along with the Pool system under the Paddy Pricing Model, this includes assessing new contracting and pricing options for growers that enable both large and smaller rice growers to participate in the industry in a way that better suits each grower's individual circumstances, while ensuring a more consistent supply. Further information on this transition will be provided in the FY25 Annual Report.

Driving water efficiency via drill sowing

Drill sowing increased across all regions for the CY24 crop (harvested in 2024 and to be marketed in FY25), rising to 72%, compared to 44.5% in CY23.

While the CY23 season's floods meant many growers were locked into aerial sowing, many of our growers were able to return to the drill sowing technique across all growing areas for the CY24 season. This is a positive outcome for the industry, as drill sowing has been shown to achieve the same grain yield potential as aerial sowing, but with better water use efficiency.

In FY24, drill sowing continued to be a key focus of our extension work within the industry. In addition to better water efficiency outcomes, other benefits include:

- Crops can be managed in real time using irrigation and nitrogen management;
- Wind, ducks and snails do not cause problems; and
- Fewer days under permanent flood mean less methane emissions.

Data for the CY24 crop also showed that of the 57 crops that yielded over 14T/ha, 70% (or 40) of them were drill sown, including the outstanding 16.8T/ha and the 16.3T/ha yields achieved in Willbriggie and Yenda respectively, in the Murrumbidgee Irrigation Area.

Further details about the CY24 crop will be provided in the FY25 Annual Report.

Robert and April Andreazza.

Robert and April's CY23 crop yields equate to

22m **meals around the world**

SunRice Grower of the Year Award

Since its inception in 2019, we've sponsored the Australian rice industry's annual grower awards. The CY23 SunRice Grower of the Year was awarded to Robert and April Andreazza of Willbriggie, NSW.

"It's important to recognise the best of the best, and Robert and April's farm showcases innovation and being on the cutting edge of rice growing with their focus on sustainability practices and future proofing their farming business."

Peter McDonnell, Rice Extension

Nominated for their advocacy for growing rice, their innovative techniques, and willingness to take on and share information with other growers, Robert and April are passionate members of the rice industry, and integral members of their community, who strive every day for the longevity of their own business and the industry overall.

"It's wonderful to be recognised by the industry for doing what we do as a matter of course every day. It is very humbling because there are a lot of growers out there doing the same as us. We feel very supported by the structure of the rice industry, there aren't many industries which have this level of support, from grower services, research and development to a local receivals network and the international marketing of our grain. It makes for a very reliable part of our farming business."

Robert Andreazza, CY23 SunRice Grower of the Year

Robert attributes his success to spending time and money in redesigning the farm, utilising his trade background as a fitter and turner to manage breakdowns, repair and modify machinery and think outside of the box. The panel of judges was impressed with the Andreazza's farm operations and efficiency improvements. For example, in one paddock they've reduced the number of bays from fifteen to six – improving water and agronomic efficiencies.

Robert and April Andreazza.

International Rice

OUR GLOBAL FOOTPRINT GROWS

Our Brands & Products

Retail in Australia and International Markets
Global Government Tenders
Food Service
Global Sourcing

Our International Rice segment sources rice from up to 12 countries, including Australia, to on-sell in close to 50 markets around the world.

From Hinode Rice's authentic texture and taste, enjoyed in kitchens across America, to Ramadan feasts featuring SunWhite Family in the Middle East, and vitamin-enriched rice contributing to better health outcomes in the Pacific, our products are enjoyed by consumers across four continents.

Our International Rice business includes our global supply chain and partnerships with international rice growers, including in Vietnam, Cambodia, Thailand, China, Argentina, India, Pakistan and PNG. This segment also includes any internationally sourced rice sold in Australia, like our new Classic Indian Grown Basmati Rice and Premium Cambodian Jasmine Rice. Our key brands include Trukai, Roots, Hinode, SolRais, SunWhite, SunGold, Island Sun, Kangaroo and SunRice.

Our FY24 Performance

We delivered significant improvement in revenue and profitability off the strength of our brands, multi-origin sourcing and agility.

Driving performance

- Volume growth in consumer and tender markets
- Sales pricing strategies to help absorb inflationary pressures
- Cost saving initiatives
- Normalisation of shipping conditions and costs for a large part of the year

Impacting performance

- Inconsistent international supply leading to higher inventory holdings
- Red Sea disruption and related costs at the back end of the year
- Stronger USD affecting imports, particularity in PNG
- Northern hemisphere returning from drought, increasing competition and impacting tender pricing
- High non-medium grain global rice prices
- Inflationary environment impacting input costs

Revenue

FY22 $620.9m
FY23 $735.0m
FY24 **$893.8m**
^22%

EDITBA

FY22 $43.6m
FY23 $39.9m
FY24 **$56.7m**
^42%

NPBT

FY22 $34.2m
FY23 $27.8m
FY24 **$42.5m**
^53%

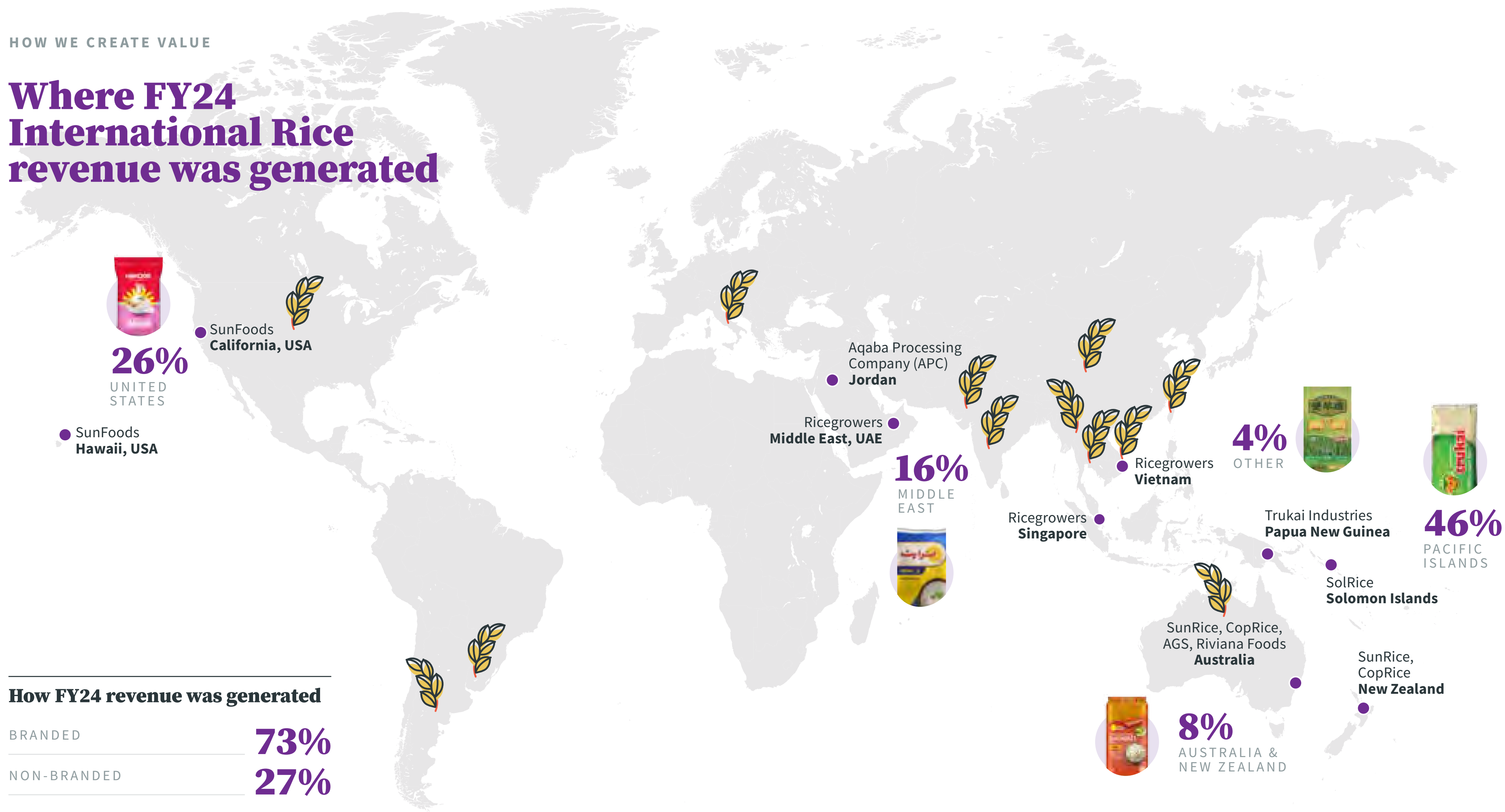
Our International Rice segment delivered significant improvement in revenue and profitability in FY24 off the strength of our brands, multi-sourcing supply options and supply chain agility. Key factors contributing to our overall results included:

- **Volume growth:** In key markets, including the Middle East, which saw us enter the market with a lower priced product, broadening our relevance to different consumers. We expanded our range in Australia with a premium Basmati offering in retail in FY24, which has performed well since launch;
- **Export opportunities:** Our SunFoods (US) business offset a downturn in the domestic market due to intensified competition following the return of local supply post drought breaking with an increase in Government tender exports to Japan and Korea. This supported our topline performance; and
- **Margin improvement:** Underpinned by a cost saving mindset across our business units and changes to our sales pricing strategies to help absorb inflationary impacts and commodity cost movements.

These strong results were achieved while navigating some challenges during FY24, which included:

- **Global rice prices:** Non-Medium Grain global rice prices increased considerably in FY24, due to a combination of a ban on Indian exports of non-Basmati rice as well as market demand increases in Vietnam and Thailand as suppliers pivoted to alternative sources. This increase resulted in margin pressure in some key markets as we had a limited ability to take further pricing action to fully recover the inflationary impact, particularly in PNG and Solomon Islands, where the pricing resilience of consumers is impacted by difficult local economic environments. As a result, we moved quickly to bring new products to market, which ensured continued delivery of quality and affordable products to our customers in these value conscious markets; and
- **Shipping:** While the cost of shipping progressively returned to more normal levels earlier in FY24 and provided some margin relief, the impact of this gain was partly offset by unreliable and constrained delivery patterns into key Pacific markets, resulting in increased storage, detention and other handling costs associated with holding higher than normal levels of inventory. Shipping challenges in the Red Sea due to conflict in the Middle East also added cost to the business and created issues in getting product to market due to longer lead times; and
- **Foreign Exchange:** The depreciation of the AUD and other currencies such as the PNG Kina (PGK), for which no hedging opportunities currently exist, against the USD also placed pressure on margins of multiple businesses in the International Rice segment that relied on USD denominated rice imports in FY24.

Where FY24 International Rice revenue was generated



How FY24 revenue was generated

BRANDED	73%
NON-BRANDED	27%

Source locations

Global offices and assets

Modern makeover for Hinode Rice

Our US-based subsidiary SunFoods LLC unveiled a modern makeover across our Hinode Rice brand's packaging and marketing assets in FY24, including a new-look logo, social media and website. The striking refresh, grounded in consumer research, has been designed to drive appetite appeal and culinary inspiration, along with giving the brand more "pop" on-shelf in supermarkets.

The change has been welcomed by consumers who have responded positively via social media, while in-store activity will continue to drive awareness of the transition.

Indian Basmati Rice launches in Australia

Grown in the foothills of the Himalayas, SunRice Indian Basmati Rice was added to our Australian portfolio in FY24, capitalising on the strong category growth of this varietal. Available in both one and five kilogram packs, in both Premium and Classic varieties, our Basmati has long, separate grains that cook to a beautiful light and fluffy texture and is ideal as an accompaniment for curries. These new products are off to a solid start in market.

SolRais connects women with support

For more than seven years, SolRice, our business in Solomon Islands, has been supporting Seif Ples, a first-response service for victim-survivors of sexual and gender-based violence, to help local women access support for domestic violence through information printed on all SolRais 40lb and 20lb bags of rice.

Solomon Islands has some of the highest rates of gender-based violence in the world. Two-thirds of women aged between 15 and 49 report physical or sexual violence from an intimate partner at some point in their life. The only initiative of its kind in the region, the SolRice-Seif Ples program plays an important role in addressing this issue.

In FY24, the program distributed more than 2.3 million bags of rice carrying Seif Ples messaging across key inhabited areas of Solomon Islands. We also supply 10 bags of 40lb rice each month to Seif Ples' Honiara base to supply much-needed food for survivors.

Local PNG rice growers graduate with confidence

FY24 marked the graduation of 142 Papua New Guinean farmers, who attained a Certificate in Irrigated Rice Farming through our subsidiary Trukai's Smart Farmer Program. For the inaugural cohort of graduates, their new skills and confidence in rice cultivation opens up commercial and knowledge-sharing opportunities.

The graduation was the highlight of Trukai's Rice Field Day held at Erap near Lae, which showcased our investment in rice farming and production and commitment to working closely with local farmers to enhance their skills in rice cultivation.

The Smart Farmer program was established in 2022 as part of a five-year partnership between Trukai, the PNG University of Technology and Pacific Adventist University. It builds on decades of SunRice research and development in rice growing at "Old Coree" in Jerilderie, NSW. More than 300 local farmers have commenced training to date, with many of the inaugural graduates already sharing their new skills to train others in their local provinces.

Trukai has an extensive agricultural program in PNG, and has invested millions of Kina in rice research, science, technology and development for over 30 years.

Of the 142 Smart Farmer graduates, 27 were female rice growers.

The inaugural cohort of graduates celebrated at Trukai's Rice Field Day.

Trukai is proud to support MAMA Foundation's important work.

Helping to save lives in rural areas of PNG

In PNG, which has one of highest maternal mortality rates in the world, Trukai's support of the MAMA Foundation is helping to provide life-saving care.

With an increase in assistance from Trukai in FY24, the MAMA Foundation was able to purchase a Helicopter Approach Path Indicator lighting system, enabling improvements in safety during bad weather and night operations.

The MAMA Foundation provides women in difficult to reach locations in PNG with full medical evacuation service.

In FY24, the organisation made a total of 160 helicopter flights with more than 100 mothers airlifted to urban hospitals in childbirth-related cases. This vital service has saved the lives of many people, as the only aviation operator in PNG to employ a full-time, highly experienced medivac team with equipment on standby 24/7.

Trukai has invested PGK320,000 since the foundation's inception in 2020, as part of a sustainable collaboration focused on better health outcomes.


Contract grown DS1 being harvested in Ken Giang, Vietnam.

Sustainable value during times of volatility

The partnership between SunRice Group and our Vietnamese rice farmers showcases how collaboration can yield significant benefits, even in the face of market uncertainties.

During FY24, our rice farmers in the Mekong Delta faced challenges due to strong fluctuations in rice prices. Despite the fluctuating market, we continued to purchase rice in-market at prices agreed previously, standing by the farmers during tough times.

This ongoing collaboration wasn't just about providing immediate relief in times of price volatility; it was about laying the groundwork for long-term value creation. For our farmers, this partnership assists with creating a stable market for their produce, reducing the impact of pricing fluctuations. Farmers also benefit from our technical support, including training programs and expert advice aimed at enhancing rice productivity and quality, contributing to the long-term development of Vietnam's rice industry.

From our perspective, this collaboration ensures a consistent supply of high-quality rice, which is essential for our production needs. Plus, our active support for the farming community bolsters SunRice's brand reputation and strengthens customer trust.

SunFoods 1MW solar installation is live

More than 2,500 individual solar panels were installed across three different solar energy systems at our SunFoods site in Woodland, California during FY24.

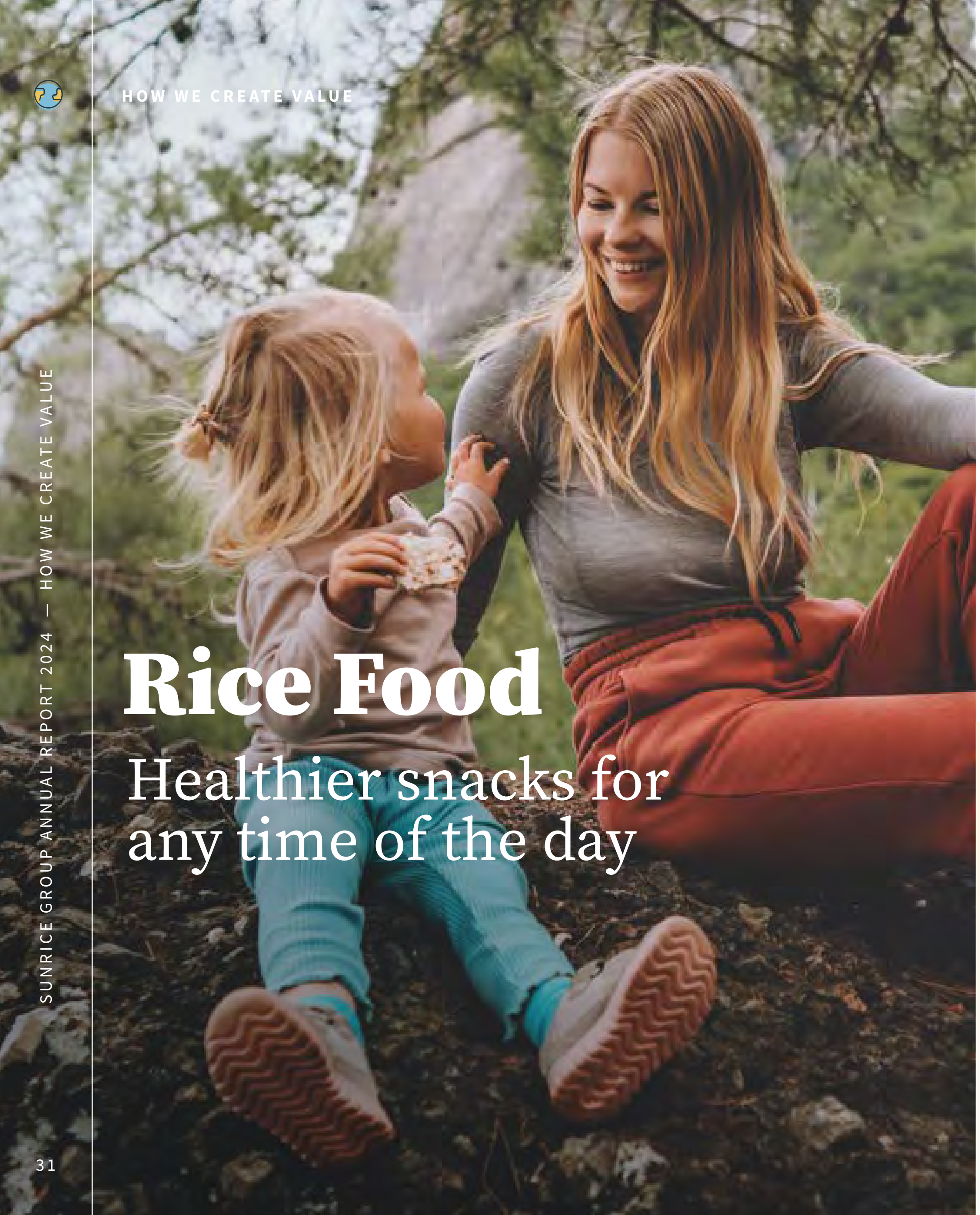
The USD$3 million project was completed over three months, with the 1MW system now online and producing approximately 1,409 MWh of energy per year. The project is expected to save SunFoods over 500 tonnes of CO_2 equivalent per annum and meet 20% of the mill's electricity needs. This is a tangible step towards our target of net zero emissions by 2050.

Significant operational planning went into this project, including undertaking desk based research and engagement with a Tier 1 supplier to get a better understanding of the key challenges in identifying and addressing modern slavery within the solar sector. For more information, please see page 16 of our 2023 Modern Slavery Statement sunrice.com.au/our-modern-slavery-statement.

Energy

1MW

solar photovoltaic installation completed at Woodland Mill (California, USA).



Rice Food

Healthier snacks for any time of the day

Our Brands & Products

Retail in Australia and other International Markets
Ingredients for Food Manufacturers

Our Rice Food team is always innovating to bring healthier snacks and products to consumers in Australia, New Zealand and Asia Pacific.

Our range of flavoursome and nutritious products includes Microwave Rice to suit rice lovers' tastes and dietary needs, from Organic Brown Rice and Quinoa blends and specialty Black Rice, to pouch and cup combinations full of flavour like our Special Fried Rice and Mexican Style Rice.

Our snacking range includes Protein Chips, Mini Bites, Brown Rice Chips, Rice Cakes and Rice Cracker Chips that can be found in pantries and lunch boxes across Australia and key international markets. SunRice's Rice Food segment also supplies rice flour and ingredients to food manufacturers and ingredient customers in Australia, New Zealand and Japan to create products, including breakfast cereals, gluten free baked goods and rice crackers. Our major brand is SunRice.

Our FY24 Performance

Innovation, raw material sourcing optimisation and manufacturing efficiencies supported positive growth in earnings.

Driving performance

- Product innovation supporting volume growth in some categories
- Sales pricing strategies to help absorb inflationary pressures
- Cost optimisation and operational improvements
- Raw material sourcing optimisation
- Normalisation of shipping conditions and costs for a large part of the year

Impacting performance

- Stronger USD affecting imports
- Inflationary environment impacting input costs and consumer behaviour

Revenue

FY22 $106.4m
FY23 $113.0m
FY24 **$121.0m**
^7%

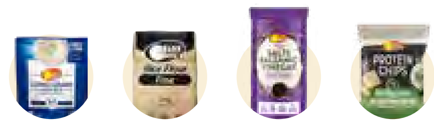
EBITDA

FY22 $7.9m
FY23 $11.1m
FY24 **$14.0m**
^26%

NBPT

FY22 $5.9m
FY23 $9.0m
FY24 **$11.8m**
^31%

How FY24 revenue was generated



49%	27%	21%	3%
Microwave	Flour	Cakes	Snacks & other

Where FY24 revenue was generated

AUSTRALIA & NEW ZEALAND	98%
OTHER	2%

New product innovation across the Microwave Rice, Rice Cakes and Snacks categories, combined with raw material sourcing optimisation and operational efficiencies underpinned Rice Food's performance in FY24. Contributing factors included:

- **Operational efficiencies:** Optimisation of our manufacturing performance and better asset utilisation in the supply chain improved profitability in the Cakes and Snacks categories in FY24;
- **Sourcing optimisation and competitve advantage:** The greater availability of raw materials, as well as securing volume in Japanese tender markets assisted our Flour business. Our local flour production capability and the lower AUD also allowed us to capitalise on the competitiveness of Australian flour, resulting in improved volume, revenue and profit;
- **Product innovation:** Momentum was achieved in Rice Cakes through increased ranging and flavour innovation, including the launch of a new Chicken Flavour, along with driving efficiencies in pack formats in our large cake portfolio. The launch of flavoured Microwave Cups to meet a need for lunchbox occasions performed well in FY24 despite the entry of new suppliers into this space; and the launch of Protein Chips also delivered an encouraging customer response; and
- **Margin improvement:** Underpinned by an improvement in shipping conditions and costs in the supply chain of imported products, and sales pricing strategies to help absorb inflationary impacts.

Overall, our Rice Foods segment achieved both top and bottom-line growth, despite the following factors:

- **Competition:** In Australia, consumers traded down to lower price competing offerings under the weight of cost-of-living pressures, which impacted the Microwave Rice segment in particular. However, a strategic change in promotional pricing strategy gained traction with customers, resulting in SunRice regaining some category share over the last quarter of FY24; and
- **Inflationary pressures:** General cost inflation, the higher cost of energy impacting our local manufacturing operations and the weakening AUD against the USD, which impacted the cost of imported products for some of the categories of this segment, partially offset some of the segment's gains.

The Rice Food segment continues to invest in new product development and creative campaigns to build on consumer interest in our brands and products.

Make Poh's Easy Fried Rice with SunRice Long Grain White Microwave Rice.

Much to love about Poh

A much-loved SunRice brand ambassador since 2015, Poh Ling Yeow has continued her involvement with us in FY24, sharing her innovative cooking style and warm, vibrant personality across many of our campaigns, creative and in-person events.

The Malaysian-born Australian cook, television presenter, author and artist, who returned to the judging panel in MasterChef Australia 2024 where she shot to fame as a contestant in 2009, has had her passion for cooking on full display for our brand.

Featuring in this year's "Make Tonight Rice Night" campaign, Poh joined other Australians in offering her personal hacks on how to create the perfect fried rice. She also presented a popular how-to-cook-rice series, published on our social channels.

Poh's creativity, infectious love of food and status as a prominent figure in the Australian culinary scene has also helped bring to life our Microwave Rice range, providing inspiration for home cooks who increasingly crave flavour and convenience!

New packaging forecasted to eliminate around

19 tonnes

of plastic per annum

Looking for mid-week meal inspiration at the office? Check out our "Lunch That's Rice" campaign

Improving the recyclability of our packaging

In FY24, we made progress towards our waste reduction ambitions and commitment to the National Packaging Targets administered by the Australian Packaging Covenant Organisation (APCO Targets).

In our Rice Foods segment, this included successful trials to switch SunRice Thick and Thin Rice Cakes packaging to become one printed plastic film — removing both the single-use plastic bread tag and the outer bread bag.

This new packaging format will be introduced in FY25 and is forecast to eliminate around 19 tonnes of plastic per annum.

Read more about our APCO progress on page 48.

New Flavoured Rice Cups make mealtimes easy

SunRice continues to make mealtimes easy for consumers in Australia and New Zealand with the launch of three new and delicious flavours in our Microwave Rice Cups range — Chicken, Mexican and Special Fried Rice — conveniently ready for lunch in just 40 seconds.

Our new SunRice Flavoured Microwave Rice Cups can be paired perfectly with a can of tuna, corn, salad mix, and a sauce of choice, for an easy, great-value meal at home or at the office, in step with demand from our busy consumers for quick and healthy options.

Chicken, Mexican and Special Fried Rice are available at Coles and Woolworths, with more new flavours due to be launched late in 2024.

Satisfyingly Yum, new high-protein chips

With more Australians focusing on health and wellbeing and consumer demand for protein continuing, the launch of our new SunRice Protein Chips in FY24 highlighted our ongoing attention to food trends and new product development.

Crafted to provide consumers with both a tasty and satisfying snack alternative with a high protein content, the new chips have 10g of plant protein per 50g pack, no artificial colours, no preservatives, and are gluten-free. The product has also received a four out of five-star health rating.

Available in two flavours — Barbeque and Sour Cream & Chives — SunRice Protein Chips can be found in the healthy snacks section at Coles and Woolworths.

Riviana Foods

Bringing globally sourced authentic foods to Australian consumers

Our Brands & Products

Retail in Australia and New Zealand
Food Service in Australia

Riviana Foods is our brand-led gourmet food business specialising in bringing traditional and emerging international flavours, tastes and trends to Australia.

With a portfolio of more than 400 quality domestic and imported products across multiple food categories for retail and food service customers, we specialise in:

- Bakery (including savoury biscuits);
- Chilled Desserts;
- Olives, Antipasto and Traditional Pickled Vegetables;
- Condiments and Sauces;
- Soups and Ready Meals;
- Fruit – Canned; and
- Vegetables – Canned, Pouch and Frozen.

In retail, Riviana is a leader in meeting the needs of discerning Australian supermarket shoppers seeking high quality products and meal solutions. From Always Fresh's moreish antipasto ingredients and premium biscuits to Roza's Gourmet's chilled sauces, pestos and dips, we've got home entertaining covered. For authentic high quality European bakery, our retail brand Toscano features stone-baked Italian pizza bases, brioche, Belgian waffles, macarons and more. Or if it's wholesome free-from favourites our consumers are after, Hart & Soul has recipe bases, soups, broths and ready meals. Our Food Service customers include the health, mining, correctional and catering sectors, which rely on the consistent quality and supply of our products for their meal solutions.

Our key brands are Toscano, Always Fresh, Felhbergs, Riviana Foodservice, Roza's Gourmet and Hart & Soul.

Our FY24 Performance

Our performance was supported by new product development and our Toscano brand.

Driving performance

- Product innovation and Toscano momentum
- Sales pricing strategies to help absorb inflationary pressures
- Procurement saving initiatives
- Normalisation of shipping conditions and costs for a large part of the year

Impacting performance

- Red Sea disruption and port industrial action at the back end of the year
- Operational challenges
- Stronger USD and EUR affecting imports
- Inflationary environment impacting input costs and consumer behaviour

Revenue

FY22 $196.5m
FY23 $215.0m
FY24 **$221.8m** ^3%

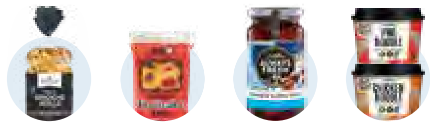
EBITDA

FY22 $14.0m
FY23 $6.3m
FY24 **$7.1m** ^13%

NPBT

FY22 $12.5m
FY23 $4.7m
FY24 **$5.2m** ^11%

How FY24 revenue was generated



31%	28%	19%	22%
Bakery & Desserts	Food Service	Pickled Vegetables	Other

Where FY24 was generated

AUSTRALIA & NEW ZEALAND 100%

The performance of our Riviana Foods business was supported by new product development and the Toscano brand, which continues to deliver significant revenue growth in the Bakery category. Other factors contributing to Riviana Foods' results included:

- **Product momentum:** In the Food Service sector, despite a trend towards consumers eating at home to counter cost-of-living pressures;
- **Market share growth:** Across Soup in addition to Bakery, as noted above; and
- **Shipping:** Conditions and costs started to normalise, which also provided some margin benefit, however, the impacts to cost and service levels from the Red Sea ship diversions had a partial offsetting impact in the second half of the year.

Despite delivering topline growth, the following factors impacted overall performance in FY24:

- **Inflation:** As the cost of some of Riviana Foods' products started to ease compared with FY23, this was offset by rising prices in other categories, including Pickled Vegetables, driven by drought conditions in some of our sourcing locations in the Northern Hemisphere. Significant increases in local warehousing and distribution costs were also experienced. As a result, FY24 costs remained generally higher than the prior year;
- **Foreign Exchange:** The ongoing weakening of the AUD against the USD and EUR also continued to place pressure on margins; and
- **Competition:** Continued competition from new market entrants and lower price offerings also placed pressure on Riviana's portfolio in some categories.

The Riviana team is actively working on initiatives that will help restore our market position for Always Fresh, including through innovation and adjusting promotional and marketing activities to strengthen brand equity in the face of growing competition. The timing and extent of this additional investment further impacted profitability during FY24, as did some non-recurring operational challenges faced in Riviana Foods' local manufacturing facilities.

Manu Kfori,
Production Manager.

Plastic packaging solutions

In FY24, Riviana introduced a suite of sustainable packaging initiatives that are set to save more than 43 tonnes of plastic per year.

The initiatives below are part of our commitment to meet the APCO Targets by the end of 2025, including zero per cent single-use plastic, 100 per cent reusable, recyclable or compostable packaging and 50 per cent recycled packaging and will achieve the following savings per annum:

- Food service 2kg plastic jars substrate changed to be recyclable. Across 18 products, this equates to a reduction of 32 tonnes of plastic;
- Carbon black lids changed to white so they can be recyclable. Across 29 products, this equates to a reduction of 6.5 tonnes of plastic;
- Non-recyclable board removed from Always Fresh Mini Toast products. This change has resulted in a reduction of 5 tonnes of non-recyclable packaging; and
- Croissant packaging has moved to a heat seal to remove the plastic bread tag, further reducing plastic.

Read more about our APCO progress on page 48.

From industry to innovation!

Innovating from within and leveraging her industry experience has seen Manu Kfouri spearhead some delicious developments in our waffle manufacturing arm.

Manu joined the Riviana team in August 2022 from the hospitality sector, where she gained valuable experience leading and training team members in food preparation environments. After spending time in Riviana's head office in Melbourne with our sales team, Manu's passion for food and people meant she was the ideal candidate to take on the leadership of our Caboolture, QLD site, which is Australia's largest manufacturer of waffles!

As Production Manager, Manu is constantly thinking up new ways to ensure the plant runs efficiently and smoothly, while also focusing on new product development and recipe creations. Significantly, during FY24 Manu led the product development for our Toscano brand's new retail entry, including freezable Liège Belgian Waffles, Banana Toasting Waffles for Woolworths' Bakery and Toasting Waffles for Coles' Bakery.

The Blandidote: Always Fresh is a cure for blandness!

Riviana Foods' Always Fresh brand launched a new creative campaign in FY24, designed to open up opportunities in mid-week meals. The campaign shifted the brand from "entertaining occasions" by tapping into a relatable theme for consumers — that mid-week meals tend to be repetitive, boring and bland!

The idea behind the "Always Fresh is The Blandidote" marketing initiative was that Always Fresh is a cook's secret weapon, offering a range of flavour-packed deli-style ingredients to turn ordinary, same-old meals into exceptional mid-week "occasions". For example, spaghetti bolognese with delicious kalamata olives or puttanesca with capers.

The campaign goal was to drive brand awareness for Always Fresh and establish a stronger emotional connection with our consumers. The Blandidote was activated across traditional and digital channels.

Check out the creative here: https://www.alwaysfresh.com.au/blandidote/

Food for change

In FY24, our Riviana team held two volunteering days at Food For Change's Mornington Peninsula farm in Victoria. Food For Change is a not-for-profit focused on alleviating food insecurity in Australia. The Food for Change team grows fresh nutritious food on unused land with the help of volunteers, rescues food via various food rescue programs and donates support meals to food relief organisations around the country who are feeding Australians in need.

Our team helped Food For Change with building and preparing vegetable beds and planting seeds, including cauliflower, broccoli and Asian greens.

Once harvested, these vegetables will go into creating meals to provide food relief for Australians in need.

Our Food for Change volunteering was one of several community initiatives we held throughout the year. Our team also volunteered at Food Bank, held events for Jeans for Genes Day and RUOK Day and joined in the SunRice Group-wide initiative, Steptember. It's all part of our focus on how we can make a difference in our communities, in line with our corporate values.

Riviana team members supported a variety of causes throughout FY24.

CopRice

Nutrition that stacks up

Pryde's EasiFeed sponsored rider ***Will Enzinger****.*

Our Brands & Products

Companion animal food
Equine feed
Stockfeed
Rice by product transformation

For almost 50 years CopRice – our animal nutrition business – has been crafting quality feeds that are wholesome, nutritionally on-point and offer value for money.

As well as love and good management, we know that great nutrition underpins the kind of vitality that pet owners and farmers want for their animals. With a manufacturing footprint spanning Australia and New Zealand, our focus is on providing "nutrition that stacks up".

Under our portfolio of branded products, we make complete and balanced pet foods for dogs (both working dogs and pets alike), and cats, plus an all-natural cat litter based on upcycled rice husks. For the equine sector, we offer nutritional peace-of-mind with our Pryde's EasiFeed range, to help nourish horses at every age and stage. And in the livestock sector, we're renowned for our nutritionally balanced, commercially-focused rations, scientifically formulated to work with our farmers' goals and feeding systems.

Our FY24 Performance

The ongoing execution of turnaround activities across the business supported a significant uplift in our FY24 performance.

Driving performance

- Volume growth in companion animal
- Sales pricing strategies to help absorb inflationary pressures and commodity cost movements
- Cost optimisation and operational improvements

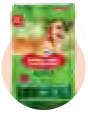
Impacting performance

- Raw material supply issues impacting input costs and equine demand
- Stockfeed market contraction in New Zealand
- Unfavourable climatic conditions impacting stockfeed demand in Australia

Revenue

FY22 $161.1m
FY23 $236.1m
FY24 **$252.7m**
^7%

How FY24 revenue was generated


44% Companion Animal


42% Stockfeed


14% Equine

Where FY24 was generated

AUSTRALIA & NEW ZEALAND	95%
ASIA	5%

EBITDA

FY22 -$0.5m
FY23 $12.4m
FY24 **$17.2m**
^39%

The performance of our CopRice business in FY24 capitalised on several turnaround actions commenced in previous years. These actions combined to deliver:

- **Volume growth:** In companion animal food in Australia and New Zealand through increased market share in CopRice branded dog food within the agricultural retail and contract-manufactured dog food in the specialty pet retail channels; and
- **Margin improvement:** In both companion animal food and ruminant stockfeed underpinned by plant efficiencies, improved freight cost recoveries and sales pricing strategies to help absorb inflationary impacts and commodity cost movements.

NBPT

FY22 -$5.5m
FY23 $5.5m
FY24 **$11.0m**
^98%

CopRice's overall recovery was achieved despite a number of challenges faced by the business during FY24. These included:

- **Inflation:** Cost pressures on consumers impacted both equine and pet food buying decisions across the year;
- **Supply issues:** Wheat quality issues early in FY24 driven by a wet harvest had a detrimental impact on the segment's equine feed volumes. Alternative higher priced sourcing options for both wheat and barley were put in place allowing the business to recover in this category as the year progressed;
- **Market contraction:** Contraction in the New Zealand dairy stockfeed market driven by subdued milk prices and increased farm operating costs, as well as access to plentiful pasture impacted volume and profitability at our Hamilton Mill. CopRice has been working on mitigating actions, including a focus on increasing its customer numbers in proximity of our mill where we are freight advantaged; and
- **Climate:** The dry El Nino conditions expected did not eventuate, with continued availability of pasture tempering demand for ruminant stockfeed in Australia. This had flow-on efficiency impacts at CopRice's mills in the Riverina and in Northern Victorian regions.

Supporting Australia's working dogs

The success of our Working Dog category is underpinned by its nutritional integrity. It's been specially developed for hard working dogs in need of diets high in protein and fat to deliver sustained energy for whole body stamina, carbohydrates in the form of Australian-grown rice, plus antioxidant nutrients, such as Vitamins E and C, Zinc and Selenium, to help support a healthy immune system. These three ingredients also combine to assist with mental stamina, which is one of the reasons we think Working Dog is loved by the trialling dog community in Australia and New Zealand.

Our CopRice dog trial ambassador Lee Jamieson has been training sheepdogs for more than 30 years and is past president and organiser of the Supreme Australian Sheepdog Championships. As Lee says, working dogs are elite endurance athletes, high performance labourers (and often their owners' best mates!), which is why he chooses Working Dog for his dogs. CopRice has sponsored sheepdog trials for more than 10 years.

Lee Jamieson
CopRice Working Dog Ambassador.

For more advice on what it takes to be successful on the trial field, listen to Lee here.

CopRice Mill at Tongala, Victoria.

Investing in our regions

CopRice experienced expanded demand for premium pet food through COVID-19, as more consumers invested in meeting the needs of their animals. To meet this demand, we grew our capability and future-readiness through investment in Petfood manufacturing in Leeton and Wangaratta, also contributing to local employment in our regions.

At our Wangaratta site, expanding production has seen the introduction of a third shift, which allows the plant to now employ 20 people. Increasing production of high-volume and high-value dog food products, including in our popular Working Dog and Drover Dog products, has led to an output of more than 18,000 tonnes of product a year on site.

Along with the flow-on economic impact in the region, this move has freed up capacity in CopRice's Leeton plant to focus on more complex premium nutrition for pets. CopRice's uplift in investment in both the Leeton and Wangaratta regions will help ensure capability continues to develop to match our consumers' preferences for both their family pets and working dogs alike.

Supporting off the track race horses

Pryde's EasiFeed, which was acquired by the SunRice Group in FY22, lives and breathes horses and is dedicated to making a positive impact in the equine sector. With manufacturing facilities in Gunnedah, Pryde's produces quality extruded horse feed, including a special formulation Easi Off-The-Track designed for racehorse rehabilitation.

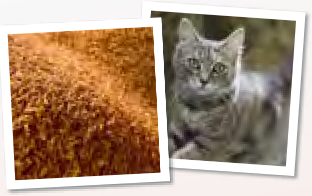
Pryde's has been a long-time supporter of Off-The-Track programs in Victoria and NSW, which support and promote retired thoroughbreds and standardbreds in their second careers as companion, pleasure or performance horses. In FY24, we commenced support for Racing Queensland's Off-The-Track (QOTT) program.

Pryde's donates $100 in feed for each retired horse registered to the QOTT program and makes an equine nutritionist available for one-on-one support for each horse's nutrition once they're rehomed. In the last year, more than 600 horses have been registered to the program, providing Pryde's with the opportunity to support them in their careers and life after racing. This is a sector that we look forward to continuing to support in the year ahead.

*Pryde's EasiFeed Sponsored. Rider **Murray Lampard**.*

Creating value with co-products

As is so often the case, to create a finished food product (e.g. polished white rice) there are by-products produced along the way. At CopRice, we prefer to call them co-products (the hint is in our name) and for us the most notable, useful co-products are rice husks (or hulls) and rice bran.



Cat litter

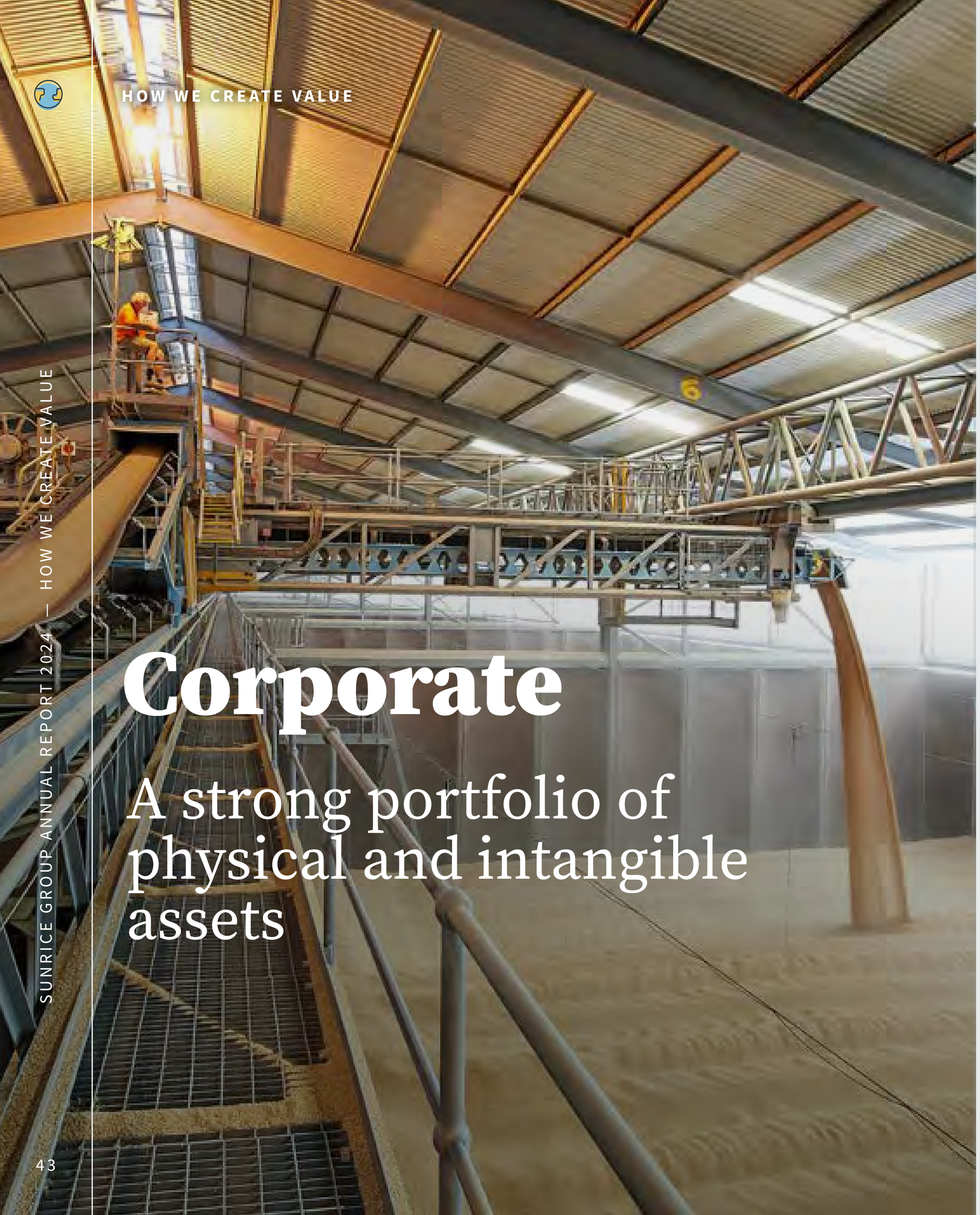
Rice husks – which are removed from the outer part of the grain during processing – are super absorbent once they're ground up, which makes them ideal for use in products such as cat litter, where the main purpose is to absorb liquid. Fortunately for CopRice, one third of Australian households own at least one cat – which is an estimated 5.3 million pet cats.

Rice husks are the key ingredient in CopRice's Max's Cat Litter. Made from 100% natural ingredients, our cat litter is also biodegradable, making it a sustainable choice for consumers too.

Horse food

Another co-product we use at CopRice is rice bran. This is the outer layer which is removed when brown rice is polished to become white rice. The bran layer is highly nutritious and it contains useful levels of oil and protein, which makes it a key ingredient in CopRice's horse feeds. In fact, our CopRice R product is made from 100% stabilised rice bran, and this feed is widely used by horse owners to assist with weight gain and improve topline muscle performance.

*CopRice Equine NZ ambassadors, **Courtney** and **Sophie Townsend**.*



Corporate

A strong portfolio of physical and intangible assets

Our Corporate segment captures the cost of holding and financing assets that are utilised by both our Australian Rice Pool Business and our Profit Businesses. It also includes cross segment charges for the use of SunRice brands, and access to our milling and storage assets.

The ongoing abundance of Riverina Rice and its impact on the net working capital position of the Rice Pool business throughout FY24, together with higher branded sales levels of Riverina rice in the period, drove an increase in the brand and asset financing charges that were received as income by the Corporate segment from the Rice Pool Business ($32.2 million combined in FY24 compared with $29.4 million in FY23).

This increase was, however, more than offset by increased financing costs driven by the high interest rate environment, non-recurring costs associated with the work undertaken to refresh the Group's Growth Strategy and other costs associated with the increased risk of doing business in some markets.

In addition, the Corporate segment's Net Profit Before Tax includes the impact of the Group's ongoing strategic review of its non-core assets, including the sale of a number of properties ($12.2 million in FY24 compared with $3.3 million in FY23) and impairment of a number of non-strategic and/or under-utilised assets across the Group ($10.0 million in FY24 compared with $5.2 million in FY23).

Our FY24 Performance

EBITDA

FY22 $26.4m
FY23 $47.3m
FY24 **$48.9m** ^3%

NPBT

FY22 $12.6m
FY23 $22.7m
FY24 **$16.3m** v 28%

Brand & asset finance charges

FY22 $18.6m
FY23 $29.4m
FY24 **$32.2m** ^10%

Property sales income

FY22 n/a
FY23 $3.3m
FY24 **$12.2m**

Our Outlook

Following a strong year of growth in FY24, the SunRice Group will seek to repeat the exceptional performance at both the top and bottom line in FY25.

Against this backdrop, we are managing significant headwinds including a softening in sales prices, increasing competition from lower price offerings, unfavourable foreign exchange on imports and dynamics such as cost pressures in global non-medium grain rice supply, energy and labour.

We will continue to focus on branded product sales. However, implementing effective pricing strategies and competing with lower price offerings across our business portfolio in FY25 will be challenging, particularly in markets where consumers are facing increasing cost of living pressures, impacting discretionary spending, driving more trading down to lower priced products.

We will also remain focused on implementing our sustainability strategy, driving cost and procurement savings, as well as other operational and manufacturing improvement initiatives across the Group in FY25.

Paddy price and crop outlook

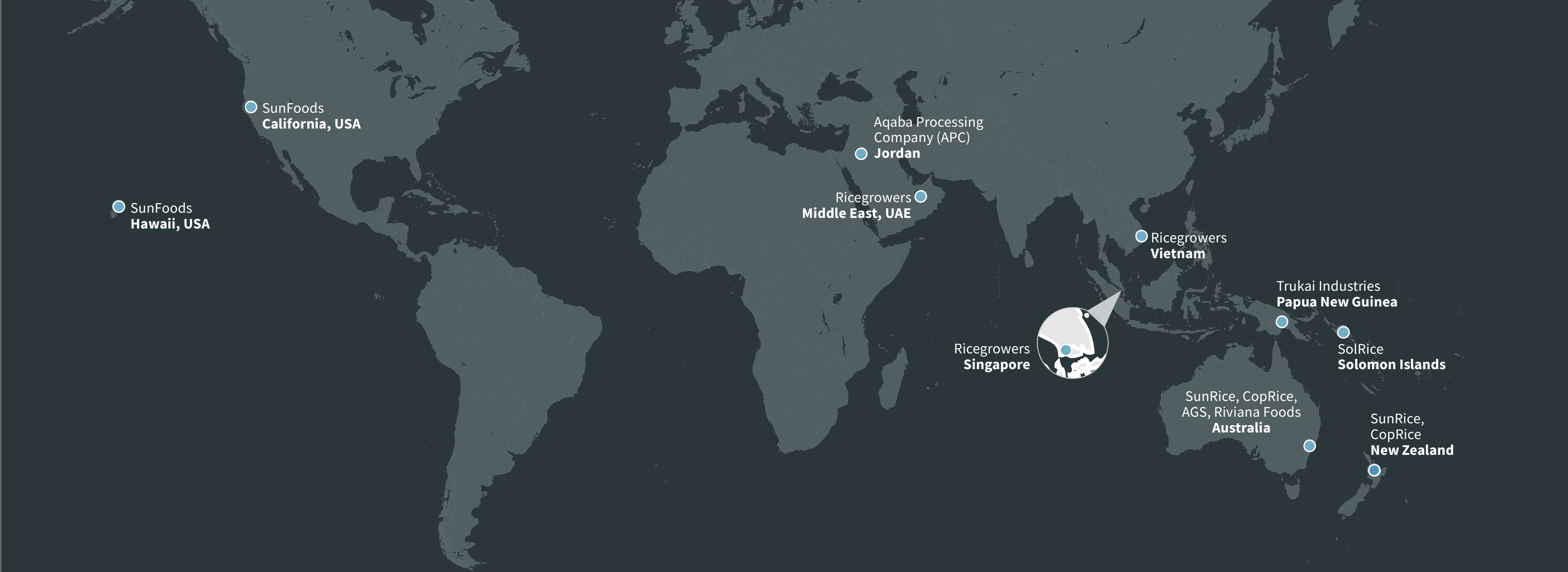
The 2024 (CY24) Riverina harvest was another large crop at approximately 618,000 paddy tonnes. A number of factors continue to weigh on anticipated returns, including increased rice supply from Northern Hemisphere markets returning from drought conditions, the disruption to the global shipping industry (particularly in the Red Sea), and the prevalence of lower quality scores from the CY24 crop to date. As a result, the CY24 paddy price range remains unchanged at $370 to $430 per tonne for medium grain.

With successively large crops in CY23 and CY24, we have full carryover levels and, based on current water availability, expect a further substantial crop in CY25.

Planning a bold future

As we enter FY25, the work being undertaken on our Growth Strategy refresh and the insights provided as part of our double materiality review and stakeholder engagement project give us pause to consider a bold future ahead.

We continue to exercise discipline in our capital management to allow us to utilise our strong balance sheet to seize further opportunities to consolidate our market leading positions, pursue further innovation and diversify our earnings.



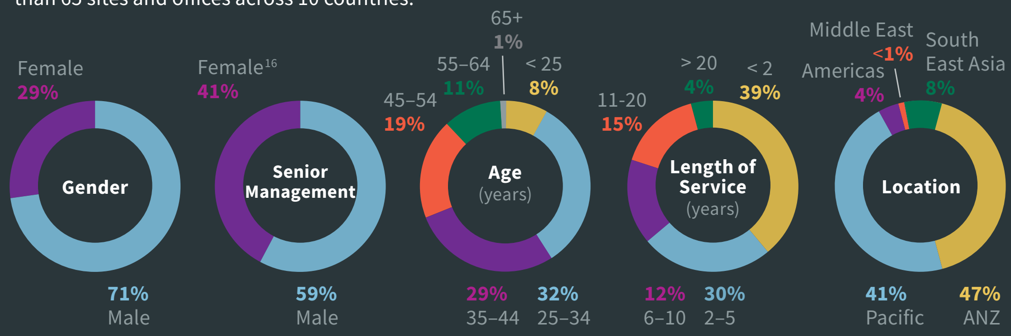
Our Operations

While developing our portfolio of brands and products for consumers and customers, our teams have been equally focused on progressing our priorities for sustainability, quality and safety across our global operations.

Our global workforce

In FY24, our global workforce spanned more than 65 sites and offices across 10 countries.

Figure 2 – Our global employee base as at 30 April 2024



16. Senior Management includes Senior Executives and their direct and indirect reports, who have responsibility for the creation and implementation of long-term strategy, autonomy to operate and/or leadership responsibilities.

***Michael Baker**, Supply Chain Manager and **Regan Crockett**, Packing Operator.*

***Mary Coelli**, Rice Cake Operator.*

Protecting our people

We value the health, safety and wellbeing of our people, our contractors and the communities and environments in which we operate. Throughout FY24 our key focus areas included:

- Transitioning to leading health and safety metrics to support a positive safety culture and strong safety performance within our organisation with safety leadership activities, compliance activities and safety training being key metrics;
- A refreshed Global Health, Wellbeing, Safety and Environment (HWSE) strategy to further support proactive approaches in the areas of critical risk management, psychosocial risk reduction, early intervention programs for injured workers and improving operational learning, both before an event happens as well as after an incident occurs; and
- Improving our enabling infrastructure by simplifying our Health, Work, Safety and Environment Management System and updating our operational tools to support increased accessibility and improved user-friendly interfaces for our workers and contractors.

	FY24	Change ON FY23
Recordable injuries	33	⌄37% ON FY23
Total Recordable Injury Frequency Rate (TRIFR)	6.87	⌄1% ON FY23
Lost Time Injury Frequency Rate	3.01	^20% ON FY23
Safety Leadership Activities	100%	No change ON FY23
Action Closure Rate	97%	^1% ON FY23
Hazard Closure Rate	96%	⌄2% ON FY23

***Courtney Stanley**, Group Corporate Communications Manager and **Lauren Young**, Product Development Manager.*

Respectful Workplace Behaviours

We have an unwavering commitment to promoting safe, inclusive and respectful workplaces, where our people are valued and treated fairly. What that means is:

- **Individuals:** Our workplace feels like a secure place, and team members are engaged in our value adding activities;
- **Teams:** Positive working relationships and teamwork are fostered, and improved outcomes delivered; and
- **SunRice Group:** Promotes great organisational culture and engagement and drives greater organisational outcomes and results.

81 Face-to-face Respectful Workplace Behaviours training sessions in FY24

738 Leaders and team members trained in Respectful Workplace Behaviours

Our focus on quality in FY24 has led to a

⌄22% reduction in Global Rice consumer complaints year-on-year.

Ensuring quality from paddy to plate

The integrity and quality of our products is supported by robust processes and systems across the Group. In FY24:

- 100% of Group contract manufacturing suppliers had recognised CODEX Based HACCP certifications;
- 100% of our white rice provided to PNG and Solomon Islands was vitamin enriched;
- All SunRice Group manufacturing sites held food safety and quality certification to the CODEX HACCP International Food Standard; and
- Additional quality and related certifications were achieved at sites according to the needs of the business and our customers' requirements. For example, GSFI, non-GMO, Halal, Kosher, FeedSafe and Organic certifications.

Progress on our Modern Slavery commitments

Our FY23 Modern Slavery Statement outlined our approach to improve management of human rights related risks, particularly regarding modern slavery in our operations and supply chain. A summary of our progress is provided on the right.

Key highlights include:

- Integrating human rights considerations into our new Group Procurement Policy;
- A revised social and ethical audit plan using Sedex Members Ethical Trade Audits (SMETA) for the Group's operations and undertaking SMETA audits of our Solomon Islands, Leeton Mill, Leeton Specialty Rice Food Group (SRFG) and Vietnam Mill sites; and
- A new Self-Assessment Questionnaire (SAQ) to assess suppliers.

Progress and future actions

Governance

Embed robust governance systems for the SunRice Group's operations on human rights including modern slavery.

Progress in FY24

- New "Forced Labour" e-learning module selected and will be implemented in FY25;
- Conducted a benchmarking exercise to evaluate our Supplier Sustainability Code against peers and customers, and to lay the foundation for a refresh of our Code in FY25;
- Committed to update our Labour Hire Guidelines in FY25 to reflect the Group's decision to no longer provide accommodation for labour hire employees; commenced the development of a Global Accommodation Policy to outline our approach to providing accommodation for SunRice Group employees and their families; and started developing guidelines specific to our "Old Coree" (RRAPL) facility in Australia;
- Updated the Group Procurement Policy to integrate human rights considerations, including modern slavery; and
- Engaged Monash University to undertake a benchmarking review of the Group's FY23 Modern Slavery Statement against the ASX100 and ASX300.

Risk identification, assessment and management

Develop and implement a plan for conducting social and ethical audits at SunRice Group sites that prioritises sites based on human rights-related risks associated with our operations.

Minimise the risk of labour rights abuses in our operations and supply chain.

Build internal capability to identify and remediate issues as they arise.

Foster open and trusted supplier relationships to identify and remediate labour rights issues across our supply chain.

Progress in FY24

Our Operations

- Undertook social and ethical audits (using SMETA) of our Vietnam Mill, Solomons Island site, Leeton Mill and SRFG facility; and
- Established an internal working group to examine the challenges associated with extensive working hours and seasonal work.

Our Suppliers

- Developed a new Supplier Assessment Questionnaire (SAQ) to enhance supplier screening and due diligence;
- Following a risk assessment process, engaged with a selection of priority suppliers on their approach to managing human rights related risks;
- Commenced a review of our Supplier Sustainability Code;
- Commenced a review of our supplier segmentation process; and
- Developed a new internal process to assess entering new countries and markets for the sourcing of commodities to enable the Group to effectively identify and understand human rights-related risks.

Remedy and grievance

Build internal capability to identify and remediate issues as they arise.

Foster open and trusted supplier relationships to identify and remediate labour rights issues across our supply chain.

Progress in FY24

- Continued remediation of identified areas for improvement uncovered through our operational social and ethical audits conducted in FY23 and FY24; and
- Developed training on the ETI Base Code for our operational teams, including conducting the training face-to-face across some of our sites. The training encourages our employees to use our Speak Up! hotline if they observe, or experience, practices that are counter to the Code.

Auditing our operations

Aligned to our commitment of respecting human rights, we completed social and ethical audits of four of our operational sites in FY24. The four sites were our mills in Vietnam and Leeton, our operations in Solomon Islands and our SRFG facility in Leeton.

SMETA is the audit protocol SunRice uses to verify standards of labour, health and safety, environmental performance, and ethics across our Group. SMETA audits are designed to help protect workers from unsafe conditions, overwork, discrimination, low pay and forced labour.

During FY24, we also developed a calendar for operational audits guided by the risk profile of our sites and customer requirements. This risk profile considers several indicators, including the site's location, workforce composition, activities carried out on site and operational peaks and troughs throughout the year.

In FY25 we plan to audit our Leeton CopRice Mill, Deniliquin Mill, and our SunFoods sites in California and Hawaii.

Progress towards our APCO commitments

APCO Targets

100%
reusable, recyclable or compostable

50%
average recycled content

0%
problematic and unnecessary single-use plastic packaging

These targets apply to all packaging that is made, used and sold in Australia.

Our APCO progress

We've continued to make good progress on meeting our targets, and a significant amount of preparation and planning was undertaken across calendar year 2023 in order to help us improve these target numbers in the year ahead.

Target 1

100% applicable products with Australasian Recycling Label (ARL)[17]

SunRice Group results[18]

2022 50% **2023** 58%

Update

We made improvements in Riviana's labelling during the reporting period, while we also worked as a Group towards the removal of the REDcycle label following the program's collapse in December 2022.

Target 2

100% reusable, recyclable or compostable (by weight)

SunRice Group results[18]

2022 99% **2023** 91%

Update

Glass and wood-based packaging (pallets and cardboard) are very heavy, resulting in high recycle rates for our packaging.

Due to the collapse of REDcycle, soft plastic packaging was not considered recyclable for the purposes of this APCO report.

We continued supporting the National Plastics Recycling Scheme (NPRS), which was established to enable the kerbside collection and processing of post-consumer soft plastics into food-grade recycled material in Australia. However, in calendar year 2023, the scheme undertook trials in six Councils, and therefore not enough households had access to recycling services for soft plastic to be considered "recyclable".

We're also investing in increasing the recyclability of soft plastic by transitioning applicable packaging to CEFLEX-compliant monoplastic (one type of plastic instead of different layers) to ensure that our products are "kerbside recycle ready". Trials have been undertaken at our major packing sites to ensure that we're ready for this transition.

Target 3

50% average recycled content (by weight)

SunRice Group results[18]

2022 15% **2023** 16%

Update

The majority of our recycled content by weight is from cardboard and glass. However, our businesses, such as Riviana, are actively engaging with their suppliers to increase recycled content in their packaging.

We look forward to understanding the content of the new Australian Government plastics recycling legislation and the supporting roadmap, and continuing our support of the NPRS to enable the development of advanced manufacturing facilities to recycle plastic into food and medical grade recycled packaging that is appropriately priced and available.

Target 4

Phase out of problematic and unnecessary single use plastic (by product) (0% single use plastic packaging)

SunRice Group results[18]

2022 97% **2023** 94%

Update

Our decline in this metric is due to the use of "carbon black" and "bread tag" packaging in some of our Riviana and rice-based products. Projects are underway to remove these components and other "problematic" packaging, including removing bread tags from SunRice Rice Cakes.

17. The Australasian Recycling Label (ARL) is an on-pack label that informs consumers how to dispose of packaging (excluding soft plastics due to the collapse of soft-plastics recycler REDcycle).
18. Calendar years.

Our Approach to Risk

The SunRice Group has an ambitious growth agenda focused on improving return and value creation for our shareholders and broader groups of stakeholders. Achieving our strategic objectives involves a proactive management of existing and emerging strategic and operational risks to mitigate their negative impact and identify new growth opportunities.

1. Risk management oversight

SunRice's Board, supported in its oversight by the Finance, Risk and Audit Committee and the Safety, Health and Sustainability Committee, has overall responsibility for ensuring the Group's Risk Management Framework remains robust, relevant and is adhered to by our management team.

Our CEO and Corporate Management Team have Board delegated responsibility for designing and implementing the internal control environment, systems and processes necessary to identify and manage risks, and maintain a strong culture of risk management throughout the Group.

On a quarterly basis, material risks are presented by the Group Risk function to both the Finance Risk and Audit Committee and the Board. The Board also receives regular updates from each of our business units regarding performance, progress against strategy, key risks and proposed mitigation. Central functions such as Legal, and People and Culture, also provide regular Board reporting on health and safety and compliance related risks.

The Internal Audit function provides a further line of accountability, bringing independent and objective assurance on the Group's control environment, including our risk management culture and recommendations for continuous improvement.

For further detail refer to SunRice's Corporate Governance Statement www.sunrice.com.au/corporate-governance.

2. Risk appetite

The Group's Risk Appetite Statement sets out our pre-approved levels of risk tolerance from the SunRice Board allowing management to effectively make decisions with due consideration for the implied or potential negative consequences. Risk appetite is defined and reaffirmed periodically by the Board to remain current and aligned with the Group's progression towards our strategic ambitions.

Aligned with the Group's values, we seek to minimise our exposure to risks affecting employee, community and consumer safety, and any initiative that would significantly affect our reputation, our licence to operate and our brand equity.

Conversely, SunRice may consider an increased degree of calculated risk (financial and commercial) where we deliver long-term value to current and future A and B Class Shareholders.

The Group Risk function monitors compliance with the Risk Appetite and provides a quarterly risk report to the Finance, Risk and Audit Committee containing 16 risk metrics covering strategic, global, reputational, financial, operational and compliance risks.

3. Our approach to identifying risks

The SunRice Group has an established framework to enable the identification and assessment of risks across the organisation. Each business unit and central function is responsible for identifying, managing and reporting risks. They are supported by the Group Risk function, with responsibility for establishing our broader risk management framework, processes, templates, and developing the necessary tools to assess, monitor and report risks in a consistent manner under the categories outlined in Figure 3. The Group Risk function also partners with leaders and teams across our business to challenge or provide guidance on the risk assessment pertaining to particular business decisions.

Processes to identify and quantify risks also include simulations and scenario planning to understand the impact of extreme situations on risk tolerance and financial covenants. We have defined the following time horizon for the expected occurrence of risks and opportunities: short-term < 3 years, medium-term 3 to 10 years and long-term > 10 years.

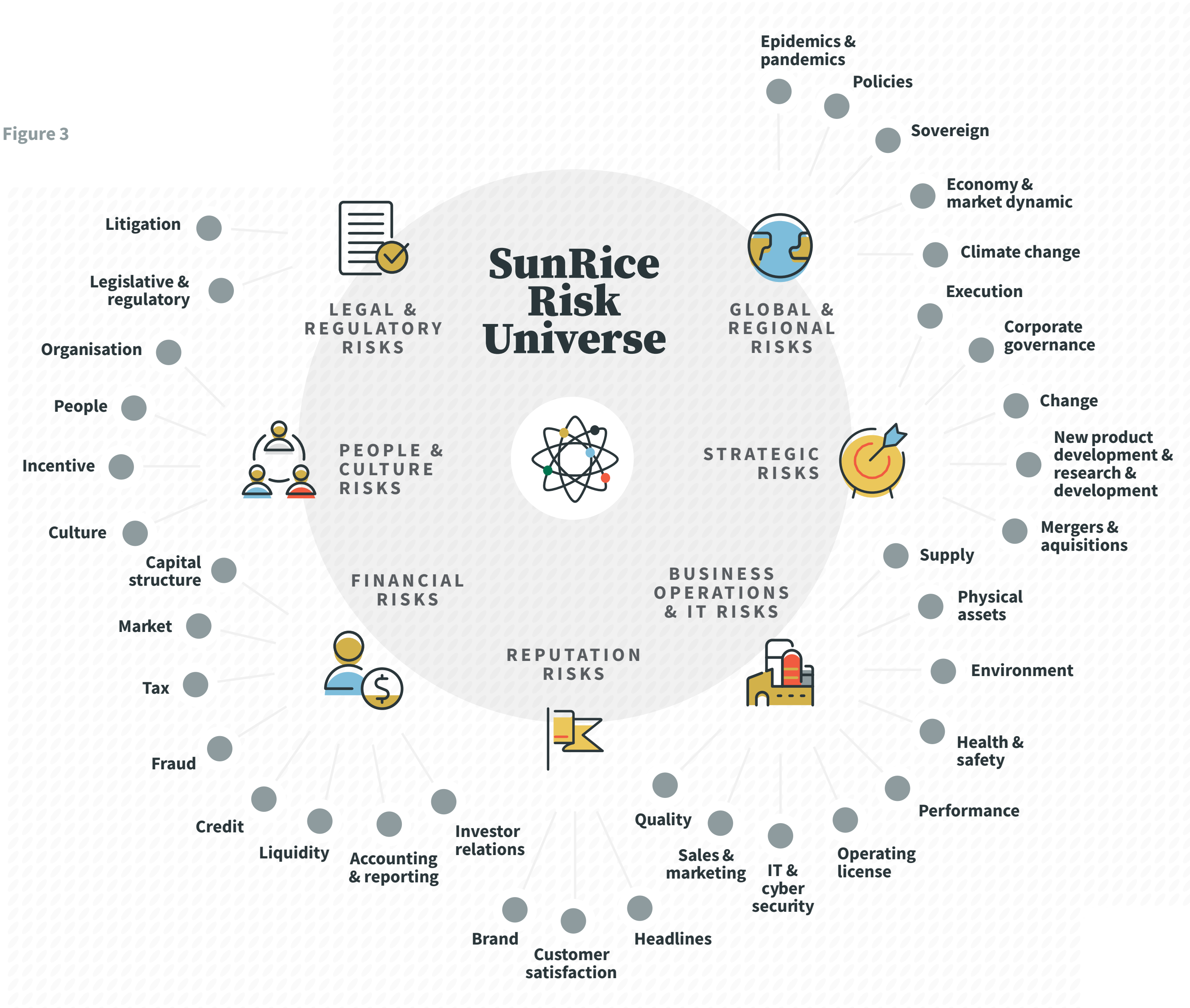
On an annual basis, and prior to the budget being approved by the Board, a detailed review of our risk landscape identifies present and emerging risks most likely to shape the immediate and longer-term environment of the Group.

Being a multinational Group, the geopolitical context and its consequences on our ability to source, transport and reach consumers with products meeting their preferences and expectations from the SunRice brands remains a key consideration for our Board and Corporate Management Team.

Equally, the impact of climate change on our operations and strategic development continues to be a focus of the Group with a view to mitigate climate-related risks and capitalise on opportunities.

In assessing our risk landscape, the Group acknowledges that while individual risks may have different time horizons, they are also interconnected such that the occurrence of one particular risk could trigger several others, amplifying the impact of occurrence of a single and isolated risk. In this context, our diversified global supply chain, revenue sources that are decoupled from agricultural cycles, and onshoring initiatives, built over several years through the ongoing execution of the Group's strategy, present both protection and opportunities for the Group.

Figure 3



OUR APPROACH TO RISK

Risks are, by definition, fluid and dynamic and may eventuate differently than expected. For this reason, the list of key risks outlined below is not exhaustive. Some risks are specific to SunRice while others are of a more general nature, also affecting peers and other industries.

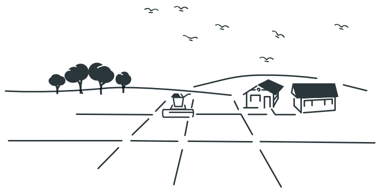
KEY RISKS

Climate change

Being a food company, SunRice is highly dependent on nature and the preservation of ecosystems to source quality products.

The threats posed by acute and chronic changes in climate could significantly affect SunRice's operations through:

- Physical impact of rising temperature on people, crop yield and production assets, severe weather events affecting operations and supply chains and reduction in water availability;
- Transition risks as a result of regulatory actions introducing water and emission restrictions, carbon tax and/or tariff mechanisms;
- Biodiversity loss, reduction of arable lands, and outbreak of plant diseases; and
- A shift in stakeholders' expectations on the carbon footprint associated with food products and on SunRice's role and success in managing climate change.



MITIGATING ACTIONS AND OPPORTUNITIES

The broad nature of this risk is primarily addressed through:

- Geographical diversification of supply sources backed by multi-year investment to build:
  - An experienced trading arm to identify and globally source rice meeting SunRice's quality expectations from multiple origins and supply markets; and
  - Understanding consumer preferences in each market supporting the development of brand tiering strategies and substitution of rice variety/origin.
- Undertaking of climate scenarios to better understand our risks and opportunities, reinforcing our resilience and supporting the achievement of our strategy;
- Incorporating climatic considerations into material investment decisions (sourcing strategies, large capital investment, acquisitions, innovation and product development);
- Investment in research and development and partnerships to breed varieties resilient to climate change and improving yield/water efficiency for some of our key markets;
- Progress towards our commitment to reduce greenhouse gas emissions, meet the APCO targets for sustainable packaging and reduce our operational waste;
- Establishing the Group's emissions baseline year of CY22/FY23 for the purposes of setting emissions reduction targets, including a scope 3 FLAG target;[19] and submitted these targets to the SBTi for validation. A draft Net Zero Roadmap, aligned to the Group's emissions reduction targets, has been developed and will be made public in FY25;
- Oversight from the Safety, Health and Sustainability Committee, Disclosure Committee and Board on all public statements and commitments in relation to our climate ambitions and performance; and
- Continuing adoption of global frameworks and standards (in particular the sustainability standards issued by the International Sustainability Standards Board (ISSB)) to better inform stakeholders of SunRice's risks and opportunities. To that effect a gap analysis was undertaken by Management in FY24 to ensure full compliance with our reporting obligations when applicable.

19. Forest, Land and Agriculture (FLAG) designates the SBTi Forest, Land and Agriculture project, sectors, methodologies and targets. See: https://sciencebasedtargets.org/sectors/forest-land-and-agriculture

KEY RISKS

Supply levels of rice from the Riverina, water availability, water affordability and competing crops

The quantum of Riverina grown rice in any given year influences the level of utilisation and efficiency of our production assets.

A single year of small Riverina crop may result in a loss-making position for the Australian Rice Pool Business resulting from under-absorption of costs. Multiple consecutive years of small Riverina crops may also include the recognition of material non-recurring charges, such as restructuring and asset impairments, affecting the Group's business model and strategy.

Equally, multiple successive years of abundant rice in the system may lead to carrying volume exceeding demand and diluting the Paddy Price paid to growers.

Such fluctuations in supply could be the result of:

- Water availability and affordability, which are both a function of:
  - Erratic weather patterns reducing natural availability in dams and the irrigation network; and
  - Water policies and their application.
- Competition from alternative crops influencing the best use of water allocation to farmers;
- Population of growers in the Riverina; and
- A phytosanitary situation.

MITIGATING ACTIONS AND OPPORTUNITIES

This risk is managed through various streams of work including:

- Our commitment to support the rice industry in the Riverina by continuously providing our growers with attractive naturally determined prices for rice against other summer crops;
- In years where water availability is particularly limited, offering fixed price contracts commensurate with the price of water, to ensure our operating footprint remains utilised;
- Carryover stock management to maintain our workforce and manufacturing footprint in their optimum utilisation configuration;
- Engagement with state and federal government authorities to improve general security water allocation for agricultural purpose in the Riverina and contribute to building a level of self-sufficiency for rice in Australia;
- Investment in research and development to breed varieties offering improved water efficiency and yield translating into farmgate profitability for growers; and
- Pure seed program in place to maintain the genetic integrity of our grain and protect the Riverina rice industry from plant diseases.

Geopolitical instability, trade policies, and other global shocks

The SunRice Group operates globally, sourcing and selling food products in various foreign jurisdictions. As a result, SunRice is exposed to macro-economic and geopolitical dynamics that can directly or indirectly affect global markets and our ability to service customers. This may result in an increased cost of doing business, restrictions in sourcing or transporting goods, and loss of opportunities impacting growth.

Without being an exhaustive list, those global shocks could manifest into:

- Increased commodity, input and supply chain costs;
- Foreign exchange fluctuations;
- Shortages in the labour market;
- Change in global stockpiles of rice; and
- Introduction of tariffs, export bans and other trade barriers.

The Group is continuously managing this risk to preserve margins and deliver on our Growth Strategy through:

- The holding of safety stocks to withstand short term disruptions;
- Execution of our procurement strategy to secure volumes of rice matching demand;
- Geographical diversification of our supply portfolio to pivot sourcing as and when required;
- Rigorous tendering process for ocean and road freight with a dual intent of optimising logistics cost and resiliency to unforeseen events;
- Currency hedging strategies where available to reduce impact of volatility;
- Monitoring of geopolitical developments;
- Onshoring and nearshoring strategies to reduce our exposure to global shocks; and
- A capital management framework to manage balance sheet strength and liquidity headroom.

KEY RISKS

MITIGATING ACTIONS AND OPPORTUNITIES

Competitive intensity and deterioration of general economic conditions in key markets

Benefiting from strong brands and multi-year presence in a number of markets and product categories, SunRice is exposed to the loss of market share or margin as a result of competitive intensity.

Recent years of high inflationary environments, with high interest rates and soft growth, notably increase the propensity for consumers to trade down to more affordable product options.

The Group is managing this risk in a multitude of ways through:

- Investment in quality and product innovation;
- Investment to maintain and grow brand equity to differentiate our products from competition;
- Development of brand tiering offerings to meet customer demand and affordability;
- An operational excellence mindset associated with our strategic procurement function to take cost out of the business;
- Monitoring of market conditions, competitor activity, key drivers and continuous intelligence gathering to allow the SunRice Group to take positions in market at the best possible outcome; and
- Investment in Intellectual Property, Brands and Trademark defence and protection.

Ability to deliver on strategic objectives without undue delays

The SunRice Group has been on a growth trajectory over recent years and remains ambitious for the future.

The success of SunRice in achieving its strategic objectives is, however, predicated on:

- Identifying organic and inorganic vectors of growth, which involves anticipating and positioning our commercial strategy towards consumer trends which have long-term profitable prospects.
- Our ability to execute and, if necessary, pivot our strategy in light of new developments and learnings. In particular, this includes the ability to deliver on our sustainability commitments and adapt to the challenges associated with climate change.

The Group monitors and reports on its progress against strategy to the Board on a regular basis. In addition, this risk is mitigated via:

- Internally cascading the SunRice Group Growth Strategy, with each business unit establishing plans and mobilising resources to deliver on our strategic objectives;
- Establishment of steering committees to oversee performance and provide guidance on execution in relation to specific projects;
- A corporate development team dedicated to identifying potential targets and manage the acquisition and integration process along with the divestment of non-core assets;
- Ongoing investment in business intelligence and market insights to validate and adjust strategic orientations, including major trends and consumer preferences to inform new product developments;
- Investment in consumer insights;
- Use of consultants to support SunRice;
- Development of a draft Net Zero Roadmap aligned to the Group's emissions reduction targets; and
- Employee incentive schemes incorporating value creation and strategic growth targets.

KEY RISKS

Strategic partnerships and reliance on key suppliers and customers

The ability to engage in durable and strategic relationships with key suppliers and distributors is essential to effectively manage our financial performance and market share in key markets.

Strengthening our approach to supplier due diligence has provided us with a better understanding of our supply chain and the human rights related risks, including modern slavery.

The main risks associated with key partnerships include:

- Loss of a key partner, especially when SunRice doesn't have access to Australian rice and is required to compete with other players internationally to secure high-quality rice; and
- Identification of unethical business practices in our supply chain.

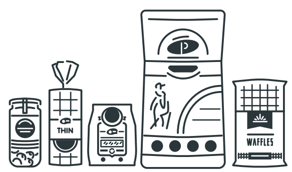
MITIGATING ACTIONS AND OPPORTUNITIES

This risk is mitigated by constant interactions with our key suppliers and customers and more specifically through:

- SunRice's supplier relationship management process;
- Ongoing review of service level agreements and other contractual obligations;
- When relevant, establishing long-term contracts and strong partnering relationships to deliver mutual benefits;
- Identification of alternative suppliers/customers to diversify concentration risks;
- Supplier risk assessments and due diligences when required to mitigate risks of continuity of supply, protection of intellectual property, human rights and unethical business practices.
- Our multi-origin sourcing strategy; and
- Enhancing our supplier engagement processes to monitor the adoption of human rights and environmental practices, including labour practices.

Quality and food safety

An inherent risk of manufacturing or supplying products of inferior quality that may result in causing harm to consumers and reputational damage to SunRice brands.



The integrity and quality of our products is supported by robust processes and systems including:

- Food safety and quality management systems based on risk assessments, including monitoring, testing and inspections at each key stage of manufacture in line with our food defence protocol;
- External certifications based on HACCP Principles;
- Food Safety and Quality assessment of our suppliers;
- Contract management and supplier management processes to maintain product within contractual specifications;
- Business continuity plans periodically reviewed and tested in the event of any product withdrawal or recall;
- Management and monitoring of customer and consumer feedback and complaints;
- In-house technical capabilities in chemical, physical and microbiological analysis in addition to an established network of accredited specialist laboratories; and
- Strategic relationships with a range of third-party inspection and testing providers regionally and globally.

KEY RISKS

Workplace Health and Safety

Ensuring the health, safety and wellbeing of our employees and contractors remains a priority for SunRice, whether our workers are engaging in operational, transport or office activities.

SunRice's standards in safety are guided by our values.

MITIGATING ACTIONS AND OPPORTUNITIES

SunRice manages health and safety risks through a number of key actions and programs, including:

- Our safety management framework of policies and procedures to identify and address safety risks, including lead and lag indicators to measure performance;
- Undertaking continuous Health, Safety and Wellbeing hazards assessments;
- An established framework for incident reporting and implementation of corrective actions following rigorous investigation;
- Capital expenditure approval committee for safety investment;
- Use of external consultants to support Management on safety related matters or framework implementation;
- Provision of Due Diligence training to Directors and Company officers;
- Our wellbeing program to support the physical and mental health of employees; and
- Incentive remuneration schemes include safety performance at multiple levels of the organisation.

Adaptability and resilience to Information Technology changes

Advances in digital transformation, with the development of artificial intelligence, and changes to working practices, favouring remote working, contribute to better productivity but also bring more opportunities and sophistication to cyber threats.

This could expose the Group to various vulnerabilities, including cyber-attacks, data leakage, service interruption and other disruptions to the business resulting in reputational damage, and actual or opportunity losses.

To mitigate such risks, the Group invests to:

- Build resilient information technology architecture;
- Implement the Australian Cyber Security Centre recommendations to reach defined maturity levels of resilience;
- Work with reputable partners to develop solutions, host infrastructure/software and to ensure our applications and servers are up to date;
- Regularly train employees at all levels of the organisation in relation to data privacy rules and cyber-threats;
- Frequently test systems' resilience to external attacks; and
- Regularly develop, test and update Disaster Recovery and Business Continuity Plans.

KEY RISKS

MITIGATING ACTIONS AND OPPORTUNITIES

Difficulties in attracting and retaining talent

The success of the SunRice Group is dependent on our people, their skills, experience, and the diversity of thinking they bring.

The Group is therefore exposed to a number of risks that could affect or delay the delivery of the Group's strategy. High turnover and loss of knowledge, particularly when attracting employees, is challenging in a tight labour market where critical and/or specialised skills are scarce, notably in rural areas.

We mitigate this risk across the Group through:

- Reviewing our current recruitment model and expanding channels for attracting talent;
- Driving engagement initiatives at our regional sites; and
- Ongoing training for skills development and certifications.

Dual class share structure, limited voting rights and B Class Shareholding Limit

The SunRice Group's dual class share structure, the limited voting rights attached to B Class Shares, and the B Class Shareholding limit of 10%, distinguish us from other ASX-listed companies.

The holders of non-listed A Class Shares have control of the Company. As minimum delivery requirements over a defined period must be met by Growers to classify as A Class Shareholders, there is a risk of concentration of control between a smaller number of A Class Shareholders, for example during periods of drought when less growers elect to grow rice. These non-standard elements may make B Class Shares less attractive to investors which in turn may negatively affect SunRice's B Class Share price or ability to raise capital in the future.

While SunRice has an unusual capital structure, the risk of not being able to raise capital is, to an extent, shared with any other listed company. We manage this risk by:

- Maintaining a sound and healthy balance sheet;
- Having a comprehensive capital management framework to reward shareholders and ensuring sufficient financing facilities are available to pursue accretive merger and acquisition activities, even if they were to be funded largely or exclusively by debt;
- Keeping the market informed with timely and transparent disclosures;
- Our proven ability to successfully manage the interests of both A and B Class shareholders, including during times of adversity; and
- Having appropriate mechanisms in our Constitution which enable the Board to exercise a level of discretion in issuing and redeeming A Class Shares, with the criteria attached to A Class Shares reviewed from time to time.

Corporate Governance

The SunRice Board is committed to ensuring the Group's corporate governance frameworks, policies and practices are of the highest standard. This commitment is delivered through continuous improvement and ensuring the Board has a sound understanding of current governance requirements and practices, as well as keeping abreast of emerging trends and changing stakeholder expectations.

This section outlines selected components of SunRice's corporate governance framework, highlighting the key governance matters and areas of focus in the FY24 reporting period.

Throughout the period, our corporate governance approach was consistent with the ASX Corporate Governance Principles and Recommendations (4th edition) published by the ASX Corporate Governance Council (ASX Recommendations).

Consistent with prior years, the Board does not consider that all of the ASX Recommendations are appropriate for the Company given the related provisions in our Constitution regarding Board composition and shareholding requirements. However, where we have not followed an ASX Recommendation, this has been identified in the Corporate Governance Statement, together with the reasons why it has not been followed.

Our Corporate Governance Statement, which is current as at 30 April 2024 and approved by the Board, can be found (along with key policies and practices and the charters for the Board and its current Board Committees) at sunrice.com.au/corporate-governance.

Board composition, skills and areas of focus

The Board regularly reviews its performance. The Board review conducted in 2019 contained a recommendation to reduce the number of Board Directors, from eleven to nine. This recommendation has now been implemented. Following the Director appointments at the 2023 Annual General Meeting, the Board is now comprised of five Grower Directors, three Non-Grower (Independent) Directors, and one Executive Director (the Chief Executive Officer).

During FY24 the Board conducted an internal Board Review, using an independent provider. The outstanding recommendations arising out of this Review will be worked through during FY25.

The Board also considered the composition of its Committees during the reporting period and determined, in light of the changes to the Board composition that took effect on 23 August 2023, to retain the existing Chairs of each Committee. Melissa De Bortoli was appointed as a member of the Safety Health & Sustainability Committee and the Grower Services Committee in place of retiring Grower Directors Jeremy Morton and Leigh Vial.

The Board Skills Matrix (Table 1) summarises the Directors' current skills and experience. The Board considers that its current members have an appropriate mix of skills and experience in order to discharge its responsibilities and to deliver on SunRice's strategic imperatives. The Board and the Nomination Committee actively work together in assessing the ongoing succession planning and renewal program for the Board.

During the reporting period, gender diversity on the Board improved with the appointment of Melissa De Bortoli. The Nomination Committee and Board continued to actively discuss initiatives and steps the Company could take to increase female representation on the Board as part of succession planning. Measures taken in FY24 included actively supporting female candidates to stand in the 2023 Grower Director elections, and continuing to participate in regional networking opportunities such as the Women in Rice events in Jerilderie and Griffith, NSW and the AgriFutures Rural Women's Award in Canberra. We are committed to continuing to improve the Board gender diversity and more broadly committed to achieving Diversity, Equity and Inclusion. More information about our commitment can be found in our Diversity, Equity and Inclusion Policy and in our Corporate Governance Statement.

During FY24, the Board considered its Skills Matrix, which assisted the Nomination Committee and the Board in succession planning and in determining the ongoing development needs of the current Board.

In assessing the Board's requirements for new directors, consideration is given to the skills, experience and background of existing Board members, the Group's strategy and any identified new skills required to supplement the Board's capabilities. The Nomination Committee also works with external advisors in assessing potential new directors and their skills.

***Simon Scicluna**, Site Manager Leeton Mill (centre), with Rice Cake Operators **Chester Basil** and **Mary Davis**.*

Board qualifications

The Board comprises qualifications gained in one or more of the core operating segments of SunRice.

2 Agricultural Science

2 Engineering

3 Commerce/Economics

Directors' average tenure

The Board considers it has an appropriate mix of new, mid and longer tenured Directors. The average term of Directors on the Board is 5.6 years.

2	4	2	1
1–3 years	4–6 years	7–9 years	10+ years

Industry experience

The Board views relevant skills and experience as adding strength to the Board.

4 Food Processing & FMCG

8 Rice Industry

4 ASX/Board

4 Financial Management

Gender diversity

While SunRice has not set a formal target for female representation on the Board, a range of initiatives has been put in place to improve gender balance, including identifying and developing female candidates from within the Riverina rice industry.

22% Female

78% Male

Table 1 – The Board skills matrix
as at 30 April 2024

Corporate Leadership
Senior executive leadership and operations skills and experience in large, complex, and distributed corporate and/or ASX-listed companies.

Board strength
●●●●●◉○○◌

Corporate Finance
Proficiency in finance and accounting for ASX-listed companies; financial acumen and literacy; mergers and aquisitions and capital raising expertise; knowledge of financial governance systems and monitoring.

Board strength
●●●◉◉◉○○○

Technology and Digital
Knowledge of technology and digital systems; experience in developing IT strategy, managing digital transformation and system delivery, IT governance, regulatory requirements, and risk.

Board strength
●●●◉◉◉○○○

Commercial Leadership
Commercial skills and acumen, entrepreneurship, and agile experience leading businesses in dynamic environments.

Board strength
●●●●◉◉◉◉○

Consumer and Marketing
Knowledge of and experience in consumer marketing, product and brand development and segmentation, and data analysis.

Board strength
●●◉○○○○○○

Stakeholder Management
Experienced in stakeholder management, engagement, and advocacy with relevant stakeholders.

Board strength
●●●●●●●◉○

Strategic Planning
Experience in corporate strategic planning and development to create long term shareholder value, including deriving value from mergers, acquisitions, and partnerships.

Board strength
●●●●◉○○○○

People and Culture
Experience in C-suite performance management and remuneration, organisational development, human capital and WHS management, and industrial relations.

Board strength
●●●●◉○○○○

Corporate Governance
Chair and Director experience; ASX-listed board and regulatory experience; knowledge of contemporary governance standards and practices including ESG and investment governance.

Board strength
●●●●●◉◉○○

Research and Development
Experience in commissioning and managing research and development for commercial and competitive purposes.

Board strength
●●◉◉◉◉◉○○

Risk and Compliance
Experience in balancing commercial imperatives and risk; knowledge of risk management and compliance systems for ASX-listed and regulated companies.

Board strength
●●●●◉◉○○○

Sector Experience
Contemporary FMCG, rice and agribusiness, and related international markets experience across the food industry value chain.

Board strength
●●●●●●●◉◉

● Proficient
◉ Practiced
○ Developing
◌ N/A

Board of Directors

The names of the persons who have been Directors, or appointed as Directors, during the financial period and up to the date of this Annual Report are outlined as follows, together with their tenure, qualifications, directorships and previous appointments.

Laurie Arthur

Chair, Non-executive Director, Grower

BAgSc GAICD

Moulamein Grower, Director since 2007, Chairman since 2014

Directors' Committees: Chair, Nomination. Member, People and Remuneration. Director, Aqaba Processing Company Ltd (Jordan). Representative, Rice Industry Co-ordination Committee. Former President of the Ricegrowers' Association of Australia Inc and a Commissioner of the National Water Commission.

Paul Serra

Group Chief Executive Officer, Non-Grower

BEng (Hons)

Director since August 2023

Directors' Committees: Member, Independent. Director, Riviana Foods Pty Ltd; SunRice Australia Pty Ltd; SunRice Trading Pty Ltd; Roza's Gourmet Pty Ltd; Aqaba Processing Company Ltd (Jordan); Trukai Industries Ltd (PNG); Solomons Rice Company Limited (Solomon Islands); Sunshine Rice Inc (USA); SunFoods LLC (USA); Ricegrowers Limited (NZ); Ricegrowers Middle East DMCC (UAE); Australian Grain Storage Pty Ltd; Sunshine Rice Pty Ltd; Rice Research Australia Pty Ltd; KJ & Co Brands Pty Ltd; Pryde's Tucker Bag Pty Limited; Pryde's Easifeed Pty Ltd; Pryde's Easifeed NZ Ltd; and Rice Industries Ltd.

John Bradford

Deputy Chair, Non-executive Director, Grower

GAICD

Mayrung Grower, Director since 2015

Directors' Committees: Member, Finance, Risk and Audit, People and Remuneration, Nomination and Grower Services. Chair, Trukai Industries Limited (PNG). Member, Rice Marketing Board for the State of NSW. Alternate Delegate, Deniliquin Branch, Ricegrowers Association of Australia Inc. Former: Chairman Southern Riverina Irrigators.

Luisa Catanzaro

Non-executive Director, Non-Grower

BComm FCA GAICD

Director since 2018

Directors' Committees: Chair, Finance, Risk and Audit. Member, People and Remuneration, Independent and Nomination. Director, The BeCause Foundation Ltd; Harvey Norman Limited; and Museum of Contemporary Art Australia. Former: CFO, Lynas Corporation Limited; CFO and Company Secretary, Dairy Farmers; CFO and Company Secretary, The Australian Agricultural Company Limited. Senior finance roles, Pioneer International Limited. Senior Audit Manager, Arthur Andersen.

Dr Andrew Crane

Non-executive Director, Non-Grower

BSc (Hons) PhD FAICD

Director since 2018

Directors' Committees: Chair, Safety, Health and Sustainability. Member, Finance, Risk and Audit, and Independent. Director, SI Investment Holdings Pty Limited; Cubbie Ag Services Pty Limited; Virdis Ag Pty Ltd; Viridis Ag Services Pty Ltd; RAC WA Holdings Ltd; and Committee for Perth Ltd. Former: Chancellor Curtin University; Director, Lawson Grains Pty Ltd; CEO of CBH, CBH JV Director of Interflour. General Manager Strategy and Business Development and General Manager Marketing and Trading CBH. Various manufacturing, purchasing and international sales roles in the European malting and brewing industry. Member, the Prime Minister's B20 Leadership Group in 2014.

Melissa De Bortoli

Non-executive Director, Grower

BBus(Acc) MProp GAICD

Griffith Grower, Director since August 2023

Directors' Committees: Member, Grower Services, Safety Health and Sustainability; Alternate Delegate, Ricegrowers' Association of Australia Inc. Former: Member, Rice Marketing Board for the State of NSW.

Ian Glasson

Non-executive Director, Non-Grower

BEng (Hons) GAICD

Director since 2018

Directors' Committees: Chair, People and Remuneration. Member, Finance, Risk and Audit, Independent, and Nomination. Director, Clover Corporation. Former: CEO of PGG Wrightson; CEO of Gold Coin Group/Zuellig Agriculture; CEO, Sucrogen; Managing Director of Gresham Rabo Food & Agribusiness PE Fund; Managing Director, Goodman Fielder's international ingredients division; various management and engineering positions in Esso Australia and its parent Exxon.

Ian Mason

Non-executive Director, Grower

MAICD

Finley Grower, Director since 2018

Directors' Committees: Member, Grower Services, Safety Health and Sustainability. Director, Trukai Industries Limited. Member, Rice Marketing Board for the State of NSW. Former Chairman of AgriFutures Australia Rice Advisory Panel.

Julian Zanatta

Non-executive Director, Grower

GAICD

Benerembah Grower, Director since 2019

Directors' Committees: Chair, Grower Services. Member, Finance, Risk and Audit.

Kate Cooper

Company Secretary

BA, LLB, GAICD

Refer to the Corporate Management Team profiles on page 63.

Table 2 – Composition of Board Committees
as at 30 April 2024

Director	Status	Finance, Risk & Audit Committee	People & Remuneration Committee	Nomination Committee	Safety, Health & Sustainability Committee	Grower Services Committee	Independent Committee[20]
Laurie Arthur	Chair & Non-executive Grower		•	Chair			
John Bradford	Deputy Chair & Non-executive Grower	•	•	•		•	
Paul Serra[21]	Chief Executive Officer & Managing Director						•
Luisa Catanzaro	Non-executive Non-Grower	Chair	•	•			•
Dr Andrew Crane	Non-executive Non-Grower	•			Chair		•
Melissa De Bortoli[22]	Non-executive Grower				•	•	
Ian Glasson	Non-executive Non-Grower	•	Chair	•			•
Ian Mason	Non-executive Grower				•	•	
Julian Zanatta	Non-executive Grower	•				Chair	

Directors' benefits

The Directors have direct dealings with the Company on the same terms and conditions that apply to all members whether by contractual arrangements or otherwise. No Director has received or become entitled to receive a benefit by reason of a contract made by the Company or a controlled entity with the Director or a firm of which the Director has a substantial financial interest other than a benefit included in the aggregate amount of emoluments received or due and receivable by Directors as shown in the Remuneration Report. Several Directors sit on local Boards which serve the rice industry. The Group has dealings with these Boards and Committees whose purpose is to deal with issues that relate to the rice industry.

Directors' interests in shares

Directors' interests in A and B Class Shares of Ricegrowers Limited are shown in the Remuneration Report on pages 83–84.

20. The Chair of this Committee rotates each meeting.
21. P Serra was appointed on 23 August 2023.
22. M De Bortoli was appointed on 23 August 2023.

Table 3 – Directors' meetings

Directors' meetings for the year ended 30 April 2024

Director	Board Scheduled		Board Unscheduled[23]		Finance, Risk & Audit Committee		Grower Services Committee		People & Remuneration Committee		Nomination Committee		Safety, Health & Sustainability Committee		Independent Committee	
	Attended	Possible	Attended	Possible	Attended	Possible	Attended	Possible	Attended	Possible	Attended	Possible	Attended	Possible	Attended	Possible
LJ Arthur[24]	10	10	3	3	2	2	4	4	4	4	4	4	2	2	–	–
J Bradford	10	10	3	3	4	4	2	2	4	4	4	4	1	1	–	–
L Catanzaro	10	10	2	3	4	4	–	–	4	4	4	4	2	2	3	3
A Crane	10	10	3	3	4	4	–	–	–	–	–	–	4	4	3	3
M De Bortoli[25]	7	7	2	2	–	–	2	2	–	–	–	–	3	3	–	–
I Glasson	10	10	3	3	4	4	–	–	4	4	4	4	–	–	3	3
R Gordon[26]	3	3	1	1	3	3	2	2	1	1	1	1	1	2	2	2
I Mason	10	10	3	3	–	–	4	4	–	–	–	–	4	4	–	–
J Morton[27]	3	3	1	1	–	–	2	2	–	–	–	–	1	1	–	–
P Serra[28]	7	7	2	2	2	2	2	2	3	3	3	3	3	3	1	1
L Vial[29]	3	3	1	1	–	–	2	2	–	–	–	–	1	1	–	–
J Zanatta	10	10	3	3	4	4	4	4	–	–	–	–	1	1	–	–

23. Out of cycle Board Meetings, typically called for special purposes and that do not form part of the Board approved yearly planner.
24. LJ Arthur is not a member of the Finance, Risk and Audit Committee or the Grower Services Committee, however attends meetings.
25. M De Bortoli was appointed on 23 August 2023.
26. R Gordon attended meetings of all Committees. Retired on 23 August 2023.
27. J Morton retired on 23 August 2023.
28. P Serra attends meetings of all Committees. He was appointed as CEO and Managing Director on 23 August 2023.
29. L Vial retired on 23 August 2023.

Independence of Directors

The Board regularly reviews the independence of each Director, having regard to the ASX Corporate Governance Principles and Recommendations. In accordance with those Principles and Recommendations, a Director will be considered independent if they are a Non-executive Director who is free of any interest, position or relationship that might influence, or reasonably be perceived to influence, in a material respect his or her capacity to bring an independent judgement to bear on issues before the Board and to act in the best interests of the Company and our shareholders generally as a whole, rather than in the interest of an individual shareholder or other party.

Each Non-executive Director is required to provide to the Board all information that may be relevant to the assessment of their independent status.

Directors who hold A Class Shares are also rice growers who supply rice to the Group. While these Directors supply rice on the same terms as all other rice growers, the Board recognises that there may be a perception that the rice supply relationship between the Group and these Directors may influence the decision making of these Directors. Accordingly, while they are able to bring an independent judgement to bear on Board decisions, Directors who supply rice to the Group have not been characterised as independent due to this potential perception concern.

Corporate Management Team

For more information about our Corporate Management Team, see the 'About Us' page of investors.sunrice.com.au.

Paul Serra

Group Chief Executive Officer
BEng (Hons)

Dimitri Courtelis

Chief Financial Officer
BCompt (UNISA), CA (CA ANZ), CFE (ACFE), MAICD

Kate Cooper

Group General Counsel and Company Secretary
BA, LLB, GAICD

Stephen Forde

Chief Executive Officer, Riviana Foods Pty Ltd

Vesna Garnett

Chief People Officer
BCom (Human Resources/ Accounting)

Ganesh Kashyap

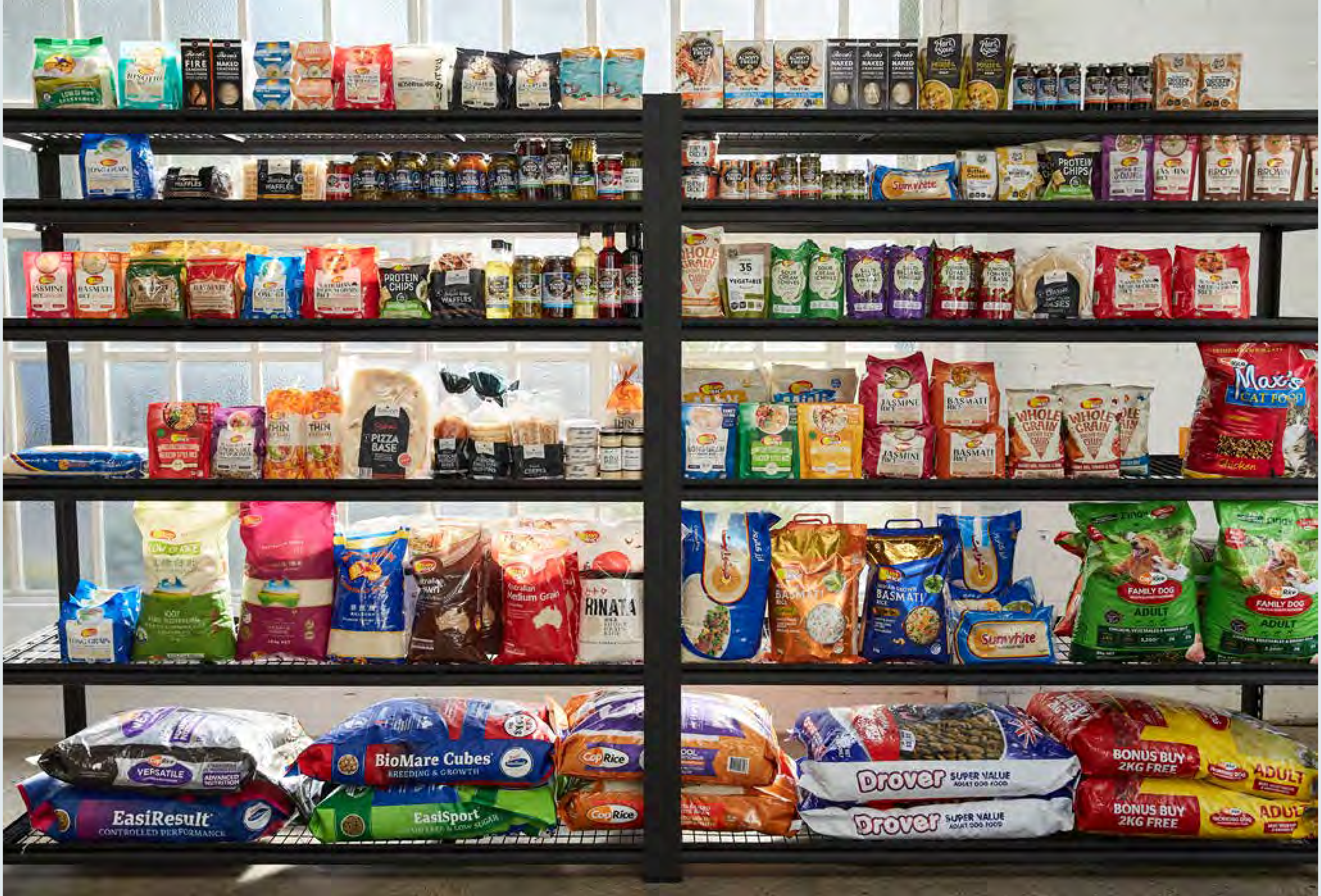
General Manager, CopRice
BEng (Hons), MBA

Belinda Tumbers

Chief Executive Officer, Global Rice

Alan Preston

Chief Executive Officer, Trukai Industries Limited
BBus (Marketing)


PROTEIN CHIPS
PIZZA BASE
JASMINE
BASMATI
WHOLE GRAIN
Max's CAT FOOD
Sunwhite
FAMILY DOG
ADULT
RINATA
BioMare Cubes
BREEDING & GROWTH
EasiResult
CONTROLLED PERFORMANCE
EasiSport
CopRice
VERSATILE
Drover SUPER VALUE
BONUS BUY 2KG FREE

Directors' Report

Your Directors present their report on the consolidated entity (referred to hereafter as SunRice or the Group) consisting of Ricegrowers Limited and the entities it controlled at the end of, or during the financial year ended 30 April 2024.

1. Information on Directors and Company Secretary

The Directors who served at any time during FY24 or up until the date of this Directors' Report are listed in the Board and Board Committee attendance table of the Corporate Governance section on page 62.

Information on the current Directors and Company Secretary, including their terms of service, qualifications, experience, special responsibilities, and directorships of other listed companies held in the last three years, is set out in the Corporate Governance section on page 60.

This information is incorporated by reference into and forms part of this Directors' Report.

2. Directors' independence, interests in shares, benefits and meetings

Details of the Directors' independence, interests in shares, benefits and attendance at the various meetings held during the year are available in the Corporate Governance section on pages 61 to 62 and the Remuneration Report included in this Directors' report.

3. Principal activities

The principal activities of Ricegrowers Limited and its controlled entities consist of the receipt and storage of paddy rice, the milling, processing, manufacturing, procurement, distribution and marketing of rice and related products, animal feed and nutrition products and other grocery, gourmet and special occasions food products and the research and development into the growing of rice.

4. Dividends

Dividends distributed to members during the financial year were as follows:

	2024 $000's	2023 $000's
Special dividend for the year ended 30 April 2022 of 5 cents per outstanding B Class Share	-	3,103
Final dividend for the year ended 30 April 2023 of 40 cents (2022: 25 cents) per outstanding B Class Share	**25,253**	15,514
Interim dividend for the year ended 30 April 2024 of 15 cents (2023: 10 cents) per outstanding B Class Share	**9,598**	6,278
Total dividend distributed	**34,851**	24,895

Subsequent to year end, the Directors have recommended the distribution of a fully franked final dividend and a fully franked special dividend of 40 cents and 5 cents respectively per outstanding B Class Share for the year ended 30 April 2024. The aggregated amount of the proposed dividend is $29,034,000 and is to be paid on 25 July 2024 out of retained profits at 30 April 2024.

5. Consolidated entity's results

The profit before income tax of the Group for the period was $86,732,000 (2023: $69,699,000). The net profit after income tax of the Group for the period was $68,202,000 (2023: $54,790,000). The net profit of the Group for the period after income tax and after non-controlling interests was $63,135,000 (2023: $52,554,000).

6. Review of operations

A comprehensive review of operations is set out in the Group CEO's Report of this Annual Report on pages 5 to 10. This information is incorporated by reference into and forms part of this Directors' Report.

7. Significant changes in the state of affairs

In the opinion of the Directors, there were no significant changes in the state of affairs of the Group that occurred during the financial period under review, not otherwise disclosed in the Annual Report.

8. Events since the end of the financial year

After consulting with all major stakeholders, the NSW Government announced in June 2024 that it will introduce legislation to end rice vesting arrangements by 1 July 2025. Further details about this announcement and the potential impacts of this legislation are included in the Chaiman's Report on pages 3 to 4 of this Annual Report.

Other than this event and the declaration of a fully franked final dividend and fully franked special dividend of 40 cents and 5 cents per outstanding B Class Share respectively (refer to note 4 on the previous page), the Directors are not aware of any matter or circumstance, since the end of the financial year, not otherwise dealt with in this Annual Report that has significantly, or may significantly, affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in subsequent financial periods.

As of the date of this report, completion of the potential transaction announced in June 2023 and under which Ricegrowers Ltd would acquire the shares held in Trukai Industries Limited by the minority shareholder and become the sole shareholder of Trukai remains subject to the resolution of ongoing regulatory matters.

9. Likely developments and expected results of operations

Likely developments in the operations of the Group have been disclosed in the Our Outlook section on page 44 of this Annual Report. This information is incorporated by reference into and forms part of this Directors' Report.

10. Environmental regulation

The Group is subject to environmental regulation in respect of its land development, construction and manufacturing activities in Australia and other international operations, including but not limited to:

- Land development planning approvals under the NSW Environmental Planning and Assessment Act 1979 and Development Victoria Act 2003;
- Protection of the NSW Environment Operations Act 1997,
- Victoria Environment Protection Act 2017,
- Waste Avoidance and NSW Resource Recovery Act 2001,
- QLD Environmental Protection Act 1994,
- California Environmental Quality Act (CEQA) 1970,
- PNG Environment Act 2000,
- Vietnam Law on Environmental Protection dated November 17, 2020.

At a National and State level, SunRice has 19 registered Environmental Protection Authority (EPA) licenses in NSW, one EPA Operating License in Victoria, one in California USA, and one Environmental Permit in Vietnam. SunRice also has one Resource Consent Certificate in New Zealand and one Development Approval in Queensland, Australia, which stipulate operational conditions. SunRice has additional local government permits and approvals for specific activities within these jurisdictions.

All Australian sites completed and submitted their annual returns during the financial year, and:

- Any complaints received in relation to environmental issues were and continue to be investigated and action plans were and continue to be implemented to reduce the impact of the SunRice Group's activities.
- Any non-conformances were managed through the internal compliance management system
  - NSW: Two minor non-compliance open at Leeton Manufacturing (Lic, 1830) and Deniliquin Manufacturing (Lic 1833) regarding failed emission monitoring equipment.
  - NSW: One pollution reduction program is open at Leeton CopRice (Lic. 10762) with regards to odour management.
  - NSW: One EPA Action to redirect boiler discharge to trade waste open at Prydes CopRice (Lic. 21645).
  - Vietnam: One non-compliant ground water bore in Lap Vo Permit 279/GPMT-UBND- Bore filled in and capped.

Greenhouse gas and energy data reporting requirements

The Group is subject to the reporting requirements of the Australian National Greenhouse and Energy Reporting (NGER) Act 2007.

SunRice assessed its Australian energy usage and submitted its Australian National Greenhouse and Energy Report to the Clean Energy Regulator during the financial year, reporting on scope 1 and 2 emissions within Australian Operations. The following table reports outcomes for the past 5 years.

Financial Year	AU Gigajoules of energy#	AU TCO2e Scope 1,2 Emissions#	Non AU SRG TCO2e Scope 1,2 Emissions*
2018-2019	385,456	60,021	4,954^
2019-2020	315,801	46,706	6,497^
2020-2021	326,138	48,953	8,484^
2021-2022	442,992	70,681	10,702^
2022-2023	452,216	65,358	9,699

#SunRice NGER Report for the July 2022-June 2023 period
*Non Australian Emissions may be subject to variations
^Historical figures updated with revised emission factors
Disclosures for all years use global emission factors.
At the time of publishing this report, the 2023-2024 data is not yet available.

11. Remuneration Report (audited)

Message from the Chairman of the People and Remuneration Committee

Dear A and B Class Shareholders,

On behalf of the People and Remuneration Committee of the SunRice Board, I am pleased to present the Remuneration Report for the year ended 30 April 2024 (Financial Year 2024 or FY24). As outlined earlier in this Annual Report, the Group delivered another year of strong growth in FY24, as we continued to navigate a challenging inflationary environment to deliver improved profitability and record revenue. The naturally-earned paddy price of $430 per tonne for medium grain and total fully franked dividend of 60 cents per B Class Share for FY24 (including a special dividend of 5 cents per B Class Share) also reflect the Group's ongoing focus to deliver value to both classes of shareholders.

This strong financial performance was underpinned by a smooth leadership transition in FY24. New Group CEO, Paul Serra, joined in July 2023 and took over as CEO in August 2023, following a substantial handover with outgoing Group CEO, Rob Gordon, who built a resilient business model during his 11-year tenure. Rob received a pro-rated Short-Term Incentive (STI) payout and no further termination benefits on his retirement. STI payments were also made to the majority of eligible employees across the Group in FY24, several of whom achieved stretch targets.

These outcomes reflect our management team's strong performance in delivering against agreed objectives and progressing the Company's Growth Strategy.

As outlined in this Remuneration Report, the Board has also reflected on the significant progress that Paul Serra has made since commencing as CEO and, in a short period of time, delivered substantial results, while developing a strategy refresh for meaningful future growth. In light of this, and to ensure remuneration consistent with industry benchmarks, a higher-than-average increase has been awarded to Paul Serra going into FY25. The CEO's STI stretch opportunity has also been increased to align with the Group's STI plan. This updated remuneration structure, commensurate with achievements, will be awarded in line with delivery to shareholders. These changes are highlighted in section 11.4.2. but apply only to next year's remuneration.

The achievements over the past financial year are commendable, particularly in what continues to be a tight labour market and considering the ongoing external headwinds which the organisation has tackled with conviction. It is pleasing that despite these challenges, the Group achieved retention success under the Equity Plan developed to target key talent. The Total Rewards Strategy and our employee value proposition continue to be critical to both leaders and employees as a response to low unemployment rates, high interest rates and specialised skills scarcity.

The upcoming year will see a review of the Rewards strategy to ensure alignment between our ambitious growth targets and the Company's pay-for-performance philosophy.

During the year, two Non-executive Grower Directors, Dr. Leigh Vial and Jeremy Morton, stepped down from the SunRice Board, while Melissa De Bortoli joined as a Non-executive Grower Director. Melissa is a former Director of the Rice Marketing Board, with experience in financial stewardship, strategic planning and governance.

The People and Remuneration Committee continues to review our Non-executive Director (NED) fees to ensure the attraction and retention of high-calibre Board members, whilst balancing the spend and quantum of Directors included in the fee pool. The number of directors on the Board has been reduced over time from 11 to 9 but remains high by peer standards. Given the number of Directors, the total fee utilisation rate is challenged as we balance the number of Board members, while at the same time addressing the historical lower than average Director fees. On this basis, an annual increase came into effect on 1 May 2023 as part of the regular annual reviews, and a further increase came into effect on 1 November 2023 to adjust the fees in line with the market's 50th percentile.

The Company is likely to request an uplift in the Director Fee Pool in FY25 following an annual benchmarking exercise (and assuming there is no further reduction in the Board size).

Last year, the Company introduced an Employee Share Sale Plan (ESSP) under which employees could sell their vested, exercised and unrestricted B Class Shares to the Employee Share Trust. Given the successful take-up rate by employees, the Company intends to run the ESSP again in FY25. B Class Shares acquired under the ESSP are held as unallocated B Class Shares by the Employee Share Trust so that they can be subsequently reallocated under offers made to employees under various Equity Incentive Plans, avoiding the need for new B Class Shares to be issued.

On behalf of the SunRice Board and People and Remuneration Committee, I invite you to read the FY24 Remuneration Report and welcome your feedback.

Ian Glasson
Chairman, People and Remuneration Committee

Executive Summary

At SunRice, our remuneration strategy is designed to create value for all our shareholders by aligning the Total Rewards Strategy to the achievement of business goals determined in the context of our long-term strategy.

Rewards Philosophy

At SunRice:

- We attract, motivate, engage and retain talented employees who deliver on our strategic goals and that of our shareholders, rice growers, and the communities in which we operate
- We meaningfully differentiate rewards based on individual performance and behaviours, team and cross-functional contribution, business mindset, company affordability and market positioning
- We offer competitive total remuneration packages, aligned with a globally consistent framework, yet adapted to changing local business conditions
- We align long term reward with shareholders' interests through the award of equity
- Our value proposition across our diverse workforce is unique with opportunities aligned with being an Australian owned, global organisation
- Our strategy is underpinned by fairness and consistency in our approach and we aim to be at the forefront of our competitors
- We care for our employees and provide opportunities to strengthen their health and well-being
- We recognise employees through our "Make a Difference" program.

Outline of this Remuneration Report

The Remuneration Report has the following sections:

- Overview
- Key Management Personnel
- Remuneration Governance at SunRice
- Executive Remuneration Policy and Framework
- Remuneration Tables
- Remuneration of Non-executive Directors
- Shareholdings and other mandatory disclosures

Five-year financial performance

SunRice aims to align our executive remuneration to our strategic objectives and the creation of shareholder wealth. The table below sets out the measures that show the Group's financial performance over the past five years. Some of these measures form the basis for the measures used in determining the variable amounts of remuneration to be awarded to Key Management Personnel (KMP), as outlined in section 11.4.

	2024	2023	2022	2021	2020
Group NPBT ($000s) (1)	86,732	69,699	59,668	19,042	31,110
Group EBITDA ($000s) (1/2)	143,901	116,965	91,343	49,140	65,697
Naturally determined Medium Grain Paddy Price ($/t) (3)	430	461	428	-	-
Basic Earnings per B Class Share (cents)	97.5	83.8	77.2	34.6	45.8
Return on Capital employed (4)	12.7%	9.8%	9.3%	3.9%	6.6%
Dividend (cents per B Class Share) (5)	60	50	40	33	33
B Class Share price at 30 April ($)	6.51	6.20	6.88	6.58	5.15
Average STI payment as a % of target STI opportunity for Key Management Personnel (6)	155%	143%	123%	123%	156%

1. In 2021 and 2020, the financial performance of the Group was impacted by drought and the fixed price contracts offered for the entire crop harvested in those years (see note 3 below)
2. EBITDA is defined as earnings before net finance costs (asset financing charges are not considered a finance cost/income for the purpose of the EBITDA calculation), tax, depreciation, amortisation and impairment
3. During the drought affected years of 2021 and 2020, only a fixed price of $750 and $500 respectively was paid for the entire crop harvested in those years.
4. Return On Capital Employed is defined as the ratio of Profit Before Income Tax and net finance costs (as defined in note 2 above) to Net Assets excluding Cash and Borrowings (current and non-current).
5. Representing the combined amount of interim, final and special (where applicable) dividend declared in each financial year
6. In 2024, the SunRice Chief Executive Officer is included as he participates in the Group STI plan. In earlier years, the SunRice Chief Executive Officer is excluded as he participated in a separate STI plan

11.1 Overview

The Directors are pleased to provide shareholders with this Remuneration Report for the year ended 30 April 2024, which outlines the Board's approach to remuneration for Non-executive Directors, the Executive Director and other Key Management Personnel (KMP).

In accordance with the Constitution of Ricegrowers Limited, certain Directors are appointed as Directors of the Company based on their status as elected members of the Rice Marketing Board (RMB).

The information in this report has been audited as required by section 308(3C) of the Corporations Act 2001.

11.2 Key Management Personnel

For the purpose of this Remuneration Report, the term 'Executive' is used to describe current (and former if applicable) Executives of the Group listed below (including the Executive Director).

These Executives, in addition to the Non-Executive Directors represent the KMP of the Group for the 2024 financial year, being persons who, during the year, had authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly (as defined under Australian Accounting Standards). The KMP of the Group for the year ended 30 April 2024 were:

Name	Position
A. Current Directors (including the Executive Director)	
LJ Arthur	Non-executive Director and Chairman
P Serra	Executive Director and Chief Executive Officer (appointed 23 August 2023)[(1)]
J Bradford	Non-executive Director (RMB elected member) and Deputy Chairman
L Catanzaro	Non-executive Director (Independent)
A Crane	Non-executive Director (Independent)
M De Bortoli	Non-executive Director (appointed 23 August 2023)
I Glasson	Non-executive Director (Independent)
I Mason	Non-executive Director (RMB elected member)
J Zanatta	Non-executive Director
B. Current Executives	
D Courtelis	Chief Financial Officer
B Tumbers	Chief Executive Officer, Global Rice
C. Former Directors (including the Executive Director)	
R Gordon	Executive Director and Chief Executive Officer (retired 23 August 2023)[(2)]
J Morton	Non-executive Director (retired 23 August 2023)
L Vial	Non-executive Director (retired 23 August 2023)

1. Paul Serra commenced employment with the SunRice Group on 3 July 2023 and was appointed as CEO at the AGM on 23 August 2023.
2. Rob Gordon stepped down as CEO at the AGM on 23 August 2023 and ceased employment with the SunRice Group on 25 August 2023.

11.3 Remuneration Governance at SunRice

The People and Remuneration Committee conducts a regular review of the Company's remuneration policy and structure to ensure it remains aligned to business needs and meets our remuneration principles. From time to time the Committee engages external remuneration consultants to assist with this review, as outlined below.

The Committee is responsible for making recommendations to the Board in respect of Directors' and Executives' remuneration, as well as general remuneration matters, but makes no formal decisions on behalf of the Board. Committee members are outlined in the Corporate Governance section of this Annual Report on page 61 and the People and Remuneration Committee Charter is available on the Group's website.

Remuneration Consultants

In line with the Rewards Strategy, Mercer and Aon were appointed during the year to assist with a full review of the Non-executive Director fees and fee pool. The information was considered as part of ensuring the ongoing effectiveness of our total rewards packages for Non-executive Directors. The benchmarking data informed the adjustment of fees for our Non-executive Directors effective 1 November 2023.

In addition, AON was appointed to provide updated market data previously sought in 2022 in relation to the Chief Executive Officer. The outcome of the benchmarking exercise has been considered as part of the 2024 Annual Remuneration Review process and will be included in the 2025 Remuneration Report.

A full benchmarking exercise for the remaining Executives is planned for 2024/2025.

Corporate Governance

Further information on the People and Remuneration Committee's responsibilities and the Group's governance practices can be found in our Corporate Governance Statement, available on the Group's website.

11.4 Executive Remuneration Policy and Framework

The Remuneration Strategy, as approved by the Board provides guidance and parameters for governing Executive remuneration. The Board recognises that to deliver the Company's strategy for growth, the Group needs to attract, motivate and retain high-quality employees and Executives.

The Remuneration Framework outlined on the next page is designed to fit the objectives of the Group, having regard to the size and complexity of the Group's operations.

SunRice Business Strategic Goals – SunRice's Growth Strategy

The Remuneration Framework has been designed to support the SunRice Growth Strategy.

Remuneration Framework for the FY24 reporting period

Total Fixed Remuneration (TFR)	Variable 'at risk' remuneration	
Total Fixed Remuneration	Short Term Incentive (STI)	Equity Incentive Plans
Set at a competitive level to attract, retain and maintain engagement at all levels, with superior offerings for our key talents and employees considered critical to the long-term growth of the company. Remuneration takes into consideration: ▪ Size and complexity of the role ▪ Skills and competencies needed to generate results ▪ Internal and external alignment ▪ Performance of the Company and of the individual ▪ Succession planning and retention. In some circumstances, the local economic and market conditions may require further refined market positioning.	Aligned to the achievement of SunRice's business objectives measured over the short term. For participants in the Group STI Plan, including the new Chief Executive Officer, financial and non-financial KPIs based on performance goals consist of: ▪ Maximising Paddy Prices for growers, net profit after tax of the Group and net profit before tax of each Business Unit or Subsidiary ▪ Business Unit/Subsidiary specific targets that focus on quality ▪ The achievement of Safety targets ▪ The achievement of People targets that focus on retention and succession ▪ Individual performance aligned with the performance management philosophy of measuring both the 'what' and 'how'. In FY24, the outgoing Chief Executive Officer was awarded a target STI in recognition of the period in service and achievements during part of the year.	The Chief Executive Officer, Executives and other key individuals are eligible to participate in Equity Long Term Incentive (LTI) plans that are focused on the achievement of targets set by the Board over a three-year period. It is reflective of building long-term value for the organisation and its shareholders. In addition, selected Executives and other employees are invited, from time to time, to participate in other incentive equity plans focused on the attraction and retention of critical skills. These plans are tailored to address specific needs and may vary in terms of length, nature of service and performance conditions (if applicable).

Total Rewards Strategy

The Total Rewards Strategy supports the Business and People and Culture strategy to:

- Deliver on our Rewards Philosophy and Total Rewards Strategy whilst supporting the Group in achieving our strategic goals
- Build great foundations for leaders to have the knowledge, processes and tools to make informed rewards decisions
- Remain competitive in our ever-changing workforce by tailoring our Global offer to cater for local circumstances
- Keep abreast of thought leadership and new opportunities whilst aligning the financial interests of Executives and shareholders
- Ensure our strategy balances risk and reward to deliver ongoing company growth
- At all times, embed our values, in "what" we do and "how" we do it.

The strategy is delivered across all aspects of our SunRice Total Rewards offer including:

- Remuneration;
- Incentives;
- Benefits;
- Health and Well-being;
- Recognition; and
- Career Paths.

The Total Rewards offer aims to provide a competitive offer across all aspects of Total Rewards, inclusive of all life stages and accommodating of a diverse workforce.

With the current competitive labour market, the requirement to continue to attract and retain talent remains prevalent.

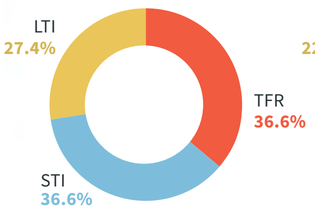
The Group continues to focus on maximising the Total Rewards Strategy and bringing to life the Employee Value proposition. This has been achieved through driving a culture of positivity, inclusivity and accountability in a purpose driven environment where deeper connections are important to the Groups' future success.

11.4.1 Remuneration mix

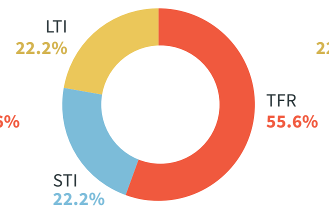
The Board believes it is appropriate to have a Remuneration Framework that comprises a fixed salary component as well as an at-risk component comprising short and long-term incentives.

The Group's mix of fixed and at risk remuneration components for the Executive KMP for the FY24 reporting period, expressed as a percentage of total target annual reward, are as follows:

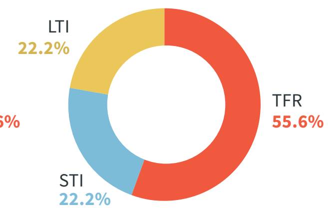
CEO SunRice Group
Paul Serra



CFO SunRice Group
Dimitri Courtelis



CEO Global Rice
Belinda Tumbers



As outlined in section 11.4.11, B Class Share Rights were granted under a Retention scheme to the new CEO in 2024. The CFO and Global Rice CEO were granted B Class Share Rights in 2023 under a similar Retention scheme, in addition to the total target annual reward.

It is worth noting that with the appointment of the new Chief Executive Officer, the Board took the opportunity to realign the new CEO's remuneration package mix, by increasing the pay at-risk components, STI (100%) and LTI (75%), as a percentage of a lower TFR. This is a departure from the historical high total fixed remuneration, STI at 50% and LTI of 75% that was in place for the previous CEO. The new CEO's pay mix of TFR 36.3%, STI 36.3% and LTI 27.4% for FY24 is better aligned with the market pay mix and provides opportunity for superior reward for outcomes that deliver stretch results.

11.4.2 Chief Executive Officer's Remuneration

The Board has been pleased with the progress of the new CEO since he joined and his strong delivery of results following the initial handover period. His ability to accelerate and confront major strategic issues, turning these into opportunities for growth, resulting in superior outcomes and planning for the future has been impressive. As a result, and to further reflect remuneration of peer companies, the CEO's TFR for FY25 has resulted in an increase reflective of this progress. In addition, his STI opportunity of 187.5% for stretch results, has been aligned with all of the Group's participants. These changes will be included in the FY25 Annual Report and have also been included below to provide transparency and context for a year-on-year comparison. The CEO's pro-rated actual earnings are reflected in section 11.5.

CEO Remuneration

	FY24	FY25
Effective Date	Annualised salary effective 3 July 2023	Annualised salary effective 1 May 2024
Annual Fixed Remuneration	Total Fixed Remuneration of $950,000 (including superannuation)	Total Fixed Remuneration of $1,100,000 (including superannuation)
Short Term incentive	Annual short term incentive of up to 100% of total fixed remuneration. Stretch up to 150%	Annual short term incentive of up to 100% of total fixed remuneration. Stretch up to 187.5% (aligned to Group STI Plan)
Long Term incentive	Long term incentive of up to 75% of total fixed remuneration.	Long term incentive of up to 75% of total fixed remuneration.
Retention arrangement	A one-off offer of 150,000 B Class Share Rights to receive B Class shares (Rights) with 50,000 Rights eligible to vest at the end of FY24 and 100,000 Rights eligible to vest at the end of FY25, subject to Mr Serra's satisfactory performance and ongoing employment.	N/A

11.4.3 Total Fixed Remuneration

Total Fixed Remuneration (TFR) includes base salary, superannuation plus other short-term benefits and/or allowances. Executives may elect to take a range of benefits as part of their remuneration package, including novated leased vehicles and/or additional superannuation.

The Group's remuneration policy is to offer competitive Total Fixed Remuneration and utilise at risk variable pay to reward outstanding performance and contribution.

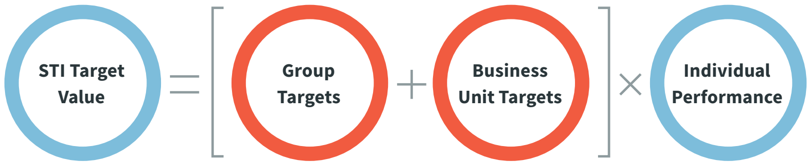
The remuneration offer for employees targeted as our "talent group" is at a more attractive position as part of the Total Rewards philosophy, including Long Term Incentive and career development opportunities, where appropriate, nationally and/or internationally.

11.4.4 Short-Term Incentive (STI) plan

The STI component of remuneration is a cash plan focused on rewarding participants for the delivery of financial and non-financial measures required to achieve the Group's critical business objectives.

The Directors rigorously test the annual STI performance measures to ensure the performance required to achieve "on target" results is appropriately stretching. The Board retains discretion to amend or cease all or part of any incentive payable to reward a payout relative to the Group's results.

The overall structure of the FY24 STI plan is illustrated below:



While the outgoing Chief Executive Officer participated in a separate STI plan in previous years, the new Chief Executive Officer's STI plan for FY24 was aligned to the Group STI Plan, with a payout opportunity capped at 150%.

Group STI Plan

Objectives	Support SunRice's annual strategic goals by rewarding Executives and other eligible employees for the achievement of objectives directly linked to the business strategy. Drive short-term Company performance with acceptable risk and appropriate governance. Be market competitive, ensuring SunRice is able to compete to attract and retain high quality talent to continue to improve the Group's performance.
Eligibility	Chief Executive Officer, Paul Serra, Executives and other eligible employees
Instrument	Cash
Opportunity	Target: 100% of TFR for the new Chief Executive Officer, 40% of TFR for the Chief Financial Officer and Global Rice CEO, with a stretch component for outperformance. Total opportunity in FY24 is 150% of STI target opportunity for the Chief Executive Officer and 187.5% of STI target opportunity for all other participants (including the CFO and Global Rice CEO). This is based on a 125% STI stretch payout for the Group and Business unit metrics, and 150% for the Individual performance multiplier component (120% in the case of the new CEO). Target opportunity for other eligible employees varies based on job level.
Performance period	1 May 2023 to 30 April 2024
Assessment of performance	Each period, Key Performance Indicators (KPI) are selected for both Group and business unit measures and sub-measures of performance. The outcomes are awarded on a straight-line performance approach between a Threshold (at which point 50% is awarded) and Stretch (at which point stretch is applicable).

The weighting of KPIs reflects the individual Executive roles and responsibilities.

KPIs are focused on the improvement in profit, maximisation of returns to growers and strategic and operational goals. KPIs for FY24 were:

	Weighting	Link to strategy	Detail
Adjusted Group Net Profit After Tax (NPAT) & Paddy Price	45%–70%	Strong financial growth will lead to consistent returns to A & B Class shareholders.	Awarded on a straight-line performance approach between 95% of target (at which point 50% is awarded) and 110% of target (at which point stretch is applicable).
Business Unit specific KPIs	0%- 25%	Strong financial and/or non-financial performance in each Business Unit leads to strong group results and greater returns for shareholders.	Each Executive is set targets for their respective Business Unit and key drivers for success.
Business Unit – Safety, Health & Sustainability (SHS)	10%	SunRice is committed to achieving Zero Harm. Achieving this goal is important in ensuring the sustainable success of our business.	SHS targets for each Business Unit include leadership safety activities to proactively drive a safety focused culture and the measurement of Compliance Activity Completion rates.
Business Unit People targets	20%	Retention and development of internal talent is critical to delivering on overall financial and strategic goals.	People targets are set for each Business unit to improve retention and internal succession over time.
Total	**100%**		
Individual Performance (as a Multiplier)	0%-150%*	The continuous development of our leadership team is imperative to ensuring the Group continues to adapt to strategic challenges.	Each participant is being assessed against a set of individual performance KPIs relating to their role as an individual contributor. The final performance rating represents a multiplier percentage of between 0% to 150% (*120% applicable to the CEO) that is applied to the Group and/or business unit performance outcome.
Opportunity at Stretch	**150% (new CEO)** **187.5% (all other participants)**		

The People and Remuneration Committee reviews the performance assessment of the CEO and each Executive and recommends the STI payments to the Board for approval.

11.4.5 FY24 outgoing Chief Executive Officer STI Plan

In previous years, the outgoing CEO participated in a separate cash STI plan (from the current year, the new CEO's STI plan is aligned to the Group STI plan as outlined in section 11.4.4).

The Board agreed that the outgoing CEO would receive his standard STI payment pro-rated at the time of retirement of $250,000 in lieu of participating in the STI plan for FY24. This payment was to acknowledge the work performed by the outgoing CEO as part of FY24 and his support in transitioning the leadership role to the new CEO.

11.4.6 FY24 STI Outcomes

The outcomes of the STI plan reflect a strong delivery of results against targets in FY24 across the business units. Business Unit specific KPI results varied, as did the People KPIs. Safety KPIs achieved strong results.

For both the CFO and Global Rice CEO, the payouts were above average compared to other business units based on the strong performance in Global Rice and the Group.

Taking into consideration the Individual Performance element that impacts the overall STI results, the payouts outlined below were achieved from a potential 187.5% (150% in the case of the CEO) maximum opportunity:

KMP	Target STI opportunity $	As a % of TFR	STI Outcome $	FY24 STI % Achieved	FY23 STI % Achieved
Chief Executive Officer, Rob Gordon [1]	$250,000	23%	$250,000	100%	148%
Chief Executive Officer, Paul Serra [2]	$786,475	100%	$1,167,056	148%	N/A
Chief Financial Officer	$311,400	40%	$554,681	178%	147%
Chief Executive Officer, Global Rice	$292,600	40%	$433,780	148%	139%

1. Chief Executive Officer, Rob Gordon, received an agreed pro-rated STI of $250,000 for participation in the STI plan for FY24 (refer to section 11.4.5)
2. Chief Executive Officer, Paul Serra received a pro-rated STI for the period he participated in the Plan from 3 July 2023 (being the commencement date of his employment with SunRice) to 30 April 2024.

11.4.7 Long-Term Incentive (LTI) plan

The LTI plan is a share plan under which eligible participants are offered B Class Share Rights that will vest over a three-year term, subject to the achievement of performance hurdles and service criteria.

LTI plans are granted annually to reward superior performance and the achievement of long-term goals and encourage retention of critical key talent.

New Chief Executive Officer, Executives and other eligible employees – consistent across all annual plans

Eligibility	Executives (including the Chief Executive Officer, Paul Serra) and other employees invited to participate. The outgoing Chief Executive Officer, Rob Gordon, participated in a separate LTI plan, the details of which are included in section 11.4.9.
Instrument	Equity
Quantum	An amount determined as a target percentage of Total Fixed Remuneration. Participants are also entitled to receive an additional grant of B Class Shares for an amount equivalent to dividends that may be payable during the vesting period (and up to the exercise date) on any vested B Class Share Rights.
Performance period	Three-year performance period commencing 1 May of the first year of the performance period.
Performance hurdles	The Board selects relevant performance measures to align with increased shareholder value and growers' interest applicable for each plan. B Class Share Rights will lapse if performance conditions are not met.
Vesting schedule	Performance is assessed over the three-year period and B Class Share Rights vest at the end of the performance period. Participants are able to exercise any B Class Share Right that vest up to 7 years from the Rights issue date. Vested but unexercised B Class Share Rights are automatically exercised in the first Trading Window on or after the Last Exercise Date if they are not exercised by then.
Last Exercise Date	7 years from the issue date.
Termination	The Board retains discretion to cancel any unpaid, unvested or deferred LTI in part or in full including in the event of financial misstatements. B Class Share Rights are forfeited on cessation of employment unless the Board determines otherwise.

11.4.8 Details of new Chief Executive Officer, Executives and other eligible employees LTI plans

	FY22-FY24 LTI plan	FY23-FY25 LTI plan	FY24-FY26 LTI plan
Quantum	Quantum is determined based on a target percentage of Total Fixed Remuneration, and the Volume Weighted Average Price (VWAP) of B Class Shares traded on the ASX over the last five traded days prior to 1 May 2021, being the commencement of the performance period ($6.65). Total plan participants (including KMP): 350,700 B Class Share Rights granted. Chief Financial Officer: 43,000 B Class Share Rights granted. Chief Executive Officer, Global Rice: 43,000 B Class Share Rights granted.	Quantum is determined based on a target percentage of Total Fixed Remuneration, and the VWAP of B Class Shares traded on the ASX over the last nine traded days prior to 1 May 2022, being the commencement of the performance period ($6.75). Total plan participants (including KMP): 313,400 B Class Share Rights granted. Chief Financial Officer: 45,000 B Class Share Rights granted. Chief Executive Officer, Global Rice: 45,000 B Class Share Rights granted.	Quantum is determined based on a target percentage of Total Fixed Remuneration, and the VWAP of B Class Shares traded on the ASX over the last nine traded days prior to 1 May 2023, being the commencement of the performance period ($6.17). Total plan participants (including KMP): 423,188 B Class Share Rights granted. Chief Executive Officer, Paul Serra: 115,388 B Class Share Rights granted. Chief Financial Officer: 50,000 B Class Share Rights granted. Chief Executive Officer, Global Rice: 50,000 B Class Share Rights granted.
Performance period	1 May 2021 to 30 April 2024	1 May 2022 to 30 April 2025	3 July 2023 (the commencement date of employment) to 30 April 2026 for the CEO and 1 May 2023 to 30 April 2026 for all other participants.
Grant date	26 July 2021	18 July 2022	23 August 2023 for the CEO and 14 July 2023 for all other participants.
Rights Issue date	16 August 2021	10 August 2022	28 August 2023 for the CEO and 26 July 2023 for all other participants.
Fair Value of B Class Share Rights granted	The fair value of the B Class Share Rights at grant date was determined by taking the market price of the company's B Class Shares on that date ($6.70). No adjustment was required as participants are eligible to receive dividends on their B Class Share Rights during the three year vesting period.	The fair value of the B Class Share Rights at grant date was determined by taking the market price of the company's B Class Shares on that date ($7.00). No adjustment was required as participants are eligible to receive dividends on their B Class Share Rights during the three year vesting period.	The fair value of the B Class Share Rights at grant date was determined by taking the market price of the company's B Class Shares on that date ($6.76 for the new CEO and $6.42 for all other participants). No adjustment was required as participants are eligible to receive dividends on their B Class Share Rights during the three year vesting period.
KPIs included in Performance hurdles	30% Maximisation of Riverina Grower Returns over time 30% Value Creation for Investors measured as Return on Capital Employed (ROCE) exceeding a Weighted Average Cost of Capital (WACC) based target. 20% Strategic Revenue Growth to secure a strong future for SunRice and its shareholders. 20% People Engagement	30% Maximisation of Riverina Grower Returns over time 30% Value Creation for Investors measured as ROCE exceeding a WACC based target. 20% Strategic Revenue Growth to secure a strong future for SunRice and its shareholders. 20% People Engagement	30% Maximisation of Riverina Grower Returns over time 30% Value Creation for Investors measured as ROCE exceeding a WACC based target. 20% Strategic Revenue Growth to secure a strong future for SunRice and its shareholders. 20% People Engagement
Vesting schedule	Performance is assessed over the three-year performance period and B Class Share Rights vest on 30 April 2024 (with B Class Shares Rights being exercisable into B Class Shares for a period of up to 7 years after their issue date).	Performance is assessed over the three-year performance period and B Class Share rights vest on 30 April 2025 (with B Class Share Rights being exercisable into B Class Shares for a period of up to 7 years after their issue date).	Performance is assessed over the three-year performance period and B Class Share Rights vest on 30 April 2026 (with B Class Share rights being exercisable into B Class Shares for a period of up to 7 years after their issue date).
Forecasted / Actual vesting	Based on the achieved results against the plans performance hurdles and participating KMP, the LTI B Class Share Rights vested at 100%, resulting in a 0% forfeiture (except for employees that were no longer with the business as at 30 April 2024).	At present the plan is being accrued for on the assumption of 100% vesting for the participating KMP and other eligible employees, with 0% forfeiture (except for employees that were no longer with the business as at 30 April 2024).	At present the plan is being accrued for on the assumption of 100% vesting for the participating KMP and other eligible employees, with 0% forfeiture (except for employees that were no longer with the business as at 30 April 2024).

11.4.9 FY22-FY24 Chief Executive Officer, Rob Gordon LTI plan

At the 2020 Annual General Meeting, and in accordance with the former Chief Executive Officer's employment contract, the Board invited the former Chief Executive Officer to participate in the FY22-FY24 LTI plan in the form of B Class Share Rights. No additional LTI offer was made to the former Chief Executive Officer in FY24.

As outlined in 11.4.7 and 11.4.8 the new CEO is participating in the Group LTI plan.

Former Chief Executive Officer LTI Plan

Instrument	Equity.
Quantum	550,000 B Class Share Rights granted. Quantum was determined based on an uplift (overall of 8% or 3% per annum) on the previous quantum of 507,932 (set back in January 2019) in relation to the FY19-FY21 CEO LTI plan. The annual quantum value (excluding dividends) equated to 66% of the CEO's fixed remuneration on 1 May 2021. The CEO was also entitled to receive an additional grant of B Class Shares for an amount equivalent to dividends payable during the vesting period (and up to the exercise date) on any vested B Class Share Rights.
Performance period	Three-year financial period from 1 May 2021 to 30 April 2024 (with the service period deemed to start immediately after the Annual General Meeting in August 2020). Performance conditions applied over the vesting period.
Grant date	28 August 2020
Rights Issue date	1 September 2020
Fair Value of B Class Share Rights granted	The accounting fair value of the B Class Share Rights at grant date was determined by taking the market price of the Company's B Class Shares on that date ($5.21). No adjustment was required as dividends could be received by the former Chief Executive Officer on his B Class Share Rights during the vesting period.
Vesting schedule	Based on progress against the performance hurdles, 50% of the B Class Share Rights vested 18 months after the commencement of the performance period on 31 October 2022. The Board assessed the performance to that date, as outlined in the Forecasted/Actual vesting section below to determine the vesting as at 31 October 2022. The 50% residual B Class Share Rights were pro-rated based on the CEO retiring in August 2023. The Board assessed the performance at that time to confirm progress against the performance hurdles and therefore final vesting outcome. The CEO is entitled to exercise the B Class Share Rights that vested within 7 years from the Rights issue date. Vested but unexercised Rights will be automatically exercised in the first Trading Window on or after the Last Exercise Date if they are not exercised by that time.
Last Exercise Date	7 years from the issue date.
Termination	In line with the plan rules, the CEO received a pro-rata number of B Class Shares as a result of his employment ceasing due to genuine retirement in August 2023.
Performance hurdles	The Board selected the following performance measures to ensure that the Chief Executive Officer's remuneration was aligned with increased shareholder value and growers' interests: • 30% Maximise Grower Return over time to achieve budgeted price per paddy tonne • 30% Value Creation for Investors being a measure of ROCE exceeding a WACC based target over the performance period • 20% Strategic Revenue Growth – measured by compounded growth to secure a strong future for SunRice and its shareholders • 20% People and Culture – KPIs including the bench strength for management succession and future leaders. B Class Share Rights were to lapse where performance conditions were not met.
Actual vesting	As at 31 October 2022, and in accordance with the vesting schedule detailed above, 275,000 B Class Share Rights (50% of the original grant) vested based on the Board's assessment that performance measures were on track for achievement at the end of the three-year performance period. At the time of the former CEO's retirement in August 2023, the Board considered that the vesting continued to be on track to achieve 100% of the performance hurdles at the end of the three-year performance period. As a result, the Board confirmed that the 50% residual LTI B Class Share Rights originally granted were to vest at 100%. The CEO therefore received a pro-rated portion based on his time on the plan, resulting in a total of 152,778 (56%) B Class Share Rights vesting from the potential 275,000. Consequently, 122,222 (44%) B Class Share Rights were forfeited, in line with the plan rules on cessation of employment. When the former CEO chooses to exercise these B Class Share Rights in the future, an additional amount of B Class Shares equivalent to the dividend amount paid during the period from 1 May 2021 to the chosen exercise date will also be provided to the CEO. Overall, the LTI plan vested at 78%, resulting in a 22% forfeiture.

11.4.10 Other Equity Plans – Retention based

Other share plans, whereby eligible participants (including the new CEO, CFO and Global Rice CEO) are invited to accept an offer of B Class Share Rights, have been designed, tailored and offered to address the specific need to attract and/or retain talent during the volatile period of significant turnover globally in the last few years, as well as the change with the retirement of the former CEO, Rob Gordon and commencement of the new CEO, Paul Serra.

These plans vest over a specified period of time (the duration of which can vary) and are only subject to service conditions.

Executives, including the new CEO (and other eligible employees) – consistent across all plans

Eligibility	Executives (including Chief Executive Officer, Paul Serra) and other eligible employees (by invitation only).
Instrument	Equity.
Quantum	Quantum is determined based on an individual's specific circumstances. Participants are also entitled to receive an additional grant of B Class Shares for an amount equivalent to dividends that may be payable during the vesting period (and up to the exercise date) on any vested B Class Share Rights.
Performance hurdles	Only service conditions apply for the CEO, CFO and Global Rice CEO and for other participants. No performance conditions are included as the B Class Share Rights are offered as a retention mechanism.
Vesting schedule	Participants are entitled to exercise any B Class Share Rights that vest within 7 years from the rights issue date. Vested but unexercised B Class Share Rights will be automatically exercised in the first Trading Window on or after the Last Exercise Date if they are not exercised by that time.
Last Exercise Date	7 years from the issue date.
Termination	The Board retains discretion to cancel any unpaid, unvested or deferred B Class Share Rights in part or in full in the event of financial misstatements. B Class Share Rights are forfeited on cessation of employment unless the Board determines otherwise.

11.4.11 Details of Executives, including the new CEO (and other eligible employees) Other Equity plans

	FY22 Other Equity plans	FY23 Other Equity plans	FY24 Other Equity plans
Quantum	Total plan participants (including KMP): 213,020 B Class Share Rights granted. Global Rice CEO: 100,000 B Class Share Rights granted. The CFO did not participate in any Other Equity plan.	Total plan participants (including KMP): 1,126,980 B Class Share Rights granted. CFO and Global Rice CEO: 150,000 B Class Share Rights granted each.	Total plan participants: 377,300 B Class Share Rights granted. CEO, Paul Serra: 150,000 B Class Share Rights. The CFO and Global Rice CEO did not participate in any Other Equity Plan.
Retention period	Global Rice CEO scheme covering the period from 19 July 2021 to 31 July 2023. For other participants, the terms vary and are advised in an individual invitation letter.	CFO scheme covering the period from 15 December 2022 to 1 December 2024. Global Rice CEO scheme covering the period from 15 December 2022 to 1 May 2025. For other participants, the terms vary and are advised in an individual invitation letter.	CEO, Paul Serra scheme covering the period from 3 July 2023 (being the commencement date of employment) to 30 April 2025. For other participants, the terms vary and are advised in an individual invitation letter.
Grant date	26 July 2021 for the Global Rice CEO. Grant dates vary for other participants invited to the plan.	15 December 2022 for the CFO and Global Rice CEO. Grant dates vary for other participants invited to the plan.	23 August 2023 for the CEO, Paul Serra. Grant dates vary for other participants invited to the plan.
Rights Issue date	Global Rice CEO: 16 August 2021 For other participants, dates vary and are aligned to the invitation letters.	CFO and Global Rice CEO: 10 January 2023 For other participants, dates vary and are aligned to the invitation letters.	CEO, Paul Serra: 28 August 2023 For other participants, dates vary and are aligned to the invitation letters.
Fair Value of B Class Share Rights granted	Global Rice CEO: The accounting fair value of the B Class Share Rights at grant date was determined by taking the market price of the Company's B Class Shares on that date ($6.70). No adjustment was required as dividends can be received by the Global Rice CEO on her B Class Share Rights during the vesting period. For other participants, the accounting fair value of the B Class Share Rights at grant date was determined using similar mechanisms at the relevant grant dates.	CFO and Global Rice CEO: The accounting fair value of the B Class Share Rights at grant date was determined by taking the market price of the Company's B Class Shares on that date ($6.62). No adjustment was required as dividends can be received by the CFO and Global Rice CEO on the B Class Share Rights during the vesting period. For other participants, the accounting fair value of the B Class Share Rights at grant date was determined using similar mechanisms at the relevant grant dates.	CEO, Paul Serra: The accounting fair value of the B Class Share Rights at grant date was determined by taking the market price of the Company's B Class Shares on that date ($6.76). No adjustment was required as dividends can be received on the B Class Share Rights during the vesting period. For other participants, the accounting fair value of the B Class Share Rights at grant date was determined using similar mechanisms at the relevant grant dates.

11.4.11 Details of Executives, including the new CEO (and other eligible employees) Other Equity plans (continued)

	FY22 Other Equity plans	FY23 Other Equity plans	FY24 Other Equity plans
Vesting schedule	The Global Rice CEO's B Class Share Rights vest provided she remains employed (and not in a notice period following resignation) at the conclusion of the vesting period, on 31 July 2023. For other participants, dates vary and are aligned to the invitation letters.	The CFO's B Class Share Rights will vest in 2 tranches provided he remains employed (and not in a notice period following resignation) at the conclusion of the relevant vesting period, being 50,000 B Class Share Rights on 1 December 2023, and 100,000 B Class Share Rights on 1 December 2024. The Global Rice CEO's B Class Share Rights will vest in 3 tranches provided she remains employed (and not in a notice period following resignation) at the conclusion of the relevant vesting period, being 25,000 B Class Share Rights on 1 December 2023, 100,000 B Class Share Rights on 1 December 2024, and 25,000 B Class Share Rights on 1 May 2025. For other participants, dates vary and are aligned to the invitation letters.	The CEO, Paul Serra's B Class Share Rights will vest in 2 tranches provided he remains employed (and not in a notice period following resignation) at the conclusion of the relevant vesting period, being 50,000 B Class Share Rights on 1 May 2024, and 100,000 B Class Share Rights on 1 May 2025. For other participants, dates vary and are aligned to the invitation letters.
Forecasted / Actual vesting	The Global Rice CEO's B Class Share Rights vested at 100%, resulting in 0% forfeiture. For the other participants who completed the relevant service periods (and only for those participants), their related B Class Share Rights vested at 100% at the conclusion of the vesting period, resulting in a 0% forfeiture.	The CFO's 50,000 B Class Share Rights from the first tranche vested on 1 December 2023. The Global Rice's CEO's 25,000 B Class Share Rights from the first tranche vested on 1 December 2023. For the other participants who completed the relevant service periods (and only for those participants), their related B Class Share Rights vested at 100% during FY24, resulting in a 0% forfeiture. At present the remaining unvested plans or components of plans are being accrued for on the assumption of 100% vesting for the CFO, Global Rice CEO and other eligible participants who have not yet completed the service requirement, with 0% forfeiture (except for employees that were no longer with the business as at 30 April 2024).	At present the plans are being accrued for on the assumption of 100% vesting for the participating employees (including the CEO, Paul Serra), with 0% forfeiture (except for employees that were no longer with the business as at 30 April 2024).

11.4.12 Employee Share Scheme (ESS) (myShare Plan)

Following the Board's approval, the following offers under the Employee Share Scheme (ESS) to eligible employees who are Australian Tax Residents have been made:

Employee Share Scheme (ESS)

Instrument	The plan operates by way of either an after-tax employee payroll contribution with a company matching arrangement for either $250, $500, $750 or $1,000, and/or employees having the option to salary sacrifice between $1,000 and $5,000 (in specified increments), to purchase B Class Shares from their pre-tax salary. A $7,000 limit per employee applies including the company's matching portion.	
Termination	On termination of employment, any amount outstanding in respect of purchased B Class Shares, will be deducted from final pay (or is payable to the company), unless the employee chooses to discontinue participation and forfeit any unpaid B Class Shares. Any applicable restriction period for B Class Shares awarded under the ESS will end following the employee's termination.	
Offer	July 2022 Offer	September 2023 Offer
Grant date	11 July 2022	29 September 2023
Issue price	$7.44, based on the VWAP of B Class Shares traded on the ASX over the last nine days on which B Class Shares were traded prior to 30 June 2022. Due to the matching offer in the plan, no discount was applied.	$6.42, based on the VWAP of B Class Shares traded on the ASX over the last nine days on which B Class Shares were traded prior to 15 September 2023. Due to the matching offer in the plan, no discount was applied.
B Class Shares issued	89,881 B Class Shares including 940 B Class Shares which were issued to the Chief Financial Officer. This also included 25,726 B Class Shares issued under the matching component of the plan, of which 134 were issued to the Chief Financial Officer. The Chief Executive Officer, Rob Gordon and the Global Rice CEO did not participate in the July 2022 ESS offer.	113,399 B Class Shares. This also included 32,195 B Class Shares issued under the matching component of the plan. No KMP participated in the September 2023 ESS offer.

11.4.13 Non-executive Director Fees Sacrifice B Class Share Acquisition Plan (NEDs Plan)

The Non-executive Director Fees Sacrifice B Class Share Acquisition Plan, established in 2022, was introduced to support Non-executive Directors to build their shareholdings in the Company and as a mean of enhancing the alignment of interests between Non-executive Directors and B Class Shareholders generally.

The Company has set a minimum shareholding required of one time the Non-executive Director base fee.

The following offer was made during the year:

Non-executive Director Fee Sacrifice B Class Share Acquisition Plan

Instrument	The plan operates by way of a Director fee sacrifice plan (over a twelve month period), which allows Non-executive Directors to sacrifice up to 100% of their annual Directors' base fees to acquire B Class Share Rights at the value described below. Each B Class Share Right is a right to receive a fully-paid B Class Share, subject to the terms of the grant. Non-executive Directors B Class Share Rights are rights to acquire B Class Shares in the Company for nil consideration, conditional on the participant continuing to hold office as a Director of the Company until the B Class Share Rights convert to B Class Shares. B Class Share Rights are granted once a year.
Quantum	Quantum is determined based on an amount elected by the Non-executive Director of up to 100% of their Director's base fees, and the VWAP of B Class Shares traded on the ASX over the last five traded days prior to Grant date.
Rights vest and convert to Restricted B Class Shares	B Class Share Rights vest and convert into fully paid B Class Shares subject to a disposal restriction ("Restricted B Class Share") in the first trading window following grant of the B Class Share Rights. B Class Shares acquired when B Class Share Rights convert are restricted from sale for a period nominated by the Non-executive Director when electing to participate in the plan for the relevant year. The restriction period will end earlier than the elected period if the Non-executive Director retires from the Board.
Performance Conditions	Nil (in effect this is a share purchase plan for Non-executive Directors, similar to the Group's ESS for other employees)
Treatment of dividends	B Class Share Rights do not have voting or dividend rights. Restricted B Class Shares carry the same dividend, voting and other rights as B Class shares.
Termination	If the participant ceases to hold office as a Director of the Company before the B Class Share Rights convert to B Class Shares, the Non-executive Director has the option to contribute the outstanding amount. Alternatively, a pro-rata number of B Class Share Rights will vest and convert to B Class Shares based on the quantum of Director fees contributed over the period until the time the Director retired from the Board. For B Class Shares acquired on conversion of B Class Share Rights that are subject to restrictions, the restriction period will end when the participant ceases to be a Non-executive Director.

11.4.13 Details of Non-executive Director Fees Sacrifice B Class Share Acquisition Plan (NEDs Plan)

Non-executive Director Fee Sacrifice B Class Share Acquisition Plan

Offer date	20 April 2022	17 February 2023
Quantum	Total plan participants: 4 Non-executive Directors. 13,098 B Class Share Rights granted.	Total plan participants: 3 Non-executive Directors. 9,400 B Class Share Rights granted.
Grant date	1 September 2022	3 July 2023
Vesting date	16 December 2022	15 December 2023
Issue price	$7.17, based on the VWAP of B Class Shares traded on the ASX over the last five days on which B Class Shares were traded prior to 1 September 2022.	$6.49, based on the VWAP of B Class Shares traded on the ASX over the last five days on which B Class Shares were traded prior to 3 July 2023.

11.4.14 Employee Share Sale Plan (ESSP)

Following the Board's approval, an Employee Share Sale Plan was introduced to facilitate the off-market B Class Share purchase by the SunRice Group of vested/unrestricted B Class Shares sold by employees through the Ricegrowers Limited Employee Share Trust.

This program can be offered to employees to the extent that the Employee Share Trust has a genuine need for the B Class Shares bought back and only buys the quantity of B Class Shares required in the foreseeable future (i.e. in the upcoming year for events such as the vesting and exercise of LTI and other equity plans).

The rules of the plan are set out below:

Employee Share Sale Plan (ESSP)

Key terms and conditions	The minimum buy-back parcel is 1,000 B Class Shares. The plan is open to all active employees as well as former employees that have ceased their employment within the 6 months prior to the plan opening (with the plan generally opening twice a year for a short period of time after the release of the half year and full year financial results). The plan is not open to the SunRice Group Non-executive Directors. Proceeds are distributed to the individual's bank accounts rather than through payroll. The plan can be terminated at any time by SunRice. Employees wishing to participate in the offer must not have been identified as having, or potentially having, information that is or may become inside information. The CEO & other KMP must notify the Chairman and Company Secretary of their intention to trade prior to participating in the offer.

	FY23	**FY24**
Activity during the year	During the FY23, 200,335 B Class Shares were purchased by the Ricegrowers Limited Employee Share Trust from employees. This included 120,661 B Class Shares purchased from the former Chief Executive Officer, Rob Gordon. The Chief Financial Officer and Chief Executive Officer, Global Rice did not participate in the ESSP in FY23. The transaction price of $6.70 was based on the five day VWAP at 10 January 2023.	During the FY24 338,468 B Class Shares were purchased by the Ricegrowers Limited Employee Share Trust from employees. This included 200,000 B Class Shares purchased from former Chief Executive Officer, Rob Gordon. The Financial Officer and Chief Executive Officer, Global Rice did not participate in the ESSP in FY24. The transaction price of $6.35 was based on the five day VWAP prior to 15 July 2023. The new Chief Executive Officer, Paul Serra did not qualify to participate as he had no vested and exercisable B Class Shares during FY24.

11.5 Executive Remuneration tables

	Short term benefits				Post-employment benefits		Long term benefits (non cash)	
Name	Cash Salary & Fees $	Cash Bonus (1) $	Non-Monetary (2) $	Annual & Long Service Leave (3) $	Super-annuation $	Total Paid & Payable cash benefit $	Share-based Payments (4) $	Performance related %
P Serra (5)								
2024	**768,834**	**1,167,056**	**37,875**	**21,649**	**22,832**	**2,018,246**	**874,691**	**71**
2023	-	-	-	-	-	-	-	-
D Courtelis								
2024	**751,452**	**554,681**	**13,500**	**-5,726**	**27,048**	**1,340,955**	**832,117**	**64**
2023	719,995	437,920	11,460	24,937	25,005	1,219,317	555,984	56
B Tumbers								
2024	**704,452**	**433,780**	**13,500**	**16,285**	**27,048**	**1,195,065**	**886,099**	**63**
2023	674,995	388,544	11,460	39,130	25,005	1,139,134	764,606	61
Former KMP - R Gordon (6)								
2024	**469,876**	**250,000**	**4,678**	**59,100**	**11,065**	**794,719**	**88,441**	**38**
2023	1,474,995	1,110,000	11,460	-22,369	25,005	2,599,091	386,915	50

1. Cash Bonus, Share-based Payments and annual increases to Cash Salary are impacted by performance. Cash Salary and Fees have however not been included as "performance related" in the above table.
2. Non-monetary benefits include benefits such as car parking and relocation expenses (applicable to P Serra). FBT is applicable on car parking for 2024 at a value of $6,583 (2023: Nil).
3. Annual and Long Service Leave represent the change in provisions during the reporting periods.
4. Share Based Payments include amounts awarded under the LTI plan and Other Equity plans.
5. Chief Executive Officer, Paul Serra's remuneration reflects his pro-rated earnings based on his start date from 3 July 2023 to 30 April 2024. With regards to the TFR component of his remuneration, had Paul Serra commenced employment on 1 May 2023 and therefore been employed for the full duration of FY24, cash salary and fees as well as cash bonus payments would have been $922,952, and $1,409,711 respectively. Refer to section 11.4.2.
6. There were no Termination benefits to be reported on in 2024 (2023: Nil).

11.6 Remuneration of Non-executive Directors

The Board aims to set Non-executive Director remuneration at a level that enables the attraction and retention of Directors of the highest calibre, while incurring a cost that is acceptable to shareholders.

The remuneration of the Non-executive Directors is determined by the Board on recommendation from the People and Remuneration Committee within a maximum fee pool.

Non-executive Directors receive a base fee and statutory superannuation contributions.

Non-executive Directors do not receive any performance-based pay.

Non-executive Director (NEDs) Remuneration Fees
In setting remuneration, the People and Remuneration Committee undertakes an annual process to ensure:

- Remuneration is reflective of the market and takes into consideration comparator companies and peers within the Fast Moving Consumer Goods (FMCG), agribusiness and rural sectors; and
- Financial interests of Non-executive Directors and shareholders are aligned.

The People and Remuneration Committee continues to review the Non-executive Director fees to ensure the attraction and retention of high calibre Board members, whilst balancing the spend and quantum of Directors included in the fee pool.

Effective 1 May 2023, the Board approved an annual increase to the Remuneration fees, with a commitment to consider the fees following a benchmark review.

In November 2023, a comprehensive review against the peer group resulted in the People and Remuneration Committee recommending to the Board a further adjustment to align the Committee fees closer to the market and, in particular, aligning the Chair fees for the Grower Services Committee and Safety Health and Sustainability Committee to that of the other Committee Chairs. This was in recognition of the expanding responsibilities, governance and compliance undertaken by the Committee Chairs.

Also effective 1 July 2023, the superannuation contributions increased from 10.5% to 11% in line with legislation.

The applicable fees effective 1 November 2023 are reflected in the Director FY24 fee structure detailed on the next page.

Fee pool
The maximum amount of fees that can be paid to Non-executive Directors is capped by a pool approved by shareholders. At the 2020 Annual General Meeting, shareholders approved the current fee pool of $1,500,000 per annum.

The total fees paid in the reporting period (including superannuation contributions in respect of Directors' remuneration and excluding payments made by Trukai Industries Limited which are excluded from the pool) was $1,299,591 (2022: $1,242,429), utilising 87% (2023: 83%) of the total fee pool.

Following market related remuneration adjustments in FY25 the fee pool utilisation rate will once again be over 90% due to the number of fees payable across the large board. Unlike other comparative ASX companies, there are currently nine Directors. This higher than average number of Directors, will therefore mean the fee pool will require a further increase to make sufficient headway to accommodate future fees. As a result, a request to increase the fee pool will be sought at the 2025 AGM.

Directors attending to the business of the Group are reimbursed for the reasonable cost of travel and reasonable out of pocket expenses. These costs are excluded from the Director Fee Pool.

Directors fee structure

Fees - excluding superannuation	2024 $	2023 $
Board Chair	216,216	194,314
Board Deputy Chair	144,144	130,000
Board Member	100,901	91,196
Independent Committee Member	9,930	9,500
Finance, Risk and Audit Committee Chair	23,750	22,727
Finance, Risk and Audit Committee Member	11,712	9,000
People & Remuneration Committee Chair	19,820	18,182
People & Remuneration Committee Member	10,811	8,000
Grower Services Committee Chair	19,820	10,909
Grower Services Committee Member	9,009	5,455
Safety Health and Sustainability Committee Chair	19,820	13,636
Safety Health and Sustainability Committee Member	9,009	5,455

No fees are paid to the Chair of the Independent Committee (which rotates each meeting) or the Chair or Members of the Nomination Committee.

Non-executive Directors of the SunRice Group who are Directors of Trukai Industries Limited also received annual Director Fees for their roles in recognition of the additional workload associated with management of an operation based in Papua New Guinea. The Chairman is entitled to an annualised fee of $10,098 (PGK 25,000) and the Board Member an annualised fee of $8,078 (PGK 20,000).

Non-executive Director Statutory Remuneration

The table below outlines the aggregate of all Directors' fees received by a Director in respect of the SunRice Group and any of its subsidiaries (including Trukai Industries Limited) during the current and previous reporting periods.

	Short term benefits		Post-employment benefits	Total
Current Directors	Cash Salary and Fees $	Cash Salary and Fees Other Controlled Entities $	Superannuation $	$
LJ Arthur				
2024	**209,638**	-	**22,898**	**232,536**
2023	194,314	-	20,241	214,555
M De Bortoli (appointed 23 August 2023)				
2024	**78,365**	-	**8,620**	**86,985**
2023	-	-	-	-
J Bradford [2]				
2024	**165,123**	**10,098**	**18,041**	**193,262**
2023	130,832	10,418	13,647	154,897
L Catanzaro [3]				
2024	**146,697**	-	**10,110**	**156,807**
2023	131,423	-	13,690	145,113
A Crane [3]				
2024	**135,627**	-	**14,816**	**150,443**
2023	123,332	-	12,847	136,179
I Glasson [3]				
2024	**138,002**	-	**15,074**	**153,076**
2023	127,878	-	13,321	141,199
I Mason [1]				
2024	**112,810**	**8,078**	**12,324**	**133,212**
2023	102,106	8,334	10,636	121,076
J Zanatta				
2024	**124,272**	-	**13,577**	**137,849**
2023	111,105	-	11,573	122,678

1. Includes fees paid as Member of the Directors of the Trukai Industries Limited Board.
2. Includes fees paid as Chairman of the Directors of the Trukai Industries Limited Board.
3. In FY24, L Catanzaro, A Crane, and I Glasson sacrificed $20,000, $23,000, and $18,000 of their cash salary and fees respectively (representing 14%, 17% and 13% of their cash salary and fees respectively) to acquire B Class Shares under the Non-executive Director Fee Sacrifice B Class Share Acquisition Plan. In FY23, L Catanzaro, A Crane, L Vial and I Glasson sacrificed $18,000, $23,000, $35,000 and $18,000 of their cash salary and fees respectively representing 14%, 19%, 34% and 14% of their cash salary and fees respectively. The number of B Class Shares acquired through this plan is disclosed in section 11.7.

	Short term benefits		Post-employment benefits	Total
Former Directors	Cash Salary and Fees $	Cash Salary and Fees Other Controlled Entities $	Superannuation $	$
J Morton (retired 23 August 2023) [4]				
2024	**33,402**	**-**	**3,101**	**36,503**
2023	102,106	-	10,636	112,742
L Vial (retired 23 August 2023)				
2024	**33,495**	**-**	**3,599**	**37,094**
2023	102,106	-	10,636	112,742

4. J Morton superannuation reflects the impact of a novated vehicle.

11.7 Shareholdings and other mandatory disclosures

Service Agreements

The remuneration arrangements for the SunRice Chief Executive Officer and the Executives are formalised in Service Agreements, as set out below:

Name and Role	Term of Agreement	Notice Periods
P Serra, Group Chief Executive Officer [1]	Rolling contract with no fixed end date	6 months
D Courtelis, Group Chief Financial Officer	Rolling contract with no fixed end date	6 months
B Tumbers, Chief Executive Officer, Global Rice	Rolling contract with no fixed end date	6 months

1. In the first 12 months the Company may terminate employment by providing 12 months' notice, and the CEO may provide 6 months' notice. Thereafter either party may provide 6 months' notice.

Shareholdings

It is the Company's policy (Minimum Shareholding Policy) that each Non-executive Independent Director (NED) has control over B Class Shares in the Company that are worth at least the equivalent of one year's Base Director fees. This policy is expected to be met over a four year period and supports the Non-executive Director Fees Sacrifice B Class Share Acquisition Plan that came into effect in FY23 following approval of the shareholders at the B Class Shareholder meeting in August 2022.

Minimum shareholding requirements

A minimum shareholding requirement was introduced for Executives, KMP and NEDs in 2022. This Policy is intended to support alignment between KMP and the Group's shareholders and requires all KMP, Executives and NEDs to obtain and hold B Class Shares in line with the following details:

Position	Minimum Shareholding Requirement	Timeframe to Acquire
Group Chief Executive Officer and Managing Director	2 X Annual Total Fixed Remuneration	5 years from the time of appointment (or the effective date of the Policy, whichever is later)
Executives (including KMP)	1 X Annual Total Fixed Remuneration	5 years from the time of appointment (or the effective date of the Policy, whichever is later)
Non-executive Directors	1 X Annual Base Fees	4 years from the time of appointment (or the effective date of the Policy, whichever is later)

Directors' and other KMP interests in A and B Class Shares of the SunRice Group

	A Class Shares		
Director	Held at 30 April 2023	Acquired during the year	Held at 30 April 2024
LJ Arthur	2	-	**2**
P Serra	-	-	**-**
M De Bortoli [1]	2	-	**2**
J Bradford	2	-	**2**
L Catanzaro	-	-	**-**
A Crane	-	-	**-**
I Glasson	-	-	**-**
I Mason	2	-	**2**
J Zanatta	2	-	**2**

1. A Class Shares disclosed for M De Bortoli are held by De Bortoli Wines Pty Ltd of which she was appointed the Corporate Representative on 3 April 2021.

	A Class Shares		
Former director	Held at 30 April 2023	Acquired during the year	Held at 23 August 2023
R Gordon (retired 23 August 2023)	-	-	**-**
J Morton (retired 23 August 2023)	2	-	**2**
L Vial (retired 23 August 2023)	2	-	**2**

B Class Shares in tables below only include B Class Shares that were on issue as at 30 April 2024. B Class Shares Rights that have vested on or before 30 April 2024 upon completion of a share plan but were not yet exercised by that time are not included in these tables as the B Class Shares will only be issued (or allocated from the Employee Share Trust) after they are exercised at a future date.

Director	B Class Shares Held at 30 April 2023	Acquired via DRP	Acquired via NEDs Plan	Disposed via ESSP	Held at 30 April 2024
LJ Arthur	271,146	9,802	-	-	**280,948**
P Serra	-	-	-	-	**-**
M De Bortoli [(1)]	6,200	-	-	-	**6,200**
J Bradford	41,789	3,645	-	-	**45,434**
L Catanzaro	8,545	294	3,082	-	**11,921**
A Crane	3,205	362	3,544	-	**7,111**
I Glasson	29,107	2,321	2,774	-	**34,202**
I Mason	163,509	14,264	-	-	**177,773**
J Zanatta	28,430	1,613	-	-	**30,043**

1. B Class Shares disclosed for M De Bortoli are held by De Bortoli Wines Pty Ltd of which she was appointed the Corporate Representative on 3 April 2021.

Former director	B Class Shares Held at 30 April 2023	Acquired via DRP	Acquired via NEDs Plan	Disposed via ESSP	Held at 23 August 2023
R Gordon (retired 23 August 2023)	563,580	-	-	200,000	**363,580**
J Morton (retired 23 August 2023)	153,718	9,602	-	-	**163,320**
L Vial (retired 23 August 2023)	141,515	8,346	-	-	**149,861**

Other KMP	B Class Shares Held at 30 April 2023	Acquired via DRP	Acquired via ESS	B Class Share Rights exercised	Held at 30 April 2024
D Courtelis	78,125	-	-	54,000	**132,125**
B Tumbers	-	-	-	-	**-**

The aggregate number of B Class Shares held by current Directors of SunRice, their related entities and other Key Management Personnel at balance date was:

Issuing entity	2024	2023
Ricegrowers Limited (B Class Shares)	**725,757**	1,482,669

R Gordon, J Morton and L Vial have not been included in this table as they were no longer a KMP at 30 April 2024.

B Class Share rights holdings for each KMP Executive

The table below shows a reconciliation of B Class Share rights in the Company held by each Executive KMP from the beginning to the end of the financial year.

Current Executive KMP	B Class Share Rights Balance at the start of the year	Granted as remuneration	Exercised	Forfeited	Balance at the end of the year	Vested and exercisable
P Serra	-	265,388	-	-	265,388	-
D Courtelis [(1)]	292,000	50,000	54,000	-	288,000	93,000
B Tumbers [(1)]	338,000	50,000	-	-	388,000	168,000

1. At 30 April 2024, had D Courtelis and B Tumbers exercised the 93,000 and 168,000 B Class Share Rights respectively that had vested and were exercisable at that time, an additional amount of 14,694 and 28,746 B Class Shares respectively would have been delivered to them, representing the dividend equivalent earned by the vested B Class Share Rights during the vesting period and up to 30 April 2024. These additional B Class Shares are not included in the shareholding information presented in this section, as these B Class Shares will only be issued when the B Class Share Rights are exercised in the future.

Former Executive KMP	B Class Share Rights Balance at the start of the year	Granted as remuneration	Exercised	Forfeited	Balance at 23 August 2023	Vested and exercisable
R Gordon [(2)] (retired 23 August 2023)	427,778	-	-	-	427,778	427,778

2. At 23 August 2023, had R Gordon exercised the 427,778 B Class Share Rights that had vested and were exercisable at that time, an additional amount of 82,745 B Class Shares would have been delivered to him, representing the dividend equivalent earned by the vested B Class Share Rights during the vesting period and up to 30 April 2024. These additional B Class Shares are not included in the shareholding information presented in this section, as these B Class Shares will only be issued when the B Class Share Rights are exercised in the future. R Gordon ceased to be a member of the Executive KMP on 23 August 2023 and his closing balance is as at that date rather than the end of the financial year.

Number and Value of B Class Share Rights granted, vested and forfeited during the year under the LTI and other equity plans

Details of the B Class Share Rights granted as remuneration, vested, lapsed or forfeited during the year for each Executive KMP is presented in the table below.

B Class Share Rights are granted for nil consideration (i.e. zero exercise price) and vest following performance testing.

						Vested in FY24		Forfeited in FY24		
Current Executive KMP	Plan	Number of B Class Share Rights granted	Grant Date	Fair value at grant date ($)	Financial year in which B Class Share Rights may vest	Number	%	Numbe r	%	Maximum fair value yet to vest[(1)] ($)
P Serra	FY24	265,388	23-Aug-23	6.76	FY25/FY26	-	-	-	-	919,332
D Courtelis	FY22	43,000	26-Jul-21	6.70	FY24	43,000	100	-	-	-
	FY23	45,000	18-Jul-22	7.00	FY25	-	-	-	-	105,000
	FY23	150,000	15-Dec-22	6.62	FY24/FY25	50,000	33	-	-	193,083
	FY24	50,000	14-Jul-23	6.42	FY26	-	-	-	-	214,000
B Tumbers	FY22	143,000	26-Jul-21	6.70	FY24	143,000	100	-	-	-
	FY23	45,000	18-Jul-22	7.00	FY25	-	-	-	-	105,000
	FY23	150,000	15-Dec-22	6.62	FY24/FY25/FY26	25,000	17	-	-	261,566
	FY24	50,000	14-Jul-23	6.42	FY26	-	-	-	-	214,000

						Vested in FY24		Forfeited in FY24		
Former Executive KMP	Plan	Number of B Class Share Rights granted	Grant Date	Fair value at grant date ($)	Financial year in which B Class Share Rights may vest	Number	%	Number	%	Maximum fair value yet to vest[(1)] ($)
R Gordon (retired 23 August 2023)	FY22	550,000	28-Aug-20	5.21	FY23/FY24	152,778	56	-	-	-

1. The maximum value of the B Class Share Rights yet to vest has been determined as the amount of the grant date fair value of the Rights that is yet to be expensed. R Gordon ceased to be a member of the Executive KMP on 23 August 2023 and his closing balance is as at that date.

Other transactions with Directors and other Key Management Personnel

	2024 $	2023 $
Purchases of rice from Directors	10,894,728	5,535,281
Sale of inputs to Directors	171,615	179,333
Other purchases from Directors	-	36,405
Amounts payable at year end	6,777,200	1,975,684

There were no transactions or loans provided to other KMP or their related parties as at the date of this report.

Purchases of rice from Directors were made on identical terms to purchases of rice from other growers.

11.8 Voting and comments made at Ricegrowers Limited's Annual General Meeting

It is noted that at the 2023 AGM held on 23 August 2023, of the votes cast, the Company received 93.08% 'for' vote on the Remuneration Report. Consequently, no additional disclosures have been triggered.

12. Insurance of officers and indemnities

During the year, Directors and Executive Officers of Ricegrowers Limited were insured as part of an insurance policy undertaken against a liability of a nature that is required to be disclosed under the Corporations Act 2001.

In accordance with the Corporations Act 2001, further details have not been disclosed due to the confidentiality provisions included in the insurance contract.

13. Proceedings on behalf of the company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party, for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

No proceedings have been brought or intervened in on behalf of the company with leave of the Court under section 237 of the Corporations Act 2001.

14. Non-audit services

The company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the company and/or the group are important.

Details of the amounts paid or payable to the auditor (PwC Australia) for audit and non-audit services provided during the financial year are set out in note 6c to the financial statements.

The board of directors has considered the position and, in accordance with advice received from the Finance, Risk and Audit Committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The directors are satisfied that the provision of non-audit services by the auditor, as set out in note 6c to the financial statements, did not compromise the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services are provided in accordance with the Group's External Auditor Independence Policy, which is periodically reviewed and approved by the Finance, Risk and Audit committee to ensure the services provided do not impact the impartiality and objectivity of the auditor
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants.

15. Auditor's independence declaration

A copy of the Auditor's Independence Declaration as required under section 307C of the Corporations Act 2001 is set out on page 87.

16. Rounding of amounts

The company is of a kind referred to in ASIC Legislative Instrument 2016/191, relating to the 'rounding off' of amounts in the Directors' report.

Amounts in the Directors' report have been rounded off in accordance with the instrument to the nearest thousand dollars, or in certain cases, to the nearest dollar.

This report is made in accordance with a resolution of the Directors.

For and on behalf of the Board.

LJ Arthur
Chairman

P Serra
Director

27 June 2024

Auditor's Declaration of Independence

Auditor's Independence Declaration

As lead auditor for the audit of Ricegrowers Limited for the year ended 30 April 2024, I declare that to the best of my knowledge and belief, there have been:

(a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

(b) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Ricegrowers Limited and the entities it controlled during the period.

Mark Dow
Partner
PricewaterhouseCoopers

Sydney
27 June 2024

PricewaterhouseCoopers, ABN 52 780 433 757
One International Towers Sydney, Watermans Quay, Barangaroo,
GPO BOX 2650, SYDNEY NSW 2001
T: +61 2 8266 0000, F: +61 2 8266 9999, www.pwc.com.au
Level 11, 1PSQ, 169 Macquarie Street, Parramatta NSW 2150,
PO Box 1155 Parramatta NSW 2124
T: +61 2 9659 2476, F: +61 2 8266 9999, www.pwc.com.au

Financial Report

The following financial statements are consolidated financial statements for the Group consisting of Ricegrowers Limited and its subsidiaries. A list of subsidiaries is included in note 5a.

The financial statements are presented in the Australian currency.

Ricegrowers Limited is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Ricegrowers Limited
57 Yanco Avenue
LEETON NSW 2705

Ricegrowers limited has a dual class share structure, with B Class Shares being able to be held by investors generally and A Class Shares being limited to rice growers who meet the production quotas prescribed by the SunRice Constitution.

Details of this structure are available in the Shareholder Information section of this Annual Report on pages 141 and 142.

B Class Shares of Ricegrowers Limited are publicly traded on the Australian Securities Exchange (ASX) – code SGLLV.

A description of the nature of the Group's operations and its principal activities is included within the Directors' Report on page 65, which is not part of the financial statements.

The financial statements were authorised for issue by the directors on 27 June 2024.

The directors have the power to amend and reissue the financial statements.

All press releases, financial reports and other information are available in the Investors' Centre on our website: https://investors.sunrice.com.au/Investors

Consolidated Income Statement

FOR THE YEAR ENDED 30 APRIL

	Note	2024 $000's	2023 $000's
Sales revenue	2b	1,874,170	1,634,456
Other revenue	2b	5,364	3,567
Revenue from continuing operations		**1,879,534**	**1,638,023**
Other income	2c	12,230	3,342
Changes in inventories of finished goods		(44,635)	73,308
Raw materials and consumables used		(1,088,763)	(1,037,522)
Freight and distribution expenses		(206,341)	(225,954)
Employee benefits expenses		(196,566)	(178,509)
Depreciation and amortisation expenses		(28,824)	(28,344)
Impairment of assets		(10,005)	(5,218)
Finance costs		(19,017)	(14,010)
Other expenses	2d	(210,881)	(155,417)
Profit before income tax		**86,732**	**69,699**
Income tax expense	2f	(18,530)	(14,909)
Profit for the year		**68,202**	**54,790**
Profit for the year is attributable to:			
Ricegrowers Limited B Class shareholders		63,135	52,554
Non-controlling interests		5,067	2,236
		68,202	**54,790**
Earnings per B Class Share for profit attributable to B Class Shareholders			
Basic earnings (cents per B Class Share)	2e	97.5	83.8
Diluted earnings (cents per B Class Share)	2e	95.5	82.5

The above Consolidated Income Statement should be read in conjunction with the accompanying notes.

Consolidated Statement of Comprehensive Income

FOR THE YEAR ENDED 30 APRIL

	Note	2024 $000's	2023 $000's
Profit for the year		**68,202**	**54,790**
Items that may be reclassified to profit or loss			
Changes in the fair value of cash flow hedges	4f	5,180	(2,935)
Exchange differences on the translation of foreign operations	4f	(4,615)	11,321
Income tax relating to items of other comprehensive income	4f	(1,552)	792
Other comprehensive (loss) / income for the year, net of tax		**(987)**	**9,178**
Total comprehensive income for the year		**67,215**	**63,968**
Total comprehensive income for the year is attributable to:			
Ricegrowers Limited B Class shareholders		63,705	60,214
Non-controlling interests		3,510	3,754
		67,215	**63,968**

The above Consolidated Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

Consolidated Balance Sheet

AS AT 30 APRIL

	Note	2024 $000's	2023 $000's
Current assets			
Cash and cash equivalents	4b	32,809	74,295
Receivables	3a	329,539	306,346
Inventories	3b	675,877	569,918
Current tax receivable		255	26
Derivative financial instruments	3j	2,467	598
Total current assets		**1,040,947**	**951,183**
Non-current assets			
Property, plant and equipment including Right-of-Use assets	3f / 3g	252,984	270,114
Investment properties	3h	2,900	2,900
Intangibles	3i	81,282	84,902
Deferred tax assets	2f	22,108	14,561
Derivative financial instruments	3j	-	540
Investments accounted for using the equity method	5b	2,606	2,763
Total non-current assets		**361,880**	**375,780**
Total assets		**1,402,827**	**1,326,963**

	Note	2024 $000's	2023 $000's
Current liabilities			
Payables	3c	252,590	238,067
Amounts payable to Riverina Rice Growers	3c	243,523	112,491
Borrowings including Lease Liabilities	4d / 3g	146,035	299,071
Current tax liabilities		11,611	16,664
Provisions	3d	32,206	30,575
Derivative financial instruments	3j	-	3,356
Total current liabilities		**685,965**	**700,224**
Non current liabilities			
Payables	3c	982	1,013
Borrowings including Lease Liabilities	4d / 3g	110,540	66,658
Provisions	3d	2,028	2,422
Total non-current liabilities		**113,550**	**70,093**
Total liabilities		**799,515**	**770,317**
Net assets		**603,312**	**556,646**
Equity			
Contributed equity	4e	161,467	152,526
Reserves	4f	(5,638)	(11,569)
Retained profits	4f	420,771	392,487
Capital & resources attributable to Ricegrowers Limited B Class shareholders		**576,600**	**533,444**
Non-controlling interests		26,712	23,202
Total equity		**603,312**	**556,646**

The above Consolidated Balance Sheet should be read in conjunction with the accompanying notes.

Consolidated Statement of Changes in Equity

FOR THE YEAR ENDED 30 APRIL

	Note	Attributable to Ricegrowers Limited B Class shareholders					
		Contributed equity $000's	Reserves $000's	Retained Profits $000's	Total $000's	Non-controlling interests $000's	Total Equity $000's
Balance as at 1 May 2022		**142,478**	**(21,405)**	**364,828**	**485,901**	**19,448**	**505,349**
Profit for the year		-	-	52,554	**52,554**	2,236	**54,790**
Other comprehensive income for the year		-	7,660	-	**7,660**	1,518	**9,178**
Total comprehensive income for the year		-	7,660	52,554	**60,214**	3,754	**63,968**
Transactions with owners in their capacity as owners:							
Contribution of equity, net of transaction costs	4e	7,012	-	-	**7,012**	-	**7,012**
Share-based payments - issue of B Class Shares to employees	4f	1,022	(1,022)	-	**-**	-	**-**
Share-based payments - value of employee services	4f	-	6,554	-	**6,554**	-	**6,554**
Issue of treasury shares	4f	2,014	(2,014)	-	**-**	-	**-**
Acquisition of Treasury Shares from employees	4f	-	(1,342)	-	**(1,342)**	-	**(1,342)**
Dividends distributed	4a	-	-	(24,895)	**(24,895)**	-	**(24,895)**
		10,048	2,176	(24,895)	**(12,671)**	-	**(12,671)**
Balance as at 30 April 2023		**152,526**	**(11,569)**	**392,487**	**533,444**	**23,202**	**556,646**
Profit for the year		-	-	63,135	**63,135**	5,067	**68,202**
Other comprehensive income for the year		-	570	-	**570**	(1,557)	**(987)**
Total comprehensive income for the year		-	570	63,135	**63,705**	3,510	**67,215**
Transactions with owners in their capacity as owners:							
Contribution of equity, net of transaction costs	4e	8,941	-	-	**8,941**	-	**8,941**
Share-based payments - value of employee services	4f	-	6,929	-	**6,929**	-	**6,929**
Acquisition of Treasury Shares from employees	4f	-	(2,150)	-	**(2,150)**	-	**(2,150)**
Allocation of treasury shares to employees	4f	-	582	-	**582**	-	**582**
Dividends distributed	4a	-	-	(34,851)	**(34,851)**	-	**(34,851)**
		8,941	5,361	(34,851)	**(20,549)**	-	**(20,549)**
Balance as at 30 April 2024		**161,467**	**(5,638)**	**420,771**	**576,600**	**26,712**	**603,312**

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

Consolidated Cash Flow Statement

FOR THE YEAR ENDED 30 APRIL

	Note	2024 $000's	2023 $000's
Cash flows from operating activities			
Receipts from customers (inclusive of goods and services tax)		1,927,489	1,644,807
Payments to suppliers (inclusive of goods and services tax)		(1,346,396)	(1,189,374)
Payments to Riverina Rice Growers		(241,121)	(319,607)
Payments of wages, salaries and on-costs		(187,874)	(168,084)
Interest received		677	306
Interest paid		(18,820)	(13,459)
Income taxes paid		(30,512)	(3,152)
Net cash inflow / (outflow) from operating activities	4c	**103,443**	**(48,563)**
Cash flows from investing activities			
Payments for property, plant and equipment and intangible assets		(22,843)	(20,093)
Proceeds from sale of property, plant and equipment		18,848	4,044
Payments for acquisition of businesses, net of cash acquired		-	(253)
Net cash outflow from investing activities		**(3,995)**	**(16,302)**
Cash flows from financing activities			
Proceeds from borrowings		380,969	710,835
Repayment of borrowings		(479,125)	(586,665)
Principal element of leases		(5,292)	(4,531)
Payments to employees for Treasury Shares acquired through the Employee Share Sale Plan		(2,150)	(1,342)
Dividends paid to the company's B Class shareholders		(25,910)	(18,452)
Net cash (outflow) / inflow from financing activities		**(131,508)**	**99,845**
Net (decrease) / increase in cash and cash equivalents		(32,060)	34,980
Cash and cash equivalents at the beginning of the financial year		64,198	28,258
Effect of exchange rates changes on cash and cash equivalents		671	960
Cash and cash equivalents at the end of the financial year	4b	**32,809**	**64,198**

The above Consolidated Cash Flow Statement should be read in conjunction with the accompanying notes.

Notes to the Financial Statements

FOR THE YEAR ENDED 30 APRIL

1. Basis of preparation

Ricegrowers Limited (the Company) is a for-profit entity for the purpose of preparing financial statements.

The consolidated financial statements of the Company for the year ended 30 April 2024 comprise the Company and its subsidiaries (together referred to as the Group).

Amounts in the financial statements have been rounded off to the nearest thousand dollar, or in certain cases, to the nearest dollar, in accordance with ASIC Corporations (Rounding in Financial/Directors' Report) Instrument 2016/191.

The general purpose financial statements included in this consolidated financial report:

- have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the Corporations Act 2001;
- comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB); and
- have been prepared on a historical cost basis, except for certain financial assets and liabilities (including derivative instruments) and investment property, which are measured at fair value.

New and amended standards adopted by the Group
New or amended standards that became applicable to the Group for the current reporting period did not require the Group to materially change its accounting policies or make any retrospective adjustments as a result of adopting these standards.

Impact of standards issued but not yet applied by the Group
The Organisation for Economic Co-operation and Development (OECD)/G20 Inclusive Framework on Base Erosion and Profit Shifting published the Pillar Two model rules designed to address the tax challenges arising from the digitalisation of the global economy. It is unclear if the Pillar Two model rules create additional temporary differences, whether to remeasure deferred taxes for the Pillar Two model rules and which tax rate to use to measure deferred taxes. In response to this uncertainty, on 23 May 2023 and 27 June 2023, respectively, the IASB and AASB issued amendments to IAS 12 'Income taxes' introducing a mandatory temporary exception to the requirements of IAS 12 under which a company does not recognise or disclose information about deferred tax assets and liabilities related to the proposed OECD/G20 BEPS Pillar Two model rules. Ricegrowers has applied the temporary exception as of 30 April 2024.

No other new standards that are not yet effective are expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions.

Material accounting policies
Material accounting policies have been:

- included in the relevant note to which each policy relates, other than the accounting policy for foreign currency, set out below; and
- have been consistently applied to all periods presented in these financial statements.

1.a. Judgements, estimates and assumptions

The preparation of financial statements requires management to make judgements, estimates and assumptions. This may affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

Information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the consolidated financial statements are described in the following notes:

- Note 2f: Income taxes – recognition of deferred tax assets relating to tax losses and other tax credits available for future use
- Note 3a: Receivables – determination of loss allowance
- Note 3b and 3c: Inventories and Amounts payable to Riverina Rice growers – estimation of inventory value and associated amounts payable to Riverina Rice Growers
- Note 3f and 3i: Property, plant and equipment and Intangibles – impairment of non-current assets (including goodwill)
- Note 3d and 4j: Provisions and Contingent liabilities – recognition and measurement of provisions and contingent liabilities
- Note 6b: Share-based payments – fair value of B Class Share Rights granted

1.b. Foreign currency

Functional and presentation currency
Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency).

The consolidated financial statements are presented in Australian dollar ($), which is Ricegrowers Limited's functional and presentation currency.

Transactions
Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the consolidated income statement. They are deferred in equity if they relate to qualifying cash flow hedges or are attributable to part of the net investment in a foreign operation.

All other foreign exchange gains and losses are presented in the consolidated income statement on a net basis within other income or other expenses.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

Group companies
The results and financial position of foreign operations that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet
- income and expenses for each income statement are translated at average exchange rates (unless this is not a reasonable approximation of the effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- all resulting exchange differences are recognised in other comprehensive income and presented in a foreign currency translation reserve in equity.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, the associated exchange differences are reclassified to the consolidated income statement, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

2. Group Performance

This section explains the results and performance of the Group for the year, including segment information, earnings per B Class Share and taxation.

Further information and analysis of performance and financial position is available in the Group CEO's Report on pages 5 to 10 of this Annual Report.

2.a. Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments and has been identified as the Corporate Management Team.

The Corporate Management Team examines the Group's financial performance from a product and service perspective under 6 reportable segments.

In aggregating operating segments into reportable segments, the Group has considered the requirements of the accounting standards and notably the existence of similarities in economic characteristics, nature of products, markets and customers.

Rice Pool
The receival, storage, milling, marketing and distribution of Riverina rice, directly to customers across many channels. This includes supplying Australian markets and exporting Riverina rice to global markets (including tender markets) across the Middle East, Asia Pacific, the U.S and Europe.

The Rice Pool also supplies some of the Group's local business units and global subsidiaries, which can purchase rice or by-products from the Rice Pool at commercial prices to use in their manufacturing processes or sell in their local markets, depending on availability.

In years where sufficient volume of rice is produced in the Riverina to achieve a naturally determined Paddy Price, the Rice Pool is at equilibrium, generating no residual profit or loss impacting the Group's profitability.

International Rice
The purchasing (including from the Rice Pool), processing, manufacturing, marketing and distribution of bulk or branded rice products through intermediaries to consumers, food service and processing customers in global markets (including tender markets) and the Australian market, where the varieties cannot be grown in Australia, including during times of low water availability.

International Rice is an aggregation of the main following operating segments:

- The Global Trading arm of the Group (Ricegrowers Singapore), which sources and sells bulk or branded rice products in Australia or overseas and in tender markets.
- Trukai, SolRice, SunFoods, Ricegrowers Vietnam, Ricegrowers New Zealand and Ricegrowers Middle East, which are separate legal entities that distribute or support the distribution of rice products either in their respective local markets or internationally. SunFoods and Ricegrowers Vietnam also mill and/or pack locally sourced rice.

The nature of products manufactured, the distribution process and the type of customers are comparable between these segments. The economic characteristics of the larger operating segments, measured by their gross margin, is also largely comparable when considering past and expected performance.

International rice also includes Aqaba Processing Company (a packing facility in Jordan), the Group's research and development Company (Rice Research Australia) and the Brandon business in North Queensland. These operating segments present different performance profiles, but it is the Group's assessment that this does not materially impact the aggregated reportable segment due to the small contribution of these operating segments to International Rice. During the period, Aqaba Processing Company and the Brandon business were mothballed.

Rice Food
The importation, local manufacturing, marketing and distribution of value-added rice-based products, including snacks, ingredients and microwave products, both in domestic and global markets.

This reportable segment is an aggregation of the Rice Cakes, Rice Flour, Microwave Rice and Snacks operating segments, which have similar economic characteristics, including their gross margin.

Riviana Foods (Riviana)
The distribution of both imported and locally manufactured branded specialty gourmet and special occasions food products to retail and food service customers in Australia and export markets.

CopRice
The manufacture (in both Australia and New Zealand) and distribution of bulk stockfeed to primary producers and branded packaged stockfeed, equine feed and companion animal feed products through retail and wholesale channels to customers across Australia, New Zealand and other export markets.

Corporate
The Corporate segment captures the income and cost of holding and financing assets (property, plant and equipment and brands) that it owns and are used by both the Rice Pool and the other segments. This includes intersegment charges for the use of SunRice brands (Brand Charges) and access to milling, packing, storage and warehousing assets (Asset Financing Charges).

It also captures income and cost items that are not allocated to other business segments due to their Group corporate and/or non-recurring nature.

Australian Grain Storage is also aggregated into the Corporate segment.

From time to time, the Corporate segment receives dividends from the Group's subsidiaries which can form part of other segments of the Group. To provide a more representative view of the underlying activities of this segment, the reported EBITDA and Profit Before Income Tax for the Corporate segment are presented after dividend elimination.

Recognition and measurement

Sales between segments are carried out at arms length and are eliminated on consolidation.

Revenue from external customers (which is entirely recognised at a point in time), assets and liabilities are measured in a manner consistent with that of the financial statements.

Segment net assets comprise assets and liabilities that are measured in a manner consistent with that of the financial statements. Segment net assets for the purposes of segment reporting consist of the sum of property, plant and equipment (including right-of-use assets), intangibles, receivables, inventories, current payables and provisions and amounts payable to Riverina Rice Growers.

Items of property, plant and equipment are allocated to the segment that owns the assets as opposed to the segment that uses those assets. As a result, items of property, plant and equipment used by the Rice Pool segment are allocated to the Corporate segment.

Segment financial performance

		Rice Pool $000's	Int'l Rice $000's	Rice Food $000's	Riviana $000's	CopRice $000's	Corporate $000's	Total $000's
2024	Total segment revenue	498,110	894,028	121,027	222,005	252,746	45,785	2,033,701
	Inter-segment revenue	(113,258)	(273)	-	(215)	-	(45,785)	(159,531)
	Revenue from external customers	**384,852**	**893,755**	**121,027**	**221,790**	**252,746**	**-**	**1,874,170**
	Other revenue							5,364
	Revenue from continuing operations							**1,879,534**
	EBITDA	**-**	**56,705**	**13,953**	**7,137**	**17,189**	**48,917**	**143,901**
	Profit before income tax	**-**	**42,488**	**11,800**	**5,175**	**10,959**	**16,310**	**86,732**
	Depreciation and amortisation	-	(7,446)	(1,655)	(1,286)	(5,077)	(13,360)	(28,824)
	Impairment	-	-	-	-	-	(10,005)	(10,005)
2023	Total segment revenue	448,951	735,541	112,959	215,388	236,133	40,331	1,789,303
	Inter-segment revenue	(113,604)	(543)	-	(357)	(12)	(40,331)	(154,847)
	Revenue from external customers	**335,347**	**734,998**	**112,959**	**215,031**	**236,121**	**-**	**1,634,456**
	Other revenue							3,567
	Revenue from continuing operations							**1,638,023**
	EBITDA	-	**39,882**	**11,065**	**6,313**	**12,395**	**47,310**	**116,965**
	Profit before income tax	**-**	**27,797**	**9,028**	**4,677**	**5,529**	**22,668**	**69,699**
	Depreciation and amortisation	-	(8,298)	(1,558)	(1,159)	(5,280)	(12,049)	(28,344)
	Impairment	-	-	-	-	-	(5,218)	(5,218)
2024	**Segment net assets**	**182,557**	**292,608**	**26,578**	**100,322**	**109,238**	**100,060**	**811,363**
	Receivables							329,539
	Inventories							675,877
	Payables (current)							(252,590)
	Amounts Payable to Riverina Rice Growers							(243,523)
	Provisions (current)							(32,206)
	Property, plant and equipment including Right-of-Use assets							252,984
	Intangibles							81,282
	Segment net assets							**811,363**
2023	**Segment net assets**	**219,065**	**241,856**	**36,643**	**112,754**	**122,218**	**117,611**	**850,147**
	Receivables							306,346
	Inventories							569,918
	Payables (current)							(238,067)
	Amounts Payable to Riverina Rice Growers							(112,491)
	Provisions (current)							(30,575)
	Property, plant and equipment including Right-of-Use assets							270,114
	Intangibles							84,902
	Segment net assets							**850,147**

The Corporate segment's Profit Before Income Tax includes the impact of the Group's ongoing strategic review of its non-core assets, including income of $12,230,000 (2023: $3,342,000) generated on the sale of a number of properties in Papua New Guinea and Australia, as well as impairment charges relating to non-strategic and/or underutilised assets (including goodwill) across the Group, totaling $10,005,000 (2023: $5,218,000).

These items have not been allocated to the underlying segments they relate to, in order not to distort the presentation of the operational performance of these segments.

The Corporate Management Team evaluates results based on Profit Before Income Tax.

It also uses EBITDA to assess the performance of the segments, which is defined as earnings before net finance costs (asset financing charges are not considered a finance cost/income for the purpose of the EBITDA calculation), tax, depreciation, amortisation and impairment.

Below is a reconciliation of EBITDA to profit before income tax.

	2024 $000's	2023 $000's
EBITDA prior to Brand and Asset Financing charges	**111,652**	**87,540**
Brand and Asset Financing charges earned *	32,249	29,425
EBITDA	**143,901**	**116,965**
Finance costs - net	(18,340)	(13,704)
Depreciation and amortisation expense	(28,824)	(28,344)
Impairment	(10,005)	(5,218)
Profit before income tax	**86,732**	**69,699**

* The Corporate segment earns brand and asset financing charges from the Rice Pool. In Pool years (such as 2024 and 2023), these charges are fully absorbed by the Rice Pool and contribute to the naturally determined Paddy Price. The corresponding income is reflected in the Corporate segment and results in a net benefit to the Group Net Profit Before Tax (2024: benefit of $32,249,000 and 2023: benefit of $29,425,000).

Geographical areas

	2024 $000's	2023 $000's
Australia and New Zealand (ANZ)	807,912	754,624
Pacific Islands (including Papua New Guinea)	414,216	341,998
Middle East	254,996	201,632
USA	237,739	179,393
Other	159,307	156,809
Revenue from external customers	**1,874,170**	**1,634,456**

Revenues are allocated based on the geographical area in which the customer is located.

No single external customer represents more than 10% of revenue in the 2024 financial reporting period (2023: none).

The value of non-current assets (excluding deferred tax assets) located in Australia is $274,342,000 (2023: $291,001,000) and $65,430,000 (2023: $69,218,000) in other countries.

2.b. Revenue

	2024 $000's	2023 $000's
Sales revenue		
Sale of goods - recognised at a point in time	**1,874,170**	**1,634,456**
Other revenue		
Interest income	677	306
Other sundry items	4,687	3,261
	5,364	**3,567**
Total revenue from continuing operations	**1,879,534**	**1,638,023**

Recognition and measurement

Sale of goods

Sales are recognised when control of the products has transferred, being when the products are delivered to the customer and the customer has full discretion over the channel and price to on-sell the products. Delivery occurs when the products are available at the specific and agreed location, the risks of obsolescence and loss have been transferred to the customer and there is no unfulfilled obligation that could affect the customer's acceptance of the products.

Goods are often sold with discounts. Revenue from these sales is recognised based on the price specified in the contract, net of the estimated discounts. Accumulated experience and the expected value method are used to estimate and provide for the discounts and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. A refund liability (included in payables) is recognised for expected discounts payable to customers in relation to sales made until the end of the reporting period.

No element of financing is deemed present as the sales are generally made with a credit term of less than 60 days.

A receivable is recognised when the products are delivered (with the meaning of delivery defined previously) as this is the point in time that the consideration is unconditional, because only the passage of time is required before the payment is due.

Interest income

Interest income on financial assets at amortised cost is calculated using the effective interest method.

Revenue from other sundry items

Revenue from other sundry items is derived from grants received from the government and other ad-hoc services provided by the Group.

Grants from the government are recognised at their fair value, where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Government grants are deferred and recognised as income over the period necessary to match them with the costs that they are intended to compensate.

Revenue from the provision of other ad-hoc services is recognised in the accounting period in which the services are performed.

Goods and Services Tax (GST)
Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or as part of the expense.

2.c. Other income

	2024 $000's	2023 $000's
Net gain on disposal of property, plant and equipment	12,230	3,342
Total other income	**12,230**	**3,342**

2.d. Expenses

Profit before income tax includes the following specific expenses.

	2024 $000's	2023 $000's
Contributions to employee superannuation plans	**(10,922)**	**(10,188)**
Other expenses		
Contracted services	(39,131)	(30,365)
Energy	(35,114)	(20,872)
Advertising and artwork	(33,919)	(29,442)
Repairs and maintenance	(14,220)	(14,094)
Equipment hire and other rental expense (not qualifying as leases)	(13,371)	(11,748)
Insurance	(12,324)	(10,909)
Net foreign exchange losses	(11,631)	(1,380)
Loss allowance for trade receivables	(10,107)	(938)
Motor vehicle and travelling expenses	(9,190)	(8,785)
Staff recruitment	(3,785)	(4,201)
Internet, telephone and fax	(2,697)	(2,552)
Research and development	(2,207)	(1,868)
Other	(23,185)	(18,263)
Total other expenses	**(210,881)**	**(155,417)**

2.e. Earnings per B Class Share

	2024 Cents	2023 Cents
Basic earnings per B Class share	**97.5**	83.8
Diluted earnings per B Class share	**95.5**	82.5

Reconciliation of earnings per B Class Share

	2024 $000's	2023 $000's
Profit for the year attributable to Ricegrowers Limited B Class Shareholders	**63,135**	52,554
Weighted average number of B Class Shares for Basic earnings per B Class Share*	**64,757**	62,738
Adjustment for dilutive B Class Share Rights	**1,364**	953
Weighted average number of B Class Shares adjusted for the effect of dilution*	**66,121**	63,691

* The weighted average number of B Class Shares for basic and diluted earnings per B Class Share takes into account the weighted average effect of changes in treasury shares during the year.

Recognition and measurement

Basic earnings per B Class Share
Basic earnings per B Class Share is calculated by dividing:

- the profit attributable to B Class shareholders of the company
- by the weighted average number of B Class Shares outstanding during the financial year, excluding treasury shares

Diluted earnings per B Class Share
Diluted earnings per B Class Share adjusts the figures used in the determination of basic earnings per B Class Share to take into account the weighted average number of additional B Class Shares that would have been outstanding assuming the conversion of all dilutive potential B Class Shares.

2.f. Income taxes

Income tax expense

	2024 $000's	2023 $000's
Current tax expense	(28,107)	(19,846)
Deferred tax benefit	9,212	5,107
Adjustments for income tax of prior periods	365	(170)
Income tax expense attributable to profit from continuing operations	**(18,530)**	**(14,909)**
Deferred income tax benefit / (expense) included in income tax expense comprises:		
Decrease in deferred tax assets	10,134	6,273
Increase in deferred tax liabilities	(922)	(1,166)
	9,212	**5,107**

Numerical reconciliation of income tax expense to prima facie tax payable

	2024 $000's	2023 $000's
Profit from continuing operations before related income tax	86,732	69,699
Income tax expense calculated at the Australian rate of tax of 30% (2023: 30%)	(26,020)	(20,910)
Tax effect of amounts which are not taxable / (deductible) in calculating taxable income:		
Share-based payment	(312)	565
Overseas attributable income	(3,362)	(2,188)
Impairment of assets	(48)	(404)
Difference in overseas tax rates	8,874	5,389
Sundry items	(1,478)	(496)
	3,674	2,866
Net tax effect of unrecognised tax losses, tax credits and other temporary differences generated and/or recouped	3,451	3,305
Adjustments for income tax of prior periods	365	(170)
Income tax expense	**(18,530)**	**(14,909)**

Tax relating to items of other comprehensive income

	2024 $000's	2023 $000's
Cash flow hedges	(1,552)	792

Deferred tax assets

	2024 $000's	2023 $000's
The balance comprises temporary differences attributable to:		
Provisions	13,735	9,061
Accruals	7,699	5,667
Depreciation	6,350	3,677
Lease Liabilities	5,043	5,506
Foreign exchange	2,127	191
Inventories	2,567	4,691
Share based payments	2,875	2,279
Other	800	225
	41,196	31,297
Derivatives - cash flow hedges	-	834
Total deferred tax assets	**41,196**	**32,131**
Set-off of deferred tax liabilities pursuant to set-off provisions	(19,088)	(17,570)
Net deferred tax assets	**22,108**	**14,561**

Movements	2024 $000's	2023 $000's
Opening balance at 1 May	**32,131**	**24,899**
Credited to income statement	10,134	6,273
Foreign exchange differences on translation	(235)	310
Credited to other comprehensive income	(834)	649
Closing balance at 30 April	**41,196**	**32,131**

Deferred tax liabilities

	2024 $000's	2023 $000's
The balance comprises temporary differences attributable to:		
Inventories	4,087	2,842
Depreciation	2,008	1,478
Right-of-use-assets	4,704	5,228
Investment property	870	870
Foreign exchange	149	439
Brands acquired through business combination	6,098	6,526
Other	445	178
	18,361	**17,561**
Derivatives - cash flow hedges	727	9
Total deferred tax liabilities	**19,088**	**17,570**
Set-off of deferred tax liabilities pursuant to set-off provisions	(19,088)	(17,570)
Net deferred tax liabilities	**-**	**-**

Movements	2024 $000's	2023 $000's
Opening balance at 1 May	**17,570**	**16,385**
Debited to income statement	922	1,166
Foreign exchange difference on translation	(122)	162
Debited / (credited) to other comprehensive income	718	(143)
Closing balance at 30 April	**19,088**	**17,570**

OECD Pillar Two model rules

The Group is within the scope of the OECD Pillar Two model rules. Pillar Two legislation has been enacted or substantively enacted in certain jurisdictions in which the Group operates. The legislation will be effective for the Group's financial year beginning 1 May 2024. Since the Pillar Two legislation was not effective at the reporting date, the Group has no related current tax exposure.

The Group has performed an assessment of its potential exposure to Pillar Two income taxes when they come into effect. This assessment was based on the most recent tax filings, country-by-country reporting and financial statements for the constituent entities in the Group. Based on this assessment, the Pillar Two effective tax rates in most of the jurisdictions in which the Group operates are above 15%. However, there are a limited number of jurisdictions where the transitional safe harbour relief does not apply, and the Pillar Two effective tax rate is close to 15%. The Group does not expect a material exposure to Pillar Two income taxes in those jurisdictions.

Significant estimates and judgements

Recognition of deferred tax assets relating to ordinary tax losses and other unclaimed tax credits available for future use

The Group has not recognised deferred tax assets of $3,790,000 (2023: $3,976,000) for ordinary tax losses and other unclaimed tax credits available in some of the jurisdictions in which it operates, as the Group considers there remains uncertainty in the ability of the subsidiaries located in these jurisdictions to generate enough future taxable profits against which these losses and credits can be utilised.

The Group will continuously reassess this position should conditions in these jurisdictions improve in a sustainable manner.

The Group does not recognise deferred tax assets for capital losses, as the Group does not believe it is probable that taxable capital gains will generally arise against which capital losses can be utilised.

Tax consolidation legislation

Ricegrowers Limited and its wholly owned Australian controlled entities have adopted the tax consolidation legislation. As a consequence, these entities are taxed as a single entity and the deferred tax assets and liabilities of these entities are set off in the consolidated financial statements.

Both the head entity and the subsidiaries will continue to recognise deferred tax balances. All current tax balances will be assumed by the head entity. Any deferred tax assets arising from unused tax losses and unused tax credits will also be recognised in the head entity.

Investment allowances and similar incentives

Companies within the Group may be entitled to claim special tax deductions for investments in qualifying assets or in relation to qualifying expenditure (eg the Research and Development Tax Incentive regime in Australia or other investment allowances).

The Group accounts for such allowances as tax credits, which means that the allowance reduces income tax payable and current tax expense.

Recognition and measurement

The income tax expense for the period is the tax payable on the current period's taxable income based on the applicable tax rate for each jurisdiction in which the Group operates, adjusted for changes in deferred tax assets and liabilities attributable to temporary differences and unused tax losses and/or unclaimed tax credits, where they are recognised.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company and its subsidiaries operate and generate taxable income.

The Group periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that, at the time of the transaction, affects neither accounting nor taxable profit or loss.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses (and/or unclaimed tax credits) only if it is probable that future taxable amounts will be available to utilise those temporary differences, losses and credits. Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Current and deferred tax assets and liabilities are offset when there is a legally enforceable right to offset, the balances relate to the same taxation authority and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

3. Operating assets and liabilities

This section provides details of the Group's operating assets used and liabilities incurred in generating the Group's trading activities.

3.a. Receivables

	2024 $000's	2023 $000's
Current		
Trade receivables	318,106	294,265
Loss allowance	(11,215)	(3,980)
	306,891	**290,285**
Other receivables	3,084	4,407
GST receivable	10,539	4,651
Prepayments	9,025	7,003
Total receivables	**329,539**	**306,346**

Significant estimates and judgements

Determination of loss allowance
Trade receivables for sales of goods are subject to the expected credit loss model.

The Group applies the AASB 9 simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on the payment profiles of sales over a period of 12 months prior to the balance sheet date and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

Additional allowances are also taken where specific and known risks have been identified for some customers.

As a result, the loss allowance for trade receivables was determined as follows:

30 April 2024	Current	0 to 30 days past due	31 to 60 days past due	61 to 90 days past due	More than 90 days past due	Total
Expected loss rate (inclusive of specific known risks)	0.2%	0.4%	0.4%	14.8%	65.7%	
Gross carrying amount of trade receivables - $000's	211,269	62,732	21,299	9,068	13,738	318,106
Loss allowance - $000's	**497**	**256**	**92**	**1,338**	**9,032**	**11,215**
30 April 2023						
Expected loss rate (inclusive of specific known risks)	0.1%	0.2%	0.6%	2.2%	31.2%	
Gross carrying amount of trade receivables - $000's	194,914	56,027	22,580	10,131	10,613	294,265
Loss allowance - $000's	**196**	**114**	**145**	**218**	**3,307**	**3,980**

The directors are satisfied that debtors are fairly valued with respect to credit risk.

Of the total trade receivables outstanding at 30 April 2024, 66% (2023: 66%) are current and 34% (2023: 34%) are overdue. The directors have no reason to believe that amounts not provided for will not be collected in full in a subsequent period.

The closing loss allowances for trade receivables at the balance sheet date reconcile to the opening loss allowances as follows:

	2024 $000's	2023 $000's
At 1 May	**3,980**	**3,771**
Loss allowance recognised during the year	10,107	938
Receivables written off during the year as uncollectible	(2,951)	(915)
Foreign exchange difference on translation	79	186
At 30 April	**11,215**	**3,980**

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a customer to engage in a repayment plan with the Group, a significant amount of days past due (generally more than 6 months), or information about the customer entering bankruptcy or financial reorganisation.

Loss allowances on trade receivables are presented within other expenses. Subsequent recoveries of amounts previously written off are credited against the same line item.

Recognition and measurement

Trade receivables
Trade receivables are amounts due from customers for products sold in the ordinary course of business. They are generally due for settlement within 30 to 60 days from the date of recognition and are therefore all classified as current.

Trade receivables are recognised initially at the amount of consideration that is unconditional. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

Goods and Services Tax (GST)
Receivables are stated inclusive of the amount of GST receivable.

The net amount of GST recoverable from, or payable to, the taxation authority is included within GST receivable or trade and other payables.

Risk exposure
Information about the Group's exposure to foreign exchange risk and credit risk is provided in note 4g, with further details around the loss allowance available on the previous page.

3.b. Inventories

	2024 $000's	2023 $000's
Raw materials	481,988	329,296
Finished goods	161,128	205,763
Packaging materials	15,410	18,566
Engineering and consumable stores	17,351	16,293
Total inventories	**675,877**	**569,918**

Significant estimates and judgements

Inventory value and associated amounts payable to Riverina Rice Growers
The valuation of paddy rice included in raw materials inventory and the associated amounts payable to Riverina Rice Growers generally requires an assumption of the paddy price for the relevant pool. This assumption is based on the Directors' most recent estimate of the performance of the Rice Pool business and the relevant fixed price contracts that may be applicable to any given crop year.

Recognition and measurement

Raw materials, finished goods, packaging materials and engineering and consumables stores have been valued on the basis of the lower of cost or net realisable value.

Cost includes the reclassification from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of inventory but excludes borrowing costs.

Cost in relation to processed inventories comprises direct materials, direct labour and an appropriate allowance for milling, fixed and variable overheads less by-products with recovery on the basis of normal operating capacity.

Net realisable value is the estimated selling price in the normal course of business less the estimated costs of completion and estimated costs necessary to make the sale.

Raw materials, finished goods, packaging materials and engineering and consumable stores inventory are determined from a combination of weighted average purchase price and standard costs and after deducting rebates and discounts.

3.c. Payables and amounts payable to Riverina Rice Growers

	2024 $000's	2023 $000's
Current		
Trade and other payables	252,590	238,067
Amounts payable to Riverina Rice Growers	243,523	112,491
	496,113	**350,558**
Non-current		
Trade and other payables	982	1,013
	982	**1,013**

Recognition and measurement

Trade and other payables
Trade payables represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 1 to 92 days of recognition, depending on the business practices in the various jurisdictions in which the Group operates and the size of the supplier.

Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

Trade and other payables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Amounts payable to Riverina Rice Growers
Amounts payable to Riverina Rice Growers comprise the balance of pool and fixed price contracts payments owed to growers for the current crop year, where applicable. They also comprise the next crop year's pool or fixed price contracts payments where paddy rice for the next crop year is received before the end of the financial year.

The portion of the payable in respect of the current crop year is based on the final paddy price for that year (or applicable fixed price). The portion in respect of paddy rice received for the next crop year is based on the Directors' most recent estimate of the performance of the Rice Pool business and the relevant fixed price contracts applicable to that year.

Amounts payable to Riverina rice growers are classified as current liabilities when they fall due within the normal operating cycle of the Group, which can be longer than 12 months after the end of the reporting period.

Paddy Pay
The Group pays its Riverina Rice Growers via multiple instalments over time in order to better align payments for the rice received in any crop year with the relevant proceeds generated from selling this rice. Riverina Rice Growers have the opportunity to opt for a supply financing program (Paddy Pay) giving them access to early payment of a proportion of the total balances payable at a discounted price. Under this facility, the Group continues to pay all its outstanding grower balances payable in accordance with its standard payment terms but does so to the financial institution and for the undiscounted price for those payments.

The Group has determined that the terms of the eligible balances are otherwise substantially unchanged and that it is therefore appropriate to continue to present the relevant amounts within amounts payable to Riverina Rice Growers in the Consolidated Balance Sheet, together with balances payable directly to Riverina Rice Growers. On a similar basis, cash flows associated with the eligible balances and which are remitted to the financier continue to be disclosed as operating cash flows as opposed to financing cash flows. At 30 April 2024, amounts payable to Riverina Rice Growers subject to the Paddy Pay program amounted to $56,300,000 (30 April 2023: $12,100,000).

Supplier Finance
Some of the Group's suppliers are eligible to have access to an early payment facility offering them the opportunity to receive funds earlier than the standard payment terms at a discounted rate. Under this facility, the Group repays the financier based on the standard payment terms negotiated with the supplier and is no longer able to make earlier direct payments to the supplier nor to offset any of the eligible payables against credit notes received from the supplier.

However, the Group has determined that the terms of the eligible trade payables are otherwise substantially unchanged and that it is therefore appropriate to continue to present the relevant amounts within trade and other payables in the Consolidated Balance Sheet, together with balances payable directly to suppliers on standard payment terms. On a similar basis, cash flows associated with the eligible balances and which are remitted to the financier are disclosed as operating cash flows as opposed to financing cash flows. At 30 April 2024, the portion of trade and other payables subject to a supplier finance arrangement amounted to $7,400,000 (30 April 2023: $10,700,000).

Risk exposure
Information about the Group's exposure to foreign exchange risk is provided in note 4g.

3.d. Provisions

2024	Employee benefits $000's	Employee allowances $000's	Directors' retirement benefits $000's	Make good $000's	Total $000's
Carrying amount at 1 May 2023	**32,497**	**42**	**25**	**433**	**32,997**
Additional provision recognised and unwinding of discount	1,153	71	-	13	1,237
Carrying amount at 30 April 2024	**33,650**	**113**	**25**	**446**	**34,234**
2023					
Carrying amount at 1 May 2022	**29,153**	**74**	**25**	**420**	**29,672**
Additional provision recognised and unwinding of discount	3,344	-	-	13	3,357
Amount used during the year	-	(32)	-	-	(32)
Carrying amount at 30 April 2023	**32,497**	**42**	**25**	**433**	**32,997**

	2024			2023		
	Current $000's	Non-current $000's	Total $000's	Current $000's	Non-current $000's	Total $000's
Employee benefits (note 3e)	32,068	1,582	33,650	30,508	1,989	32,497
Employee allowances	113	-	113	42	-	42
Directors' retirement benefits	25	-	25	25	-	25
Make good	-	446	446	-	433	433
Total provisions	**32,206**	**2,028**	**34,234**	**30,575**	**2,422**	**32,997**

Significant estimates and judgements

Provisions and contingent liabilities
The Group exercises judgement in measuring and recognising provisions and the exposures to contingent liabilities related to pending litigation or other outstanding claims subject to negotiated settlement, mediation, arbitration or government regulation, as well as other contingent liabilities.

Judgement is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement. Due to the inherent uncertainty in this evaluation process, actual losses may be different from the originally estimated provisions.

Recognition and measurement

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the Group's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense and any change in the underlying provision amount is recognised in profit or loss.

3.e. Employee benefits

Leave obligations

Employee benefits include leave obligations which cover the Group's liabilities for long service leave and annual leave, which are classified as either other long-term benefits or short-term benefits. The current portion of this liability includes all of the accrued annual leave, the unconditional entitlements to long service leave where employees have completed the required period of service and also for those employees that are entitled to pro-rata payments in certain circumstances. These amounts are presented as current, since the Group does not have an unconditional right to defer settlement for any of these obligations.

However, based on past experience, the Group does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months. The following amounts reflect leave that is not expected to be taken or paid within the next 12 months but for which the obligation is presented as current:

	2024 $000's	2023 $000's
Current leave obligations expected to be settled after 12 months	4,285	4,438

Recognition and measurement

Short term obligations
Liabilities for wages and salaries, including non-monetary benefits, that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations.

Long term obligations
The liabilities for long service leave and annual leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the end of the reporting period of high-quality corporate bonds with terms and currencies that match, as closely as possible, the estimated future cash outflows. Remeasurements as a result of experience, adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current employee benefit obligations if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Superannuation plan contributions
Contributions to employee superannuation plans are charged as an expense as the contributions are paid or become payable.

Incentive plans
The Group recognises a liability and an expense for short term cash incentives based on a formula that takes into consideration financial and non financial performance metrics for the Group and the eligible employees' personal performance indicators. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

For share based incentive plans, refer to note 6b.

Termination benefits
Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the entity recognises

3.f. Property plant and equipment

2024	Land & Buildings $000's	Leasehold Improvements $000's	Plant & Equipment $000's	Assets under Construction $000's	Right of Use Assets $000's	Totals $000's
Cost	264,330	10,519	348,098	11,118	40,133	674,198
Accumulated depreciation and impairment	(147,599)	(5,028)	(245,469)	-	(23,118)	(421,214)
Carrying amount	**116,731**	**5,491**	**102,629**	**11,118**	**17,015**	**252,984**
Carrying amount at 1 May 2023	**124,662**	**7,408**	**106,623**	**12,785**	**18,636**	**270,114**
Additions	-	-	-	22,671	-	22,671
Recognition of right-of-use-asset	-	-	-	-	4,025	4,025
Capital works in progress reclassifications	3,841	291	19,834	(23,966)	-	-
Transfers (including to intangible assets) / disposals / scrapping	(5,434)	(766)	(126)	(292)	-	(6,618)
Depreciation expense	(5,303)	(433)	(14,876)	-	(5,294)	(25,906)
Impairment	(429)	(725)	(7,685)	-	-	(8,839)
Foreign exchange difference on translation	(606)	(284)	(1,141)	(80)	(352)	(2,463)
Carrying amount at 30 April 2024	**116,731**	**5,491**	**102,629**	**11,118**	**17,015**	**252,984**

2023	Land & Buildings $000's	Leasehold Improvements $000's	Plant & Equipment $000's	Assets under Construction $000's	Right of Use Assets $000's	Totals $000's
Cost	268,171	13,415	348,385	12,785	37,962	680,718
Accumulated depreciation and impairment	(143,509)	(6,007)	(241,762)	-	(19,326)	(410,604)
Carrying amount	**124,662**	**7,408**	**106,623**	**12,785**	**18,636**	**270,114**
Carrying amount at 1 May 2022	**126,516**	**7,332**	**112,960**	**7,341**	**13,480**	**267,629**
Additions	-	-	-	17,948	-	17,948
Recognition of right-of-use-asset	-	-	-	-	9,818	9,818
Additions through business combination	-	-	1,032	-	-	1,032
Capital works in progress reclassifications	2,282	238	9,822	(12,342)	-	-
Transfers (including to intangible assets) / disposals / scrapping	(18)	(177)	(507)	(335)	-	(1,037)
Depreciation expense	(5,332)	(445)	(14,720)	-	(4,901)	(25,398)
Impairment	(96)	-	(3,775)	-	-	(3,871)
Foreign exchange difference on translation	1,310	460	1,811	173	239	3,993
Carrying amount at 30 April 2023	**124,662**	**7,408**	**106,623**	**12,785**	**18,636**	**270,114**

Significant estimates and judgements

Impairment

Property, plant and equipment are tested for impairment whenever events or changes in circumstances indicate that their carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount, where applicable. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units - CGU). Specific circumstances impacting individual assets within those cash generating units are also considered.

The recoverability of the Group's assets is generally dependent on the Group's strategic orientation and its ability to continuously innovate, improve manufacturing efficiency, increase the volume of throughput and improve product mix in order to meet growth targets. It is also dependent on external factors such as geopolitical disruption, impacts of climate changes and general economic conditions, including general inflation and movement in foreign exchange rates. In particular, it is subject to short and long term weather patterns in the Riverina and other agricultural regions in which the Group operates and could be impacted by a prolonged period of drought conditions or alternatively by a prolonged period of wetter than normal conditions.

Any fair value less cost of disposal estimates are based on market-available data and various other assumptions. Changes in economic and operating conditions impacting these judgmental assumptions could result in the recognition of impairment charges in future periods.

The Group will continue to closely monitor the performance of the cash generating units.

Assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

Recognition and measurement

Freehold land is held at cost and is not depreciated. In some countries, the Group also holds land use rights. These rights are stated at historical cost less depreciation and are depreciated over the period of time that they have been granted by the local authorities using the straight line method.

Right-of-use assets are recognised and measured based on the principles detailed in note 3g.

Other items of property, plant and equipment are stated at historical cost less depreciation and are depreciated over their estimated useful lives using the straight line method.

Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when 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.

The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

Government grants relating to the purchase of property, plant and equipment are presented by deducting the grant in arriving at the carrying amount of the asset.

All other repairs and maintenance costs are charged to profit or loss during the reporting period in which they are incurred.

The expected useful lives are as follows:

Land use rights	Term of the land use right
Buildings	25 to 50 years
Leasehold improvements	Shorter of 7 to 15 years or lease term
Plant and equipment	3 to 20 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in other income or other expenses.

Assets pledged as security

There is a fixed and floating charge over fixed assets as disclosed in note 4d.

3.g. Leases (where the Group is a lessee)

Amounts relating to leases recognised in the Consolidated Balance Sheet

	Notes	2024 $000's	2023 $000's
Right-of-use assets (included in property, plant and equipment)			
Land & Buildings	3f	15,815	17,124
Plant & Equipment	3f	1,200	1,512
		17,015	**18,636**
Lease liabilities (included in borrowings)			
Current	4d	5,450	4,933
Non-current	4d	13,153	14,768
		18,603	**19,701**

Amounts relating to leases recognised in the Consolidated Income Statement

	2024 $000's	2023 $000's
Depreciation charge of right-of-use assets		
Land & Buildings	4,434	3,800
Plant & Equipment	860	1,101
	5,294	**4,901**
Other expense items		
Interest expense on lease liabilities (included in finance costs)	1,000	687
Expense relating to short-term leases (included in equipment hire and other rental expense)	3,183	3,145

Amounts relating to leases recognised in the consolidated Cash Flow Statement
The total cash outflow for leases during the year was $6,292,000 (2023: $5,218,000).

The Group's leasing activities and how these are accounted for
The Group leases various offices, warehouses, equipment and motor vehicles. Rental contracts are typically made for fixed periods of 3 to 7 years but may have extension options as described in (i) on the next page. Contracts may contain both lease and non-lease components. However, the Group has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor, but leased assets may not be used as security for borrowing purposes.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- variable lease payments that are based on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable by the Group under residual value guarantees;
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option, and;
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received, and
- makes adjustments specific to the lease, eg term, country, currency and security.

If a readily observable amortising loan rate is available to the individual lessee (through recent financing or market data) which has a similar payment profile to the lease, then the Group entities use that rate as a starting point to determine the incremental borrowing rate.

The Group is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset. Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs, and,
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. The Group does not revalue right-of-use buildings held by the Group.

Payments associated with short-term leases of equipment and vehicles and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less without a purchase option. Low-value assets comprise IT equipment and small items of office furniture.

(i) Treatment of extension and termination options

Extension and termination options are included in a number of Land & Buildings leases across the Group. These terms are used to maximise operational flexibility in terms of managing contracts. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The following factors are normally the most relevant:

- If there are significant penalty payments to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).
- If any leasehold improvements are expected to have a significant remaining value, the group is typically reasonably certain to extend (or not terminate).
- Otherwise, the Group considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the Group.

(ii) Residual value guarantees

To optimise lease costs during the contract period, the Group sometimes provides residual value guarantees in relation to equipment leases. The Group initially estimates and recognises amounts expected to be payable under residual value guarantees as part of the lease liability. Typically the expected residual value at lease commencement is equal to or higher than the guaranteed amount, and so the Group does not expect to pay anything under the guarantees.

At the end of each reporting period, the expected residual values are reviewed to reflect actual residual values achieved on comparable assets and expectations about future prices.

3.h. Investment property

	2024	2023
At fair value	**$000's**	**$000's**
Investment Property	2,900	2,900

Recognition and measurement

Investment property comprises freehold land that was previously owner occupied. Owner occupation ceased and the property is now classified as “Investment property” as it is held for long term capital appreciation.

The property is carried at fair value, representing the open-market value as determined by external valuers. Changes in fair value are recorded in other income or other expenses.

3.i. Intangibles

2024	Goodwill $000's	Brands $000's	Software $000's	Other $000's	Total $000's
Cost	58,110	32,949	13,982	2,215	107,256
Accumulated amortisation and impairment	-	(13,390)	(11,846)	(738)	(25,974)
Carrying amount	**58,110**	**19,559**	**2,136**	**1,477**	**81,282**
Carrying amount at 1 May 2023	**58,144**	**22,150**	**2,688**	**1,920**	**84,902**
Additions	-	-	172	-	172
Transfers (including from property, plant and equipment) / disposals / scrapping	-	-	292	-	292
Impairment	(34)	(1,132)	-	-	(1,166)
Amortisation charge	-	(1,459)	(1,016)	(443)	(2,918)
Carrying amount at 30 April 2024	**58,110**	**19,559**	**2,136**	**1,477**	**81,282**
2023					
Cost	58,144	34,367	13,509	2,215	108,235
Accumulated amortisation and impairment	-	(12,217)	(10,821)	(295)	(23,333)
Carrying amount	**58,144**	**22,150**	**2,688**	**1,920**	**84,902**
Carrying amount at 1 May 2022	**58,765**	**23,757**	**3,116**	**313**	**85,951**
Additions	-	-	221	1,924	2,145
Additions through business combination	726	-	-	-	726
Transfers (including from property, plant and equipment) / disposals / scrapping	-	-	335	-	335
Impairment	(1,347)	-	-	-	(1,347)
Amortisation charge	-	(1,645)	(984)	(317)	(2,946)
Foreign exchange difference on translation	-	38	-	-	38
Carrying amount at 30 April 2023	**58,144**	**22,150**	**2,688**	**1,920**	**84,902**

Goodwill (specific to each cash generating unit (CGU) and allocated to the following segments)

	2024 $000's	2023 $000's
Riviana Foods	37,574	37,574
CopRice	20,536	20,536
Other	-	34
Total Goodwill	**58,110**	**58,144**

The recoverable amount of a CGU is determined based on value-in-use calculations, which generally use 5-year cash flow projections based on financial budgets approved by the Board for the forthcoming year and management forecasts for the years thereafter. Cash flows beyond the explicit period of projection are extrapolated using estimated long-term growth rates which are generally determined based on publicly available inflation forecasts in the country of the CGU. The discount rates used are based on the Group's geographical weighted average cost of capital, adjusted for CGU-specific risks, to the extent those risk components are not already included in cash flow forecasts.

Significant judgement and assumptions used for value in use calculations

	Long-term Growth Rate		Pre Tax Discount Rate	
	2024 %	2023 %	2024 %	2023 %
Riviana Foods	2.5	2.5	11.9	13.3
CopRice	2.5	2.5	12.2	14.1

Sensitivity to changes in assumptions

The recoverability of the Group's assets (including goodwill) is generally dependent on the Group's ability to continuously innovate, improve manufacturing efficiency, increase the volume of throughput and improve product mix in order to meet growth targets. It is also dependent on general economic conditions, including general inflation and movement in foreign exchange rates. In addition, it is subject to short and long term weather patterns in the Riverina and other agricultural regions in which the Group operates and could be impacted by a prolonged period of drought conditions or alternatively by a prolonged period of wetter than normal conditions.

Under current macro-economic circumstances, the directors and management have considered and assessed reasonable possible changes to the key assumptions used as a basis for the value in use calculations, including changes in the cost of imported products, foreign exchange rates, long-term growth rates and discount rates. The value in use calculations were also stress tested to include a component of forecast accuracy, based on the historical achievements of budgeted targets for the CGU.

As a result, the directors and management have not presently identified any instances that could, in isolation, cause the carrying amount of the CGU's of the Group to exceed their residual recoverable amount at 30 April 2024. It is however noted that, in combination, some of these factors, including increases in discount rates and a prolonged devaluation of the AUD particularly against the USD and EUR, could trigger the need for an impairment of part or all of the carrying value of the Group's goodwill balance in the future.

Recognition and measurement

Goodwill

Goodwill represents the excess of the consideration transferred, amount of any non-controlling interest in the acquired assets and acquisition date fair value of any previous equity interest in the acquired entity, over the fair value of the identifiable net assets acquired.

If the fair value of the identifiable net assets acquired is however in excess of the consideration transferred, amount of any non-controlling interest in the acquired assets and acquisition date fair value of any previous equity interest in the acquired entity, this excess is recorded as a gain on business combination in other income in the Consolidated Income Statement.

Goodwill is not amortised but is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. Goodwill is carried at cost less accumulated impairment losses.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose, identified according to operating segments.

Brands

Brands purchased by the Group are initially recognised at cost, or at their fair value at the acquisition date if acquired as part of business combination and subsequently measured as cost less accumulated amortisation.

Software

Costs associated with maintaining software programmes are recognised as expense as incurred.

Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets when relevant criteria are met. Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads. Capitalised development costs are amortised from the point at which the asset is ready for use.

Amortisation methods and periods
Intangible assets are amortised on a straight line basis over the periods of their expected benefit:

Brands	5 to 20 years
Software	5 to 7 years

They are also tested for impairment when an indicator of impairment may exist.

Other intangible assets
Other intangible assets relate to the acquisition of multi-year licenses by the Group. These intangible assets are shown at historical cost and are amortised over the term of the underlying licenses.

Research and development costs
Research expenditure and development expenditure that do not meet the relevant criteria for recognition as intangible assets are recognised as expense as incurred. Development costs previously recognised as expense are not recognised as intangible asset in a subsequent period.

3.j. Derivative financial instruments

	2024 $000's	2023 $000's
Current assets		
Forward foreign exchange contracts (cash flow hedges)	2,467	598
	2,467	**598**
Non-Current assets		
Interest rate swaps (cash flow hedges)	-	540
	-	**540**
Current liabilities		
Forward foreign exchange contracts (cash flow hedges)	-	3,356
	-	**3,356**

Hedge effectiveness

Hedge effectiveness is determined at the inception of the hedge relationship and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged items and the hedging instruments.

For hedges of foreign currency sales and purchases, the Group enters into hedge relationships where the critical terms of the hedging instruments match exactly with the terms of the hedged items. The Group therefore performs a qualitative assessment of effectiveness. If changes in circumstances affect the terms of the hedged items such that the critical terms no longer match exactly with the critical terms of the hedging instruments, the Group uses the hypothetical derivative method to assess effectiveness. In hedges of foreign currency sales and purchases, ineffectiveness may arise if the timing of the forecast transaction changes from what was originally estimated, or if there are changes in the credit risk of SunRice or the derivative counterparty.

The Group may also enter into interest rate swaps that have similar critical terms as the hedged items, such as reference rate, reset dates, payment dates, maturities and notional amounts. The Group does not hedge 100% of its bank borrowings, therefore the hedged items are identified as a proportion of the outstanding bank borrowings up to the notional amount of the swaps. As all critical terms matched during the prior year (there were no interest rate swaps in the current year), the economic relationship was 100% effective. Hedge ineffectiveness for interest rate swaps is assessed using the same principles as for hedges of foreign currency sales and purchases. It may occur due to the credit or debit value adjustment on the interest rate swaps which is not matched by the borrowing, and differences in critical terms between the interest rate swaps and underlying bank borrowings. There was no ineffectiveness during 2023 in relation to the interest rate swaps (no interest rate swaps in 2024).

Recognition and measurement

Derivatives and hedging activities
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. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Group designates certain derivatives as either:

- hedges of the fair value of recognised assets or liabilities (fair value hedges), or
- hedges of a particular risk associated with the cash flows of recognised assets and liabilities and highly probable forecast transactions (cash flow hedges).

At inception of the hedge relationship, the Group documents the economic relationship between hedging instruments and hedged items, including whether changes in the cash flows of the hedging instruments are expected to offset changes in the cash flows of the hedged items. The Group also documents its risk management objective and strategy for undertaking its hedge transactions.

The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months; it is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months.

Cash flow hedges that qualify for hedge accounting
The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the cash flow hedge reserve within equity.

The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, within other income/expenses.

When forward contracts are used to hedge forecast transactions, the Group generally designates the full change in fair value of the forward contract (including forward points) as the hedging instrument.

Amounts accumulated in equity are reclassified in the periods when the hedged item affects profit or loss, as follows:

- Where the hedged item subsequently results in the recognition of a non-financial asset (inventory or fixed assets), the deferred hedging gains or losses and the deferred time value of the deferred forward points are included within the initial cost of the asset. The deferred amounts are ultimately recognised in profit or loss as the hedged item affects profit or loss (for example through the use of inventory or depreciation of fixed assets).
- The gain or loss relating to the effective portion of the interest rate swaps hedging variable rate borrowings is recognised in profit or loss within finance costs at the same time as the interest expense on the hedged borrowings.

When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative deferred gain or loss and deferred costs of hedging in equity at that time remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred costs of hedging that were reported in equity are immediately reclassified to profit or loss.

Derivatives that do not qualify for hedge accounting
Certain derivative instruments do not qualify for hedge accounting.

Changes in the fair value of any derivative instrument that does not qualify for hedge accounting are recognised immediately in profit or loss and are included in other income and expenses.

Risk exposure
Information about the Group's exposure to foreign exchange risk and interest rate risk is provided in note 4g.

4. Capital and financial risk management

This section outlines how the Group manages its capital structure and its exposure to financial risk and provides details of its balance sheet liquidity and access to financing facilities.

4.a. Capital risk management

The Group's capital management framework is designed to be flexible and enable the Group to maximise value for all shareholders through optimisation of cash flows, prudent gearing, responsible capital investment, reliable dividend stream and disciplined allocation of surplus capital. In this context, the Group monitors capital on the basis of a number of financial metrics, which include:

- A gearing ratio, which is calculated as net debt divided by net debt plus total equity and where net debt is calculated as total borrowings less cash and cash equivalents while total equity includes non-controlling interests.
- A leverage ratio, which is calculated as net debt divided by EBITDA and where net debt has the same meaning as for the gearing ratio while EBITDA is calculated as earnings before net finance costs (asset financing charges are not considered a finance item for the purpose of the EBITDA calculation), tax, depreciation, amortisation and impairment.

	Notes	2024 $000's	2023 $000's
Net debt	4c	223,766	291,434
Total equity		603,312	556,646
Gearing ratio		**27%**	**34%**
Net debt	4c	223,766	291,434
EBITDA	2a	143,901	116,965
Leverage Ratio		**1.6**	**2.5**

When considering the Group's gearing and leverage, it is important to note that the PNG Kina (PGK) is a not currency freely traded on currency markets. As a result, the cash balance accumulated by Trukai Industries (see details in note 4g – liquidity risk) may not always be repatriated on demand. This may result in additional borrowing cost to finance the Group's working capital in the future and, if this amount of cash was to become unavailable for the Group, the Group's gearing and leverage ratios would increase compared to their current level.

Franked dividends

	2024 $000's	2023 $000's
Special dividend for the year ended 30 April 2022 of 5 cents per outstanding B Class Share	-	3,103
Final dividend for the year ended 30 April 2023 of 40 cents (2022: 25 cents) per outstanding B Class Share	25,253	15,514
Interim dividend for the year ended 30 April 2024 of 15 cents (2023: 10 cents) per outstanding B Class Share	9,598	6,278
Total dividend distributed	**34,851**	**24,895**

Subsequent to year end, the Directors have recommended the distribution of a fully franked final dividend and a fully franked special dividend of 40 cents and 5 cents respectively per outstanding B Class Share for the year ended 30 April 2024. The aggregated amount of the proposed dividend not recognised as a liability at 30 April 2024 is $29,034,000 (2023: 25,253,000). The franked portion of the final and special dividends recommended after 30 April 2024 will be franked out of existing franking credits or out of franking credits arising from the payment of income tax in the year ending 30 April 2025.

	2024 $000's	2023 $000's
Franking credits available for subsequent financial years based on a tax rate of 30% (2023: 30%)	67,788	62,612

The above amounts represent the balance of the franking account as at the end of the reporting period, adjusted for franking credits that will arise from the payment of any income tax payable at the end of the reporting period.

The impact on the franking account of the dividend recommended by the directors since the end of the reporting period, but not recognised as a liability at the reporting date, will be a reduction in the franking account of $12,443,000 (2023: $10,823,000).

Dividend Reinvestment Plan (DRP)

The company's DRP (see note 4e) was in operation in 2024 with regards to the distribution of the 2023 final and 2024 interim dividend. The Directors have since opted to suspend the plan for the future payment of dividends.

4.b. Cash and cash equivalent

	2024 $000's	2023 $000's
Cash at bank and on hand	32,809	74,295
Total cash and cash equivalents	**32,809**	**74,295**

Reconciliation to cash at the end of the year

The figures above are reconciled to cash at the end of the financial year as shown in the consolidated cash flow statement as follows:

	2024 $000's	2023 $000's
Cash and cash equivalents	32,809	74,295
Less: Bank overdraft (note 4d)	-	(10,097)
Balances per consolidated cash flow statement	**32,809**	**64,198**

Recognition and measurement

For the purpose of presentation in the consolidated cash flow statement, cash and cash equivalents include cash on hand, deposits held at call with financial institutions and bank overdrafts.

Bank overdrafts are shown within borrowings in current liabilities.

Goods and Services Tax (GST)
Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the taxation authority, are presented as operating cash flows.

Risk exposure
The Group may be exposed to liquidity risk in relation to the availability of the USD currency in PNG. Details are presented in note 4g.

4.c. Cash flow information and net debt reconciliation

Reconciliation of profit after income tax to net cash inflow from operating activities

	2024 $000's	2023 $000's
Profit for the year	68,202	54,790
Depreciation and amortisation	28,824	28,344
Gain on sale of property, plant and equipment	(12,230)	(3,342)
Net exchange differences (including changes in the fair value of derivatives)	(2,054)	5,266
Impairment of non-current assets	10,005	5,218
Share-based payment expense	6,929	6,554
Deductions under Employee Share Scheme and Non-executive Director Fee Sacrifice B Class Share Acquisition	539	559
Net operating liabilities acquired through business combination	-	(1,505)
Changes in operating assets and liabilities		
Increase in trade and other receivables	(22,494)	(41,303)
Increase in other operating assets	(699)	(5,007)
Increase in inventories	(105,959)	(44,968)
Increase / (decrease) in amounts payable to Riverina Rice Growers	131,032	(87,651)
Increase in trade and other payables and employee entitlements	15,729	23,411
(Decrease) / increase in current tax liability (net of current tax receivable)	(5,282)	16,326
Increase in deferred tax assets	(9,099)	(5,255)
Net cash inflows / (outflows) from operating activities	**103,443**	**(48,563)**

Net debt reconciliation

Net debt	2024 $000's	2023 $000's
Cash and cash equivalents	32,809	74,295
Borrowings - repayable within one year (including overdraft)	(146,035)	(299,071)
Borrowings - repayable after one year	(110,540)	(66,658)
Net Debt	**(223,766)**	**(291,434)**
Cash and cash equivalents	32,809	74,295
Gross debt - fixed interest rates	-	(23,000)
Gross debt - variable interest rates	(256,575)	(342,729)
Net debt	**(223,766)**	**(291,434)**

		Liabilities from financing activities		
	Cash / bank overdrafts $000's	Lease liabilities $000's	Bank Loans $000's	Total $000's
Net debt at 30 April 2022	**28,258**	**(14,141)**	**(211,897)**	**(197,780)**
Financing cash flows	34,980	4,531	(124,170)	(84,659)
Additional lease liabilities	-	(9,818)	-	(9,818)
Foreign exchange adjustments	960	(273)	-	687
Interests expense	(694)	(687)	(12,629)	(14,010)
Interest payments (presented as operating cash flows)	694	687	12,765	14,146
Net debt at 30 April 2023	**64,198**	**(19,701)**	**(335,931)**	**(291,434)**
Financing cash flows	(32,060)	5,292	98,156	71,388
Additional lease liabilities	-	(4,542)	-	(4,542)
Reduction in lease liabilities	-	270	-	270
Foreign exchange adjustments	671	78	-	749
Interests expense	(374)	(1,000)	(17,643)	(19,017)
Interest payments (presented as operating cash flows)	374	1,000	17,446	18,820
Net debt at 30 April 2024	**32,809**	**(18,603)**	**(237,972)**	**(223,766)**

4.d. Borrowings

	2024 $000's	2023 $000's
Current - Secured		
Bank overdrafts	-	10,097
Bank loans	140,790	284,407
Net accrued interest and capitalised borrowing costs	(205)	(366)
Lease liabilities (note 3g)	5,450	4,933
Total borrowings	**146,035**	**299,071**
Non current - Secured		
Bank loans	97,722	52,261
Net accrued interest and capitalised borrowing costs	(335)	(371)
Lease liabilities (note 3g)	13,153	14,768
Total borrowings	**110,540**	**66,658**

Significant terms and conditions of bank facilities

At 30 April 2024, the Seasonal bank facility (including a trade finance and transactional banking facility) terms were updated, with $384,352,000 now maturing in April 2025 and $100,000,000 maturing in April 2026. The total limit of the facility ($484,352,000) increased from $482,852,000 at 30 April 2023 due to changes in foreign exchange rates. The trade finance and transactional banking component of the facility ($181,289,000) remained as an uncommitted facility.

At 30 April 2024, the Core bank facility terms were also updated and decreased from $240,000,000 at 30 April 2023 to $190,000,000 at 30 April 2024, with a first tranche of $120,000,000 maturing in April 2026 and a second tranche of $70,000,000 maturing in April 2027. Following its full repayment during the financial period, the Core debt remained undrawn at 30 April 2024.

The Group's Seasonal and Core bank borrowings are secured by registered equitable mortgages over all assets of the Obligor Group and a cross-guarantee between each member of the Obligor Group (the composition of which has been detailed in note 4g).

Under the terms of the banking facilities, the Group is required to comply with a set of financial covenants. The Group complied with these covenants throughout the reporting period.

In 2024, Trukai Industries continued to benefit from a PGK 75,000,000 (AUD 29,742,000) uncommitted overdraft facility. This facility is secured against the assets of Trukai Industries under a General Security Agreement and was undrawn at 30 April 2024.

Risk exposure

Details of the Group's undrawn bank facilities and exposure to risks arising from current and non-current borrowings are set out in note 4g.

The Group's bank borrowings are categorised as follows:

	2024 $000's	2023 $000's
Seasonal debt	238,512	266,668
Core debt	-	70,000
	238,512	**336,668**
Representing:		
Current bank loans	140,790	284,407
Non-current bank loans	97,722	52,261
	238,512	**336,668**

Seasonal debt
Seasonal debt represents borrowings used for the purpose of funding net working capital requirements.

Core debt
Core debt represents borrowings used to fund the general requirements of the business (e.g. fixed assets and investments).

Recognition and measurement

Borrowings
Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the consolidated income statement over the period of the borrowings using the effective interest method.

Fees paid on the establishment of bank facilities are recognised as transaction costs to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Borrowing costs
General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.

4.e. Share capital

A Class Shares

A Class Shares have no nominal value but are voting shares held only by Riverina rice growers who meet the production quotas prescribed by the SunRice Constitution. A Class Shares are not classified as equity and at 30 April 2024, 674 A Class shares were on issue (2023: 623).

Further details about the non-standard elements of the SunRice Group's Constitution, including information about the Group's dual class share structure are included in the Shareholder Information section of this Annual Report on pages 141 and 142.

B Class Shares

B Class Shares are non-voting shares and entitle the holder to participate in dividends. B Class shares have no par value and are classified as equity. The number of B Class Shares on issue is set out below:

	2024 Number of shares	2023 Number of shares
Total B Class Shares outstanding at 30 April	64,519,680	62,916,774
Total treasury Shares (B Class) at 30 April	233,999	442,508
Total B Class Shares on issue at 30 April	**64,753,679**	**63,359,282**

Movement in B Class Shares

	2024 Number of shares	2023 Number of shares	2024 $000's	2023 $000's
Balance at 1 May	**63,359,282**	**61,946,975**	**152,526**	**142,478**
Issue under Dividend Reinvestment Plan	1,394,397	894,693	8,941	6,443
Issue under Employee Share Scheme - purchased shares	-	64,155	-	475
Issue under Employee Share Scheme - shares offered for no consideration	-	25,726	-	189
Issue under Non-executive Director Fee Sacrifice B Class Share Acquisition Plan - purchased shares	-	13,098	-	94
Issue of Treasury Shares to the Ricegrowers Limited Employee Share Trust	-	304,295	-	2,014
Issue under Employee Long Term Incentive Plan	-	110,340	-	833
Balance at 30 April	**64,753,679**	**63,359,282**	**161,467**	**152,526**

Dividend Reinvestment Plan

The Company has established a Dividend Reinvestment Plan (DRP) under which holders of B Class Shares may elect to have all or part of their dividend entitlement satisfied by the issue of new B Class Shares rather than by being paid in cash.

With regards to the 2023 final dividend settled in 2024, B Class Shares were issued under the DRP at the prevailing market price at the time of the DRP offer, with no discount (2023: no discount). With regards to the 2024 interim dividend also settled in 2024, B Class Shares were issued under the DRP at the prevailing market price at the time of the interim DRP offer, with no discount (2023: no discount).

The Directors have since then opted to suspend the DRP, which will not be available for the final and special 2024 dividends to be settled in 2025.

Employee Share Scheme

The Company has established an Employee Share Scheme (ESS) under which eligible employees are given the opportunity to acquire B Class Shares out of their benefit entitlements or after tax funds. Under the matching component of the ESS, eligible employees may also be granted B Class Shares for no consideration (see further details in note 6b).

In the current period B Class Shares under the ESS have been settled using the treasury shares of the Group. In 2023 B Class Shares were issued under the ESS at the prevailing market price at the time of the relevant annual ESS offer, with no discount.

Non-executive Director Fee Sacrifice B Class Share Acquisition Plan

The Company has established a Non-executive Director Fee Sacrifice B Class Share Acquisition Plan (NEDs Plan) under which eligible Non-executive Directors are given the opportunity to acquire B Class Shares out of their Director base fees. The Plan has been introduced to support Non-executive Directors to build their shareholdings in the Company and as a mean of enhancing the alignment of interests between Non-executive Directors and B Class Shareholders generally. The Company has set a minimum shareholding required of one time the Non-executive Director base fee.

In the current period B Class Shares under the NEDs Plan have been settled using the treasury shares of the Group. In 2023 B Class Shares were issued under the NEDs Plan at $7.18 representing the average of the Volume Weighted Average Price of B Class shares traded on the ASX over the 5 days on which B Class shares were traded between 24 August 2022 and 30 August 2022, with no discount).

Employee Long Term Incentive and Other Equity Plans

B Class Share Rights exercised under the Company's Employee Long Term Incentive (LTI) Plan and Other Equity Plans in the current period have been settled using the treasury shares of the Group.

In 2023 where those exercised B Class Share Rights were not already satisfied by the allocation of treasury shares; B Class Shares were issued.

Recognition and measurement

Incremental costs directly attributable to the issue of new B Class Shares are shown in equity as a deduction, net of tax, from the proceeds.

Where any Group company purchases the company's equity instruments, for example as a result of a B Class Share buy-back or a share-based payment plan, the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the owners of Ricegrowers Limited as treasury shares until the B Class Shares are cancelled or reissued. Where such B Class Shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the owners of Ricegrowers Limited.

B Class Shares held as unallocated shares by the Ricegrowers Limited Employee Share Trust are disclosed as treasury shares and deducted from total equity.

4.f. Reserves and retained profits

	2024 $000's	2023 $000's
Asset revaluation reserve	4,917	4,917
Foreign currency translation reserve	(15,070)	(12,012)
Hedging reserve - cash flow hedges	1,762	(1,867)
Transaction with non-controlling interests	(7,956)	(7,956)
Share-based payment reserve	12,220	8,297
Treasury shares reserve	(1,511)	(2,948)
Total reserves	**(5,638)**	**(11,569)**
Retained profits	**420,771**	**392,487**

Movements

Retained profits	2024 $000's	2023 $000's
Balance at 1 May	**392,487**	**364,828**
Net profit for the year	63,135	52,554
Dividends provided for or paid	(34,851)	(24,895)
Balance at 30 April	**420,771**	**392,487**

Reserves	2024 $000's	2023 $000's
Foreign currency translation reserve		
Balance at 1 May	**(12,012)**	**(21,815)**
Net exchange difference on translation of overseas controlled entities	(4,615)	11,321
Non controlling interest in translation differences	1,557	(1,518)
Balance at 30 April	**(15,070)**	**(12,012)**
Hedging reserve - cash flow hedges		
Balance at 1 May	**(1,867)**	**297**
Net change in fair value of hedging instruments	5,180	(2,935)
Deferred tax	(1,552)	792
Foreign exchange difference on translation	1	(21)
Balance at 30 April	**1,762**	**(1,867)**
Share-based payment reserve		
Balance at 1 May	**8,297**	**3,152**
Share-based payment expense	6,929	6,554
Allocation of Treasury Shares (B Class) to employees under an employee share plan (ESS, LTI or other equity plans)	(3,005)	(408)
B Class Shares issued to employees under an employee share plan (ESS, LTI or other equity plans)	-	(1,022)
Foreign exchange difference on translation	(1)	21
Balance at 30 April	**12,220**	**8,297**
Treasury shares reserve		
Balance at 1 May	**(2,948)**	**-**
Issue of Treasury shares to the Ricegrowers Limited Employee Share Trust	-	(2,014)
Acquisition by the Ricegrowers Limited Employee Share Trust of Treasury shares under the Employee Share Sale Plan	(2,150)	(1,342)
Treasury shares allocated to employees under an employee share plan (ESS, LTI or other equity plans)	3,587	408
Balance at 30 April	**(1,511)**	**(2,948)**

Nature and purpose of reserves

Asset revaluation reserve

The asset revaluation reserve is used to record increments and decrements on the revaluation of non-current assets.

Foreign currency translation reserve

Exchange differences arising on the translation of the foreign controlled entities' financial information are taken to the foreign currency translation reserve.

The reserve is recognised in profit and loss when the net investment is disposed of.

Hedging reserve - cash flow hedges

The hedging reserve is used to record the changes in the fair value of hedging instruments.

Cash flow hedge reserve	Foreign currency forwards $000's	Interest rate swaps $000's	Total hedge reserve $000's
Opening balance at 1 May 2022	**(182)**	**479**	**297**
Change in fair value of hedging instruments net of reclassification to the cost of inventory or profit or loss	(2,791)	(144)	(2,935)
Deferred tax	749	43	792
Foreign exchange difference on translation	(21)	-	(21)
Closing balance at 30 April 2023	**(2,245)**	**378**	**(1,867)**
Change in fair value of hedging instruments net of reclassification to the cost of inventory or profit or loss	5,720	(540)	5,180
Deferred tax	(1,714)	162	(1,552)
Foreign exchange difference on translation	1	-	1
Closing balance at 30 April 2024	**1,762**	**-**	**1,762**

Transactions with non-controlling interests

This reserve is used to record the outcome of transactions with non-controlling interests that do not result in a loss of control.

Share-based payment reserve

The share-based payments reserve is used to recognise:

- the grant date fair value of B Class Share Rights issued to employees but not yet vested under the Employee Long Term Incentive Plan (including the Chief Executive Officer Long Term Incentive Plan in 2023) and Other Equity Plans, as described in note 6b, and
- the grant date fair value of B Class Shares issued to employees for no consideration under the matching component of the Employee Share Scheme, as described in note 6b.

Treasury shares reserve

Treasury shares are B Class Shares in Ricegrowers Limited that are held as unallocated B Class Shares by the Ricegrowers Limited Employee Share Trust for the purpose of allocating B Class Shares that may be delivered in the future under Long Term Incentive Plans, Other Equity Plans and the Employee Share Scheme.

Treasury shares also include vested/unrestricted B Class Shares purchased off-market by the SunRice Group from its employees under the Employee Share Sale Plan through the Ricegrowers Employee Share Trust.

Treasury shares are recognised at cost 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 and the consideration, if reissued, is recognised in the share premium.

B Class shares allocated to employees are recognised on a first-in-first-out basis.

Movement in treasury shares

	2024 Number of treasury shares	2023 Number of treasury shares	2024 $000's	2023 $000's
Balance at 1 May	**442,508**	**-**	**(2,948)**	**-**
Acquisition by the Ricegrowers Limited Employee Share Trust of treasury shares under the Employee Share Sale Plan*	338,468	200,335	(2,150)	(1,342)
Issue of treasury shares to the Ricegrowers Limited Employee Share Trust	-	304,295	-	(2,014)
Allocation of treasury shares (B Class) to employees under:				
- Employee Share Scheme - purchased shares	(81,204)	-	521	-
- Employee Share Scheme - shares offered for no consideration	(32,195)	-	207	-
- Non-executive Director Fee Sacrifice B Class Share Acquisition Plan - purchased shares	(9,400)	-	61	-
- Employee Long Term Incentive Plan	(217,270)	-	1,448	-
- Other Equity plans	(206,908)	(62,122)	1,350	408
Balance at 30 April	**233,999**	**442,508**	**(1,511)**	**(2,948)**

* The average price per treasury share acquired during the reporting period was $6.35 per B Class Share (2023: $6.70).

4.g. Financial risk management

The Group's activities expose it to a variety of financial risks, including market risks (such as foreign exchange risk and interest rate risk), credit risk and liquidity risk that are actively mitigated to reduce the Group's exposure.

The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

The Group uses derivative financial instruments such as forward foreign exchange contracts and interest rate swaps to hedge certain risk exposures. Derivatives are only used for economic hedging purposes and not as speculative investments.

The Group uses different methods to measure the different types of risks to which it is exposed. These methods include sensitivity analysis in the case of interest rates and foreign exchange risks and ageing analysis for credit risk.

Financial risk management is executed under guidance from the Treasury Management Committee, in accordance with policies approved by the Board of Directors. The Board provides written principles for overall risk management, as well as written policies covering specific areas, such as mitigating foreign exchange, interest rate and credit risks, the use of derivative financial instruments and investing excess liquidity.

Market risk

Foreign exchange risk

Exposure

The table below sets out the Group's main exposure to foreign currency risk at the reporting date, expressed in the foreign currency. The amounts presented reflect balances held in Group entities (including intercompany balances) where the USD and EUR are not their functional currency.

	2024		2023	
	USD $000's	EUR $000's	USD $000's	EUR $000's
Cash	251	28	706	105
Trade receivables	70,295	-	80,371	-
Trade payables	(111,386)	(8,534)	(112,907)	(7,652)
Foreign exchange contracts:				
- selling foreign currency	(199,150)	-	(153,450)	-
- buying foreign currency	19,520	10,035	10,933	6,230
Net exposure - (selling) / buying foreign currency	**(220,470)**	**1,529**	**(174,347)**	**(1,317)**

Instruments used by the Group

The Group operates internationally and is exposed to foreign exchange risk, primarily the US dollar (USD) and Euro (EUR) and other currencies to a much lower extent.

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the functional currency of the relevant Group entity. Translation related risks are not included in the assessment of the Group's exposure to foreign exchange risk.

The risk is measured through cash flow forecasting and is hedged with the objective of minimising the volatility of the Australian currency equivalent of firm commitments or highly probable forecast sales and purchases denominated in foreign currencies.

The Group's treasury's risk management policy is to hedge a portion of the forecast foreign currency cash flows for sales, inventory and fixed assets purchases for up to twelve months in advance, subject to a review of the cost of implementing each hedge.

The Group uses foreign currency forwards to hedge its exposure to foreign currency risk. Under the Group's policy the critical terms of the forwards must align with the hedged items. Access to foreign currency forwards is however not always available in all the countries in which the Group operates (e.g. PNG and Solomon Islands).

Effects of hedge accounting on the financial position and performance

The effects of the foreign currency related hedging instruments on the Group's financial position and performance are as follows:

	2024 $000's	2023 $000's
Foreign currency forwards		
Carrying amount - asset / (liability)	2,467	(2,758)
Notional amount - selling foreign currency	(199,150)	(153,450)
Notional amount - buying foreign currency	29,555	17,163
Maturity date	May 2024 April 2025	May 2023 April 2024
Hedge ratio*	1:1	1:1
Change in fair value of hedging instruments since 1 May	5,720	(2,791)
Change in value of hedged items used to determine hedge effectiveness	(5,720)	2,791
Weighted average hedged rate for the year	USD0.67:AUD1 EUR0.61:AUD1	USD0.68:AUD1 EUR0.61:AUD1

*The foreign currency forwards are denominated in the same currency as the highly probably future sales and purchases, therefore the hedge ratio is 1:1

Sensitivity analysis

USD denominated sales and purchases of the Group (outside of PNG and the Solomons Islands) relate primarily to transactions of the Rice Pool business and/or transactions that are hedged. As a result, and because transactions of the Rice Pool business affect the Paddy Price paid to Riverina rice growers as opposed to the profit of the Group, the Group's net profit after tax exposure to fluctuations in the USD:AUD exchange rate is not considered material. Due to the extent of forward currency hedging contracts in place at 30 April 2024, had the USD/AUD exchange rate been 5 cents higher (0.7054 instead of 0.6554), with all other variables held constant, the Group's equity would have however been $9,135,000 higher (2023: $8,957,000 higher). Conversely, had the USD/AUD exchange rate been 5 cents lower (0.6054 instead of 0.6554), with all other variables held constant, the Group's equity would have been $11,849,000 lower (2023: $10,869,000 lower).

The ongoing difficulty in accessing the USD currency in PNG is affecting Trukai's ability to settle its intercompany trade payables, exposing the Group to the risk of a sudden devaluation of the PNG Kina (PGK), particularly since no hedging opportunities currently exist for that currency. At 30 April 2024, the outstanding amount due from Trukai was USD 75,146,000 (AUD 114,657,000) compared to USD 68,264,000 (AUD 102,900,000) at 30 April 2023. Had the USD/PGK exchange rate been 1 cent or 100bp lower at 30 April 2024 (0.2499 instead of 0.2599), with all other variables held constant, Trukai's intercompany trade payable would have been higher in its local currency, resulting in an additional foreign exchange loss in the Group's profit after tax for the year of $3,212,000 (2023: $3,825,000).

The Group is also exposed to the risk of a sudden devaluation of the Solomon Island Dollar (SBD) due to the current lack of hedging opportunities for that currency. At 30 April 2024, the outstanding intercompany amount due from SolRice was USD 19,086,000 (AUD 29,121,000) compared to USD 16,484,000 (AUD 24,848,000) at 30 April 2023. Had the USD/SBD exchange rate been 1 cent or 100bp lower at 30 April 2024 (0.1126. instead of 0.1226), with all other variables held constant, SolRice's intercompany trade payable would have been higher in its local currency, resulting in an additional foreign exchange loss in the Group's profit after tax for the year of $2,586,000 (2023: $1,581,000).

Sensitivity analyses have not been presented for other currencies, because the Group's exposure to those currency exchange movements (including the EUR) is not considered material.

Interest rate risk

Exposure

The Group's main interest rate risk arises from bank borrowings and bank overdrafts, which expose the Group to cash flow interest rate risk.

The Group's policy is to maintain a portion of its Core bank borrowings at fixed rate. To achieve this, the Group generally enters into such bank borrowings at floating rates and swaps a portion of them into fixed rates that are lower than those available if the Group borrowed at fixed rates directly.

During 2024 and 2023, the Group's bank borrowings at variable rate were mainly denominated in Australian dollar. The Group had the following variable rate borrowings and interest rate swap contracts outstanding (an analysis by maturities is provided in the liquidity risk section of this note):

30 April 2024	Weighted average interest rate %	Balance $000's
Bank loans and bank overdrafts	5.8	(238,512)
Net exposure to cash flow interest rate risk		**(238,512)**
30 April 2023		
Bank loans and bank overdrafts	5.0	(336,668)
Interest rate swaps (notional principal amount)	1.7	23,000
Net exposure to cash flow interest rate risk		**(313,668)**

Instruments used by the Group

At 30 April 2024, the Group had no open interest rate swaps. Interest rate swaps in place in 2023 covered 33% of the Obligor Group Core debt outstanding. The Obligor Group is a sub-group of Ricegrowers Limited that jointly guarantees the Core and Seasonal banking facilities contracted in Australia (see note 4d). The following entities are part of the Obligor Group:

- Riviana Foods Pty Ltd
- Australian Grain Storage Pty Ltd
- Rice Research Australia Pty Ltd
- Solomons Rice Company Limited
- Sunshine Rice Inc.
- Ricegrowers Singapore Pte Ltd
- Ricegrowers New Zealand Ltd
- Sunshine Rice Pty Ltd
- SunFoods LLC
- Roza's Gourmet Pty Ltd
- Pryde's Tuckerbag Pty Ltd
- Pryde's Easifeed Pty Limited

The variable rates of the borrowing range between 5.23% and 6.70% (2023 – 3.60% and 5.55%). Fixed interest rates for the swaps ranged between 0.41% and 3.40% in 2023 (not applicable in 2024).

Effects of hedge accounting on the financial position and performance

The effects of the interest rate swaps on the Group's financial position and performance are as follows:

	2024 $000's	2023 $000's
Interest rate swaps		
Carrying amount - asset	-	540
Notional amount	-	23,000
Maturity date	-	2023 / 2024
Hedge ratio*	-	1:1
Change in fair value of hedging instruments since 1 May	(540)	(144)
Change in value of hedged items used to determine hedge effectiveness	540	144
Weighted average hedged rate for the year	1.7%	1.7%

* The interest rates swaps are denominated in the same currency as the underlying debt, therefore the hedge ratio is 1:1

Sensitivity analysis

There are no open interest rates swaps at 30 April 2024. At 30 April 2023, if interest rates had changed by + / - 25 basis points from the year end rates, with all other variables held constant (including the maturity of the hedging cover in place), profit after tax for the year would have been $549,000 lower/higher, mainly as a result of higher/lower interest expense on variable bank borrowings.

Credit risk

Credit risk arises from cash and cash equivalents, favourable derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to domestic and export customers, including outstanding receivables.

Risk management
Credit risk is managed on a Group basis.

For banks and financial institutions, only independently rated parties with a minimum rating of Moody's A3 or Standard & Poor's A minus are accepted, unless such rating is not available in a country in which SunRice operates. In this case, the Group limits credit risk and manages cash in such way that only the minimum amount required for every day operations is kept on local bank accounts.

Customers in Australia and in the countries in which the Group has operations are assessed for credit quality, taking into account their financial position, past experience, trade references, ASIC (or equivalent) searches and other factors. The majority of other export customers trading terms are secured by letters of credit, cash against documents or documentary collection and prepayment.

Individual credit limits for all customers are set in accordance with the limits set by the Board and compliance with credit limits is regularly monitored by the Group.

There are no significant concentrations of credit risk, whether through exposure to individual customers, specific industry sectors and/or regions.

For derivative financial instruments, the Group has established limits so that the portfolio of instruments held with the various financial institutions does not create a material counterparty risk to the Group.

Security
For some trade receivables the Group may obtain security in the form of guarantees, deeds of undertaking or letters of credit which can be called upon if the counterparty is in default under the terms of the agreement.

Impairment of financial assets
Cash and cash equivalents are subject to the impairment requirements of AASB 9. There was however no identified impairment loss in the current or previous reporting period. Trade receivables for sales of goods are subject to the expected credit loss model. Further details on loss allowances recognised in the current and previous reporting period are available in note 3a.

Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and close out market positions. Due to the dynamic nature of the Group's underlying businesses, Group Treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The Group monitors rolling forecasts of the Group's liquidity reserve (comprising the undrawn borrowing facilities disclosed on the next page) and cash and cash equivalents on the basis of expected cash flows. In addition, the Group's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet business needs and satisfy internal and external compliance requirements.

The ongoing difficulty in accessing the USD currency in PNG continues to affect Trukai's ability to repay its intercompany payables and indirectly influences the cash balance accumulated by Trukai of PGK 19,559,000 (AUD 7,756,000) at 30 April 2024 compared to PGK 12,564,000 (AUD 5,284,000) at 30 April 2023. To maintain access to the USD currency and support its local net working capital needs, Trukai maintained a local uncommitted net working capital facility of PGK 75,000,000 in the current year (see further details in note 4d). The Group continues to closely monitor economic conditions in PNG to proactively manage the liquidity risk. Potential impacts on gearing and leverage have also been discussed in note 4a.

Financing arrangements

The Group had access to the following undrawn borrowing facilities at the reporting date:

	2024 $000's	2023 $000's
Fixed and floating rate:		
Bank overdraft - expiring within one year	29,742	21,445
Bank loans - expiring within one year	236,787	209,304
Bank loans - expiring beyond one year	192,278	170,222
	458,807	**400,971**

The bank overdraft facilities and $181,289,000 of the bank borrowing facilities (portion relating to trade finance and transactional banking), may be drawn at any time and may be terminated by the bank without notice.

Additional information on significant terms and conditions of bank facilities is available in note 4d.

Maturities of financial liabilities

The following tables analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities and net and gross settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.

The amounts disclosed in these tables are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

For interest rate swaps, the cash flows were estimated using forward interest rates applicable at the end of the reporting period.

30 April 2024	Less than 12 months $000's	Between 1 and 2 years $000's	Between 3 and 5 years $000's	Over 5 years $000's	Total contractual cash flows $000's	Total carrying amount $000's
Non-derivatives						
Non-interest bearing	496,113	-	-	982	497,095	497,095
Variable rate	154,233	103,911	-	-	258,144	238,512
Fixed rate	6,094	5,727	6,800	1,788	20,409	18,603
Total non-derivatives	**656,440**	**109,638**	**6,800**	**2,770**	**775,648**	**754,210**
Derivatives (net asset) / net liability						
Foreign currency contracts - gross settled						
- outflow	378,733	-	-	-	378,733	-
- inflow	(381,200)	-	-	-	(381,200)	(2,467)
Total derivatives (net asset) / net liability	**(2,467)**	**-**	**-**	**-**	**(2,467)**	**(2,467)**

30 April 2023	Less than 12 months $000's	Between 1 and 2 years $000's	Between 3 and 5 years $000's	Over 5 years $000's	Total contractual cash flows $000's	Total carrying amount $000's
Non-derivatives						
Non-interest bearing	350,558	-	-	1,013	351,571	351,571
Variable rate	300,938	54,811	-	-	355,749	336,668
Fixed rate	16,307	5,401	9,492	851	32,051	29,798
Total non-derivatives	**667,803**	**60,212**	**9,492**	**1,864**	**739,371**	**718,037**
Derivatives (net asset) / net liability						
Interest rate swaps - net settled	-	(540)	-	-	(540)	(540)
Foreign currency contracts - gross settled						
- outflow	311,439	-	-	-	311,439	2,758
- inflow	(308,681)	-	-	-	(308,681)	-
Total derivatives (net asset) / net liability	**2,758**	**(540)**	**-**	**-**	**2,218**	**2,218**

4.h. Fair value measurement

The Group's assets and liabilities carried at fair value are mainly related to currency and interest rates derivatives.

The Group's financial instruments that are carried at fair value are valued using observable market data, as there is no price quoted in an active market for the financial instruments held (level 2).

The fair value of derivative financial instruments are determined based on dealer quotes for similar instruments. The valuation inputs are calculated in accordance with industry norms and the inputs include spot market exchange rates and published interest rates.

The Group does not have any financial instruments that are carried at fair value using inputs classified as level 1 inputs.

Only the investment property is classified as level 3, as the fair value is determined by an independent valuation.

	2024			2023		
Recurring fair value measurements	**Level 2 $000's**	**Level 3 $000's**	**Total $000's**	**Level 2 $000's**	**Level 3 $000's**	**Total $000's**
Assets						
Investment properties	-	2,900	2,900	-	2,900	2,900
Derivatives used for hedging:						
- Foreign exchange contracts	2,467	-	2,467	598	-	598
- Interest rate swaps	-	-	-	540	-	540
Total assets	**2,467**	**2,900**	**5,367**	**1,138**	**2,900**	**4,038**
Liabilities						
Derivatives used for hedging:						
- Foreign exchange contracts	-	-	-	3,356	-	3,356
Total liabilities	**-**	**-**	**-**	**3,356**	**-**	**3,356**

There were no transfer between levels for recurring fair value measurements during the year.

The Directors consider the carrying amounts of other financial instruments approximate their fair value, due to either their short-term nature or being at market rates. These financial instruments include trade receivables, trade payables, amounts payable to Riverina Rice Growers, bank overdrafts and bank borrowings.

4.i. Commitments

Capital commitments (property, plant and equipment)

	2024 $000's	2023 $000's
Commitments for capital expenditure contracted for at the reporting date but not recognised as liabilities	7,336	5,924

4.j. Contingent liabilities

The Group had the following contingent liabilities not provided for in its financial statements at 30 April:

	2024 $000's	2023 $000's
Letters of credit	4,342	4,246
Guarantees of bank advances	2,432	7,018
Total contingencies	**6,774**	**11,264**

Letters of credit in both years are mainly contracted in relation to the purchase of rice in Asia.

Significant estimates and judgements

Provisions and contingent liabilities

The Group exercises judgement in measuring and recognising provisions and the exposures to contingent liabilities related to pending litigation or other outstanding claims subject to negotiated settlement, mediation, arbitration or government regulation, as well as other contingent liabilities.

Judgement is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement. Due to the inherent uncertainty in this evaluation process, actual losses may be different from the originally estimated provisions.

At 30 April 2024, the Group does not expect any material adverse outcome from any open or pending cases.

5. Group Structure

This section provides details of the Group structure and the entities included in the consolidated financial statements.

5.a. Investment in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries.

Name of entity	Country of Incorporation	Principal activities	Direct / indirect interest in ordinary shares / equity 2024 %	2023 %
Australian Grain Storage Pty Ltd *	Australia	Grain storage assets	100	100
Rice Research Australia Pty Ltd	Australia	Research into rice growing	100	100
Riviana Foods Pty Ltd *	Australia	Importation / manufacturing / distribution of food products	100	100
Roza's Gourmet Pty Ltd	Australia	Manufacturing / distribution of food products	100	100
KJ&Co Brands Pty Ltd	Australia	Importation / Distribution of food products	100	100
SunRice Australia Pty Ltd	Australia	No current activities	100	100
SunRice Trading Pty Ltd	Australia	No current activities	100	100
SunShine Rice Pty Ltd	Australia	No current activities	100	100
Pryde's Tuckerbag Pty Ltd	Australia	Holding company	100	100
Pryde's Easifeed Pty Ltd	Australia	Manufacturing / distribution of animal feed products	100	100
Pryde's Easifeed NZ Limited	New Zealand	Distribution of animal feed products	100	100
Ricegrowers New Zealand Ltd	New Zealand	Distribution of rice and other food and animal nutrition products	100	100
Aqaba Processing Company Ltd	Jordan	Rice packing / storage	80	80
Rice Industries Limited	PNG	Property	66.23	66.23
Trukai (Wholesale) Limited	PNG	Distribution of rice	66.23	66.23
Trukai Industries Limited	PNG	Processing and distribution of rice	66.23	66.23

Name of entity	Country of Incorporation	Principal activities	Direct / indirect interest in ordinary shares / equity 2024 100	2024 100
Ricegrowers Singapore Pte Ltd	Singapore	Procurement and trading of rice and other food products	100	100
Ricegrowers Limited Japan	Japan	No current activities	99	99
Solomons Rice Company Limited	Solomon Islands	Distribution of rice	100	100
Ricegrowers Middle East DMCC	UAE	Distribution of rice and other food products	100	100
SunFoods LLC	USA	Processing and distribution of rice	100	100
Sunshine Rice, Inc	USA	Holding company	100	100
Ricegrowers Vietnam Company Limited **	Vietnam	Processing and distribution of rice	100	100
SunRice Trading (Shanghai) Co Ltd	China	No current activities	100	100

*Entities part of a Deed of Cross Guarantee that are relieved under the ASIC Corporations (Wholly-owned Companies) Instrument 2016/785 from preparing a separate financial report (see note 5c).

**Ricegrowers Vietnam Company Limited has a 31 March financial year end as local regulations in Vietnam do not allow financial years to end on 30 April. The directors believe that the financial effects of any events or transactions occurring since the last available financial information have not materially affected the financial position or performance of the subsidiary.

Non-controlling interests

At 30 April 2024, non-controlling interests held 540,320 (2023: 540,320) ordinary shares in Trukai Industries Limited, being 33.77% (2023: 33.77%) of the ordinary issued capital of that entity. Summarised financial information for this subsidiary has been disclosed in note 5e.

At 30 April 2024, non-controlling interests held 6,000 (2023: 6,000) ordinary shares in Aqaba Processing Company Limited, being 20% (2023: 20%) of the ordinary issued capital of that entity.

At 30 April 2024, non-controlling interests held 1 (2023: 1) ordinary share in Ricegrowers Limited Japan, being 1% (2023: 1%) of the ordinary issued capital of that entity.

Recognition and measurement

Subsidiaries

Ricegrowers Limited ("company" or "parent entity") and its subsidiaries together are referred to in these financial statements as the Group or the consolidated entity.

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated balance sheet respectively.

5.b. Investments accounted for using the equity method

	2024 $000's	2023 $000's
Shares in associates	2,606	2,763

Set out below are the associates of the Group which, in the opinion of the directors, are not material to the Group.

		Ownership interest	
Name of company	**Principal activity**	2024	2023
Pagini Transport (incorporated in Papua New Guinea)	Transport	30.44%	30.44%
Rice Breeding Australia (incorporated in Australia)	Research into the delivery of new and improved rice varieties	33.33%	33.33%

The Associates operate on a non-coterminous year-end of 31 December for Pagini Transport and 30 June for Rice Breeding Australia.

The directors believe that the financial effects of any events or transactions occurring since the last available financial information have not materially affected the financial position or performance of any associate.

Recognition and measurement

Associates

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights.

Investments in associates are accounted for using the equity method of accounting. Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in other comprehensive income of the investee in other comprehensive income.

Dividends received or receivable from associates are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

5.c. Deed of cross guarantee

Ricegrowers Limited, Riviana Foods Pty Ltd and Australian Grain Storage Pty Ltd entered into a deed of cross guarantee on 28 April 2016 under which each company guarantees the debts of the others.

By entering into the deed, the wholly-owned entities have been relieved from the requirement to prepare a separate financial report and Directors' report under the ASIC Corporations (Wholly-owned Companies) Instrument 2016/785.

The previously mentioned companies represent a "closed Group" for the purposes of the ASIC Corporations Instrument, and as there are no other parties to the deed of cross guarantee that are controlled by Ricegrowers Limited, they also represent the "extended closed Group".

Consolidated statement of comprehensive income

	2024 $000's	2023 $000's
Sales revenue	1,108,597	1,019,482
Revenue from the receipt of dividends from subsidiaries	29,262	31,836
Other revenue	18,966	14,476
Revenue from continuing operations	**1,156,825**	**1,065,794**
Other income	12,662	9,138
Changes in inventories of finished goods	(15,042)	(34,911)
Raw materials and consumables used	(616,401)	(544,570)
Freight and distribution expenses	(133,012)	(153,170)
Employee benefits expenses	(148,695)	(132,107)
Depreciation and amortisation expense	(20,157)	(18,658)
Impairment	(6,365)	(5,218)
Finance costs	(15,020)	(11,837)
Other expenses	(151,023)	(116,378)
Profit before income tax	**63,772**	**58,083**
Income tax expense	(14,029)	(10,410)
Profit for the year	**49,743**	**47,673**
Items that may be reclassified to the profit or loss		
Changes in fair value of cash flow hedges	5,173	(2,472)
Income tax relating to items of other comprehensive income	(1,552)	741
Other comprehensive gain / (loss) for the year, net of tax	**3,621**	**(1,731)**
Total comprehensive income for the year	**53,364**	**45,942**

Summary of movements in consolidated retained earnings

	2024 $000's	2023 $000's
Balance at 1 May	**243,450**	**220,672**
Net profit for the year	49,743	47,673
Dividends provided for or paid	(34,998)	(24,895)
Balance 30 April	**258,195**	**243,450**

Consolidated balance sheet

	2024 $000's	2023 $000's
Current assets		
Cash and cash equivalents	7,045	30,050
Receivables	220,630	242,233
Inventories	501,151	392,627
Derivative financial instruments	2,422	258
Total current assets	**731,248**	**665,168**
Non-current assets		
Other financial assets	80,128	80,128
Property, plant and equipment	177,916	194,056
Investment properties	2,900	2,900
Intangibles	53,361	55,530
Derivative financial instruments	-	540
Deferred tax assets	17,466	11,396
Total non-current assets	**331,771**	**344,550**
Total assets	**1,063,019**	**1,009,718**
Current liabilities		
Payables	155,481	141,142
Amounts payable to Riverina Rice Growers	243,523	112,491
Borrowings	129,732	251,216
Current tax liabilities	8,253	13,272
Provisions	24,286	22,539
Derivative financial instruments	-	3,356
Total current liabilities	**561,275**	**544,016**
Non current liabilities		
Payables	5,484	3,308
Borrowings	63,490	61,252
Provisions	1,974	2,287
Total non-current liabilities	**70,948**	**66,847**
Total liabilities	**632,223**	**610,863**
Net assets	**430,796**	**398,855**
Equity		
Contributed equity	161,467	152,526
Reserves	11,134	2,879
Retained profits	258,195	243,450
Total equity	**430,796**	**398,855**

5.d. Parent entity information

Summary financial information

The individual financial statements for the parent entity show the following aggregate amounts:

	2024 $000's	2023 $000's
Balance sheet		
Current assets	643,312	589,718
Total assets	**892,833**	**854,648**
Current liabilities	509,228	500,921
Total liabilities	**585,793**	**574,873**
Shareholders equity		
Issued capital	161,467	152,526
Reserves		
Share-based payment reserve	10,243	7,306
Treasury shares reserve	(1,512)	(2,948)
Hedging reserve - cash flow hedges	1,648	(1,946)
Retained profits	135,194	124,837
Total shareholders equity	**307,040**	**279,775**
Profit for the year	**45,355**	**40,906**
Total comprehensive income for the year	**48,949**	**38,720**

Guarantees entered into by the parent entity

The parent entity has entered into cross guarantees in respect of all banking facilities, including bank borrowings, foreign exchange facilities and bank overdrafts as described in note 5c.

No deficiencies of assets exist in any of these companies.

Contingent liabilities of the parent entity

	2024 $000's	2023 $000's
Letters of credit	3,877	3,780
Guarantee of bank advances	1,835	1,810
Total contingencies	**5,712**	**5,590**

Contractual commitments of the parent entity for the acquisition of property, plant and equipment

At 30 April 2024, the parent entity had contractual commitments for the acquisition of property, plant or equipment totaling $6,108,000 (30 April 2023: $2,709,000). These commitments are not recognised as liabilities at the end of the reporting period as the relevant assets have not yet been received.

Recognition and measurement

The financial information for the parent entity, Ricegrowers Limited, has been prepared on the same basis as the consolidated financial statements, except as set out below:

Investments in subsidiaries
Investments in subsidiaries are accounted for at cost in the financial statements of Ricegrowers Limited.

Tax consolidation legislation
Ricegrowers Limited and its wholly-owned Australian subsidiaries have implemented the tax consolidation legislation as at 1 May 2004.

The head entity, Ricegrowers Limited, and the controlled entities in the tax consolidated Group account for their own current and deferred tax amounts. These amounts are measured as if each entity in the tax consolidated Group continued to be a stand alone taxpayer in its own right. In addition to its own current and deferred tax amounts, Ricegrowers Limited also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and credits assumed from controlled entities in the tax consolidated Group.

The entities have also entered into a tax funding agreement under which the wholly-owned entities fully compensate Ricegrowers Limited for any current tax payable assumed and are compensated by Ricegrowers Limited for any current tax receivable and deferred tax assets relating to unused tax losses or credits that are transferred to Ricegrowers Limited under the tax consolidation legislation.

The funding amounts are determined by reference to the amounts recognised in the wholly-owned entities' financial statements.

Assets or liabilities arising under the tax funding agreement with the tax consolidated entities are recognised as current amounts receivable from or payable to other entities in the Group. Any difference between the amounts assumed and amounts receivable or payable under the tax funding agreement are recognised as a contribution to (or distribution from) wholly-owned tax consolidated entities.

Share-based payments
The grant by the company of rights over its equity instruments to the employees of subsidiary undertakings in the Group is treated as a capital contribution to that subsidiary undertaking.

5.e. Subsidiaries with material non-controlling interests

Trukai Industries Limited – Summary financial information

Set out below is summarised financial information for Trukai Industries Limited. The amounts disclosed are before inter-company eliminations but after homogenisation to the Group accounting policies.

	2024 $000's	2023 $000's
Balance sheet		
Current assets	182,904	167,856
Non-current assets	30,345	31,552
Current liabilities	(128,468)	(124,904)
Non-current liabilities	(3,120)	(3,539)
Cash flows		
Net cash inflows from operating activities	4,885	10,504
Net cash inflows from investing activities	7,847	1,569
Net cash outflows from financing activities	(438)	(10,546)
Net increase in cash and cash equivalents	12,294	1,527

Significant restrictions

The ongoing difficulty in the availability of the USD currency in PNG is affecting Trukai's ability to repay its intercompany trade payable (details of which are available in note 4g – market risk). This indirectly impacts the cash balance held by Trukai (details of which are also available in note 4g – liquidity risk). This situation exposes the Group to the risk of a sudden devaluation of the PGK.

It is also important to note that the PGK is not a currency freely traded on currency markets. As a result, the cash balance accumulated by Trukai Industries may not always be repatriated on demand. This may result in additional borrowing cost to finance the Group's net working capital in the future and, if this amount of cash was to become unavailable for the Group, the Group's gearing and leverage ratios (disclosed in note 4a) would increase compared to their current level.

The Group continues to closely monitor economic conditions in PNG to proactively manage those risks.

6. Other Disclosures

6.a. Related party transactions

Parent entity and subsidiaries

The ultimate parent entity and controlling party within the Group is Ricegrowers Limited.

Interests in subsidiaries are set out in note 5a.

Directors and other Key Management Personnel

Directors and other Key Management Personnel compensation

	2024 $000's	2023 $000's
Short term employee benefits	6,456,599	6,026,481
Post-employment benefits	210,153	192,242
Share-based payments	2,681,348	1,707,505
Total compensation	**9,348,100**	**7,926,228**

Detailed remuneration disclosures are provided in the remuneration report available in the Directors report.

Directors and other Key Management Personnel (KMP) shareholding

Details of the Directors and other KMP interests in A and B Class Shares of Ricegrowers Limited, details of B Class Shares issued to Directors and their related entities, details of the movement in B Class Share rights held by KMP during the reporting period and details of the number and value of B Class Share Rights granted, vested, exercised and forfeited under the Long Term Incentive and Other Equity awards during the year are provided in the remuneration report available in the Directors report.

Transactions with Directors and other Key Management Personnel

	2024 $		2023 $	
	Transactions	Outstanding Balances	Transactions	Outstanding Balances
Purchases of rice from Directors	10,894,728	6,777,200	5,535,281	1,816,421
Sale of inputs to Directors	171,615	-	179,333	159,263
Other purchases from Directors	-	-	36,405	-
	11,066,343	**6,777,200**	**5,751,019**	**1,975,684**

There were no transactions with other Key Management Personnel.

Purchases of rice from Directors were made on identical terms to purchases of rice from other growers.

6.b. Share-based payments

Significant estimates and judgements

Fair value of B Class Share Rights granted

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including dividend yield and making assumptions about them.

Employee Long Term Incentive (LTI) Plan

Under the Group's Employee LTI Plan, participants are granted rights to B Class Shares of Ricegrowers Limited.

B Class Share Rights are granted annually and vest at the end of a three year performance period.

They convert into one B Class Share each on vesting and/or exercise, aligned to the performance outcome.

From 2022 onwards, participants are entitled to receive an additional grant of B Class Shares for an amount equivalent to dividends that may be payable during the vesting period (and up to the exercise date) on any vested B Class Share Rights.

If a participant ceases to be employed by the Group within the performance period, the B Class Share Rights are forfeited, except in limited circumstances that are approved by the Board on a case-by-case basis.

	2024	2023
Number of B Class Share rights granted on 14 July 2023 (2023: 18 July 2022)	307,800	313,400
Fair value of B Class Share rights at grant date	$6.42	$7.00

On 23 August 2023, following approval from the shareholders at the 2023 Annual General Meeting, the new CEO was granted 115,388 rights to B Class Shares of Ricegrowers Limited under the Employee Long Term Incentive Plan.

	2024	2023
Number of B Class Share rights granted on 23 August 2023	115,388	-
Fair value of B Class Share rights at grant date	$6.76	-

The fair value of the B Class Share Rights at grant date was determined by taking the market price of the company's B Class Shares on that date. No adjustment was required due to the dividend entitlement attached to the B Class Share Rights during the vesting period.

Employee Other Equity Plans

Under the Group's Employee Other Equity plans, participants are granted rights to B Class Shares of Ricegrowers Limited.

B Class Share Rights are granted on an ad-hoc basis and vest at the end of an individually determined service period.

They convert into one B Class Share each on vesting and/or exercise, aligned to the service outcome.

Participants are entitled to receive an additional grant of B Class Shares for an amount equivalent to dividends that may be payable during the vesting period (and up to the exercise date) on any vested B Class Share Rights.

If a participant ceases to be employed by the Group within the vesting period, the B Class Share rights are forfeited, except in limited circumstances that are approved by the Board on a case-by-case basis.

	2024	2023
Number of B Class Share rights granted on 14 July 2023 (2022: 18 July 2022 and 15 December 2022)	377,300	1,126,980
Fair value of B Class Share rights at grant date	$6.42	$7.00 and $6.62

Similar to the LTI, on 23 August 2023, 150,000 rights to B Class Shares of Ricegrowers Limited were issued to the new CEO to ensure retention between the period from 3 July 2023 and 1 May 2025.

	2024	2023
Number of B Class Share rights granted on 23 August 2023	150,000	-
Fair value of B Class Share rights at grant date	$6.76	-

The fair value of the B Class Share Rights at grant date was determined by taking the market price of the company's B Class shares on each relevant date. No adjustment was required due to the dividend entitlement attached to the B Class Share Rights during the vesting period.

Employee Share Scheme

Employees who are Australian tax residents are eligible and may elect to participate in the Group's Employee Share Scheme (ESS).

Under the matching component of the scheme, eligible employees may be granted up to $1,000 worth of fully paid B Class Shares in Ricegrowers Limited annually for no cash consideration.

B Class Shares issued under the ESS may not be sold until the earlier of three years after issue or cessation of employment by the Group.

In all other respects, the B Class Shares rank equally with other fully paid B Class Shares on issue.

	2024	2023
Number of B Class Shares offered for no cash consideration under the plan to participating employees	32,195	25,726

Each participant was issued with B Class Shares on a market price with no discount (2023: no discount) of $6.42 (2023: $7.44), which was also determined as the grant date fair value of these B Class Shares.

Expenses arising from share-based payment transactions

Total expenses arising from share-based payment transactions recognised during the period as part of employee benefit expense were as follows:

	2024 $000's	2023 $000's
B Class Share rights granted under Long Term Incentive and Other Equity Plans	6,722	6,365
B Class Shares issued for no consideration under the Employee Share Scheme	207	189
Total share based payment expense	**6,929**	**6,554**

Movement in B Class Share rights

	2024 Number of B Class Share rights	2023 Number of B Class Share rights
Balance at 1 May	**2,464,096**	**1,424,180**
B Class Share rights granted during the year	959,888	1,453,478
B Class Share rights forfeited during the year	(133,010)	(228,682)
B Class Share rights exercised during the year	(416,248)	(184,880)
Balance at 30 April	**2,874,726**	**2,464,096**
B Class Share rights vested and exercisable at 30 April	**1,300,138**	**513,848**

The weighted average remaining contractual life for the B Class Share Rights outstanding at 30 April 2024 was 5.2 years (30 April 2023: 5.6 years).

The weighted average fair value of B Class Share Rights granted during the year was $6.51 (2023: $6.88).

No B Class Share Rights expired during the periods covered by the above table and B Class Share Rights exercised in the current and prior periods had no exercise price.

Recognition and measurement

Employee Share Scheme
Under the matching component of the Ricegrowers Limited Employee Share Scheme, B Class Shares are issued by the Ricegrowers Limited Employee Share Trust to employees for no consideration and these B Class Shares vest immediately on grant date. On this date, the fair value of the B Class Shares issued is recognised as an employee benefits expense with a corresponding increase in equity.

Employee Long Term Incentive Plan (including the former Chief Executive Officer Long Term Incentive Plan) and Other Equity Plans
The fair value of B Class Share Rights granted under the Ricegrowers Limited Employee Long Term Incentive Plan and Other Equity Plans is recognised as an employee benefits expense with a corresponding increase in equity.

The total amount expensed is determined by reference to the fair value of the B Class Share Rights granted, excluding the impact of any service and/or non-market performance vesting conditions (e.g. Group financial/non financial and personal targets and remaining an employee of the Group over a specified period of time).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied.

At the end of each reporting period, the Group revises its estimates of the number of B Class Share Rights that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

Plan administration
The Employee Share Scheme, the Employee Long Term Incentive Plan (included the former Chief Executive Officer Long Term Incentive Plan) and the Employee Other Equity Plans are administered by the Ricegrowers Limited Employee Share Trust, which is included in the consolidated financial statements.

6.c. Remuneration of auditors

During the reporting period, the following services were paid or payable to the auditor of the parent entity, its related practices and non-related audit firms:

Audit services	2024 $	2023 $
Fees paid to PricewaterhouseCoopers Australian firm	617,699	604,261
Fees paid to related practices of PricewaterhouseCoopers Australian firm	205,204	201,001
Fees paid to non-PricewaterhouseCoopers audit firm	54,143	54,143
Total remuneration for audit services	**877,046**	**859,405**

Taxation services	2024 $	2023 $
Fees paid to PricewaterhouseCoopers Australian firm	13,000	346,700
Fees paid to related practices of PricewaterhouseCoopers Australian firm	45,371	50,234
Total remuneration for taxation services	**58,371**	**396,934**

6.d. Events occurring after the end of the reporting period

After consulting with all major stakeholders, the NSW Government announced in June 2024 that it will introduce legislation to end rice vesting arrangements by 1 July 2025. Further details about this announcement and the potential impacts of this legislation are included in the Chaiman's Report on pages 3 to 4 of this Annual Report.

Other than this event and the declaration of a fully franked final dividend and fully franked special dividend of 40 cents and 5 cents per outstanding B Class Share respectively (refer to note 4a), the Directors are not aware of any matter or circumstance, since the end of the financial year, not otherwise dealt with in this Annual Report that has significantly, or may significantly, affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in subsequent financial periods.

As of the date of this report, completion of the potential transaction announced in June 2023 and under which Ricegrowers Ltd would buy-back the shares held in Trukai Industries Limited by the minority shareholder and become the sole shareholder of Trukai remains subject to the resolution of ongoing regulatory matters.

Directors' Declaration

In the Directors' opinion:

(a) the financial statements and notes set out on pages 88 to 133 are in accordance with the Corporations Act 2001, including:

i. complying with Australian Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

ii. giving a true and fair view of the consolidated entity's financial position as at 30 April 2024 and of its performance for the financial year ended on that date, and

(b) there are reasonable grounds to believe that Ricegrowers Limited will be able to pay its debts as and when they become due and payable.

(c) at the date of this declaration, there are reasonable grounds to believe that the members of the extended closed Group identified in note 5c will be able to meet any liabilities to which they are, or may become, subject by virtue of the deed of cross guarantee described in note 5c.

Note 1 confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Directors have been given the declarations by the Chief Executive Officer and Chief Financial Officer required by section 295A of the Corporations Act 2001.

The declaration is made in accordance with a resolution of the Directors.

For and on behalf of the Board.

LJ Arthur
Chairman

P Serra
Director

27 June 2024

Independent auditor's report

To the members of Ricegrowers Limited

Report on the audit of the financial report

Our opinion

In our opinion:

The accompanying financial report of Ricegrowers Limited (the Company) and its controlled entities (together the Group) is in accordance with the *Corporations Act 2001*, including:

(a) giving a true and fair view of the Group's financial position as at 30 April 2024 and of its financial performance for the year then ended

(b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

What we have audited

The Group financial report comprises:

- the consolidated balance sheet as at 30 April 2024
- the consolidated statement of comprehensive income for the year then ended
- the consolidated statement of changes in equity for the year then ended
- the consolidated cash flow statement for the year then ended
- the consolidated income statement for the year then ended
- the notes to the consolidated financial statements, including material accounting policy information and other explanatory information
- the directors' declaration.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Our audit approach

An audit is designed to provide reasonable assurance about whether the financial report is free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial report.

PricewaterhouseCoopers, ABN 52 780 433 757
One International Towers Sydney, Watermans Quay, Barangaroo, GPO BOX 2650, SYDNEY NSW 2001
T: +61 2 8266 0000, F: +61 2 8266 9999

Level 11, 1PSQ, 169 Macquarie Street, Parramatta NSW 2150, PO Box 1155 Parramatta NSW 2124
T: +61 2 9659 2476, F: +61 2 8266 9999

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial report as a whole, taking into account the geographic and management structure of the Group, its accounting processes and controls and the industry in which it operates.

Audit Scope

- Our audit focussed on where the Group made subjective judgements; for example, significant accounting estimates involving assumptions and inherently uncertain future events.
- The Group comprises entities located in Australia, Papua New Guinea ("PNG"), the United States of America ("USA"), Singapore and other locations across the Asia Pacific and the Middle East, with the most financially significant operations being those located in Australia, Singapore and PNG. Accordingly, we structured our audit as follows:
  - The group audit was led by our team from PwC Australia ("group audit team"). The group audit team completed audit procedures in respect of the special purpose financial information of businesses operating in Australia, Singapore, the Middle East and the USA used to prepare the consolidated financial statements.
  - Under instruction from and on behalf of the group audit team, component auditors in PNG performed an audit of the special purpose financial information for that location used to prepare the consolidated financial statements.
- The group audit team decided on their level of involvement needed in the work performed by the component auditor, to be satisfied that sufficient appropriate evidence had been obtained for the purpose of our opinion. Review of the work undertaken by the component team, and regular dialogue between the teams up to the reporting date, supplemented the specific direct written instruction provided by the group audit team which augmented the reporting provided by the component auditor.
- The group audit team undertook the remaining audit procedures, including over significant financial statement items controlled at the Group level, the Group consolidation and the audit of the financial report and remuneration report.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report for the current period. The key audit matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Further, any commentary on the outcomes of a particular audit procedure is made in that context. We communicated the key audit matters to the Finance, Risk and Audit Committee.

Key audit matter	*How our audit addressed the key audit matter*
Sales revenue *(Refer to note 2b)* *[$1,874.2m]* The recognition of sales revenue was a key audit matter due to the financial significance of sales revenue to the consolidated income statement.	In obtaining sufficient, appropriate audit evidence, our procedures included, amongst others: • consideration and assessment of the Group's accounting policy; • testing, for a sample of transactions, whether revenue had been recorded at the correct amount and in the correct financial period, in accordance with the Group's revenue recognition policy. This included assessing whether: ○ evidence of an underlying arrangement with the customer existed; ○ appropriate performance obligations

Key audit matter	How our audit addressed the key audit matter
	and consideration had been identified; ○ amounts allocated to the performance obligations were made with reference to their standalone selling prices and discount/rebate arrangements where relevant; and the timing of revenue recognition had been appropriately considered. • evaluating the related financial statement disclosures for consistency with Australian Accounting Standards requirements.

Key audit matter	How our audit addressed the key audit matter
Inventory *(Refer to note 3b) [$675.9m]* Inventory was a key audit matter due to: • the financial significance of inventory to the consolidated balance sheet; • the geographically diverse locations where inventory is stored; and • the principles applied in determining the valuation of inventory.	We focussed our efforts on developing an understanding of and testing the methodology with which the Group recognises and values inventory. We considered the appropriateness of the Group's accounting policies in light of the requirements of Australian Accounting Standards. In obtaining sufficient, appropriate audit evidence, our procedures included, amongst others: • attending, observing and assessing stocktakes performed by the Group at a sample of locations and performing independent test counts where appropriate; • reviewing the application of the Group's cycle count procedures; • obtaining confirmations of inventories held at a sample of locations; • evaluating whether any required adjustments identified from our count attendance, cycle count procedures or confirmations were appropriately reflected; • testing, for a sample of inventory items, whether the cost was recorded at the correct amount;

pwc

Key audit matter	How our audit addressed the key audit matter
	• assessing the Group's inventory provisioning policy by comparing the prior period inventory provision to inventory written off in the current period and comparing, for a sample of inventory items, the carrying value of inventory items to recent sales prices; and • evaluating the related financial statement disclosures for consistency with Australian Accounting Standards requirements.

Key audit matter	How our audit addressed the key audit matter
Estimated recoverable amount of goodwill *(Refer to note 3i) [$58.1m]* Under Australian Accounting Standards, the Group is required to test goodwill annually for impairment at the cash generating unit (CGU) level. This assessment is inherently complex and requires judgement in forecasting the operational cash flows and determining discount rates and growth rates used in the cash flow models (the models). The recoverable amount of goodwill was a key audit matter given the: • financial significance of these intangible assets to the consolidated balance sheet; and • judgement applied by the Group in completing and concluding on the impairment assessment.	We focussed our efforts on developing an understanding and testing the overall calculation and methodology of the Group's impairment assessment, including identification of the cash generating units (CGUs) of the Group for the purposes of impairment testing, and the attribution of assets, revenues and costs to those CGUs. In obtaining sufficient, appropriate audit evidence, our procedures included, amongst others: • assessing the reasonableness of cash flow forecasts included in the models with reference to historical earnings, Board approved budgets and forecasts; • testing the mathematical calculations within the models; • assessing the appropriateness of the discount rates and terminal value growth rates, with the assistance of PwC valuation experts; • considering the sensitivity of the models by varying key assumptions, such as terminal growth rates and discount rates; and • evaluating the related financial statement disclosures for consistency with Australian Accounting Standards requirements.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report for the year ended 30 April 2024, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon through our opinion on the financial report. We have issued a separate opinion on the remuneration report.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, 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 the directors for the financial report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is 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 the Australian Auditing Standards 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 the financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf. This description forms part of our auditor's report.

Report on the remuneration report

Our opinion on the remuneration report

We have audited the remuneration report included in the directors' report for the year ended 30 April 2024.

In our opinion, the remuneration report of Ricegrowers Limited for the year ended 30 April 2024 complies with section 300A of the *Corporations Act 2001.*

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of *the Corporations Act 2001*. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

PricewaterhouseCoopers

Mark Dow Partner	Sydney 27 June 2024

Shareholder Information

The Shareholder Information set out below was applicable as at 11 June 2024.

Distribution of equity securities (B Class Shares only)

The analysis of the number of equity security holders by size of B Class shareholding is set out in the table below:

Holding	Number
1 - 1000	499,380
1,001 - 5,000	3,057,915
5,001 - 10,000	3,762,607
10,001 - 100,000	30,974,613
100,001 and over	26,459,164
	64,753,679

There were 48 holders of less than a marketable parcel of B Class Shares.

Equity security holders (B Class Shares only)

The names of the twenty largest holders (as individual entities in their own right) of quoted B Class equity securities are listed below:

Rank	Shareholder	No. of B Class Shares	% of issued B Class Shares
1	LOLLYPOP CREEK PTY LTD*	2,912,746	4.50%
2	AUSTRALIAN FOOD & AGRICULTURE COMPANY LIMITED	2,365,086	3.65%
3	PACIFIC CUSTODIANS PTY LTD**	1,850,173	2.86%
4	MENEGAZZO ENTERPRISES PTY LTD*	1,175,311	1.82%
5	DELLAPOOL NOMINEES PTY LTD	807,809	1.25%
6	GERMANICO SUPER PTY LTD	764,658	1.18%
7	MR ALAN DAVID WALSH	492,285	0.76%
8	AMBO FARMS PTY LTD	444,279	0.69%
9	MR FRANK ANTHONY DAL BON & MRS JAN BRONWEN DAL BON	424,832	0.66%
10	INDUSTRY DESIGNS PTY LTD	381,790	0.59%
11	OJ MINATO PTY LTD	365,089	0.56%
12	TAURIAN PTY LTD	360,150	0.56%
13	AQUARIAN SUPER PTY LTD	334,621	0.52%
14	GS & SB LAWSON PTY LTD	327,139	0.51%
15	FS FALKINER & SONS PTY LTD	300,170	0.46%
16	YARRANVALE ESTATES PTY LTD	295,294	0.46%
17	MR MARTIN VANDERSLUYS & MRS IRIS LYNETTE VANDERSLUYS	288,629	0.45%
18	MRS BEVERLEY EDNA ROSE & MR NEIL WILLIAM ROSE	284,295	0.44%
19	PETER SALVESTRO LANDFORMING PTY LTD	276,818	0.43%
20	MR NICHOLAS JOHN MANNING LOWING & MS KERRY LYNNE LOWING	265,864	0.41%
		14,717,038	**22.73%**

*Entities which, together with other entities not part of the twenty largest holders, are associates of MENEGAZZO ENTERPRISES PTY LTD

**This holding comprises 233,999 unallocated Treasury B Class Shares as well as B Class Shares held by 332 current and/or ex-employees, of which R Gordon the former CEO holds 363,580 B Class Shares. When adding 427,778 vested B Class Share Rights that have not been exercised at the date of this report and 94,651 dividend equivalent B Class Shares on those Rights, R Gordon's shareholding would equate to 886,009 B Class Shares at the date of this report. Detailed shareholdings related to KMP including Directors are also included in the Remuneration Report on pages 83 and 84.

Substantial holders (B Class Shares only)

Substantial holders in the company are set out below:

Shareholder	No. of B Class Shares	% of issued B Class Shares
MENEGAZZO ENTERPRISES PTY LTD (and associates)	4,692,031	7.2%

Under the Ricegrowers Limited Constitution, a B Class Shareholding Limit restricts a person (together with their associates) from holding more than 10% of the total number of B Class Shares on issue. In this context, a person will be deemed to “hold” a B Class Share if they have a relevant interest in that Share. If a person acquires B Class Shares in excess of the B Class Shareholding Limit, all rights (including voting and dividend rights) of that person in respect of the excess B Class Shares will be suspended, and the Directors may procure the disposal of the excess B Class Shares.

The continuation of the B Class Shareholding Limit is required to be approved by A Class Shareholders at SunRice’s tenth Annual General Meeting after Listing and at each third Annual General Meeting thereafter. However, any removal of or variation to the B Class Shareholding Limit will require a special resolution (75% majority of the votes cast) of the A Class Shareholders and of the B Class Shareholders. If the requisite voting majorities to either retain or change the B Class Shareholding Limit are not achieved, the existing 10% B Class Shareholding Limit will remain in place through the Constitution, until such time as Shareholders can agree on a new B Class Shareholding Limit.

Dual class share structure and limited voting rights

SunRice has a dual class share structure, with B Class Shares being able to be held by investors generally and A Class Shares being limited to rice growers who meet the production quotas prescribed by the SunRice Constitution. This structure is designed to meet the needs of SunRice and its existing Shareholders, while giving investors exposure to the financial performance of SunRice.

Investors in SunRice hold B Class Shares, which have limited voting rights. In particular, B Class Shares do not generally confer on their holders the right to vote at a general meeting of SunRice. B Class Shareholders do not have the right to vote on the election of Directors or (except in relation to amendments which constitute a variation of the B Class Share class rights) on amendments to the Constitution. These are matters controlled by the A Class Shareholders.

The interests of A Class Shareholders are in achieving returns through Paddy Prices. The interests of B Class Shareholders are in achieving dividends on B Class Shares and improvement in the market price of B Class Shares. These interests have diverged since SunRice's dual class share structure was put in place on incorporation, and the proportion of B Class Shares held by A Class Shareholders has decreased over time. In making decisions, SunRice Directors must have regard to their duties under the Corporations Act and the general law to act in the best interests of SunRice as a whole.

SunRice Directors have actively managed the divergent interests of A and B Class shareholders for more than 10 years, and the Directors believe they have demonstrated a strong track record in balancing the interests of both classes of Shareholders. In addition, the Board has adopted procedures to manage any potential conflict or divergence of interests which may arise, including delegation of the decision to a committee of non-conflicted Directors. These procedures are set out in the SunRice Conflict of Interest Policy, a copy of which is available on SunRice's website.

Summary of SunRice's non-standard elements

The structure of Ricegrowers Limited contains non-standard elements, including:

1. The Company has a dual class share structure with differential voting rights:
    - A Class Shares, which are redeemable preference shares, confer on their holders the right to vote at general meetings of the Company. A Class Shareholders have no right to dividends or distributions, other than the right to be repaid the amount paid up on the A Class Shares on redemption or a winding up of the Company. A Class Shares are not quoted on the ASX and can only be held by rice growers who meet the production quotas prescribed by the SunRice constitution.
    - B Class Shares, which are quoted on the ASX, confer on their holders the right to receive dividends but no right to vote at general meetings. The right of B Class Shareholders to vote on matters relating to the Company is generally limited to proposals involving a variation of their class rights (including those matters deemed to vary their class rights under the Company's Constitution) and as required for the purposes of the ASX Listing Rules.
2. The Company's Constitution imposes the following shareholding limits on A Class Shares and B Class Shares:
    - A Class Shareholding Limit: a person must not hold more than 5 A Class Shares.
    - B Class Shareholding Limit: a person must not hold a number of B Class Shares which, when aggregated with any B Class Shares held by all associates of that person, exceeds 10% of the total number of issued B Class Shares.
3. Under the Company's Constitution, the board of directors of the Company is to comprise of up to 9 directors, including:
    - up to two Grower Directors who are elected members of the Rice Marketing Board for the State of New South Wales (RMB). These directors will hold office for the same period as their term of office as elected members of the RMB;
    - up to three other Grower Directors. These directors will hold office for four years or such other periods as the A Class Shareholders may determine in a general meeting; and
    - up to four Non-Grower Directors, one of whom may be an employee of the Company. These directors will hold office for such term as the A Class Shareholders may determine in general meeting, except that the Managing Director is not subject to the retirement requirements of the Constitution.

One of the conditions of the Company's admission to the official list of the ASX in 2019 was the provision by SunRice of an undertaking to the ASX that it would disclose, in this year's Annual Report, whether it had considered removing the Non-Standard Elements from its structure and operations, and if it had decided not to remove the Non-Standard Elements for the time being, its reasons for this.

The SunRice Board periodically reviews the non-standard elements of the Company's share capital structure to assess whether the structure continues to be in the best interests of the Company and its shareholders generally and whether any improvements could be made. SunRice is currently conducting a strategic review which will include a review of its structure and operations, including the non-standard elements of the Company's share capital structure.

Any significant recommendations arising from this strategic review could be the subject of discussion with the ASX and may ultimately require shareholder approval.

Sustainability Performance Data

Making a difference to the sustainability of people and lives

Our business

Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
Group revenue *(billion)*	A$1.33	A$1.64	A$1.88	Financial challenges in the supply chain
Australian Paddy Fixed Price *per tonne (Reiziq)***	A$475	A$400	A$420	
Australian Paddy Pool Price *per tonne (Reiziq)***	A$428	A$461	A$430	
Financial assistance received from the Government[1]	Data not reported	Data not reported	A$493,389	

Making a difference to our environment

Minimise the envrionmental impact of our products from farm to table

Water productivity

Supporting the industry towards the most water efficient rice paddies globally

Target	Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
Support the broader Australian rice industry's aspirational target of 1.5 tonnes per megalitre# for Australian rice by the end of 2027 #*Irrigated water only*	Average paddy tonnes produced per megalitre *(tonnes per megalitre)****	0.73	1.06 0.91 5 year weighted average	0.91 0.91 5 year weighted average	R&D and agronomics Water management Secure rice supply Product quality and safety Role in local economies Climate change
Continue Australian rice industry extension, with the majority of grower extension activities focused on water productivity	Touch points with our growers, from field days to podcasts, all focused on sharing best practice	1,600+	9,910	52,857	
Australian Rice Emissions Reduction Pilot	Australian Rice Emissions Reduction Pilot stats	Not applicable	**In progress** In future years, we will look to report on actual rice emissions and their reductions.	**In progress** Refer to page 22 of this report for updates on the emissions reduction pilot. In future years, we will look to report on actual rice emissions and their reductions.	

Water productivity

Target	Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
Continue supporting Rice Breeding Australia to develop rice varieties that increase water productivity and decrease GHG emissions	Support provided to Rice Breeding Australia[2]	Not applicable	**Rice Breeding Australia was established on 1 June 2022 to drive development of new varieties for the rice industry, with an increased focus on water productivity improvements and acceleration of rates of genetic grain in rice breeding in Australia.**		R&D and agronomics Water management Secure rice supply Product quality and safety Role in local economies Climate change
	Total water withdrawal from all areas[3] *(ML)* *Operational data only*	Data not reported	**152.04**	**142.65**	
	Total water withdrawal *(ML)* *Irrigation water for growing crops at Rice Research Australia (R&D facility)*	Data not reported	**1,154.00**	**2,102.30**	
	Total water withdrawal from all areas with water stress[4] *(ML)* *Operational data only*	Data not reported	**83.05** **1,237.05** Including R&D Facility irrigation water	**97.33** **2,199.63** Including R&D Facility irrigation water	
	Total water discharge[5] *(ML)* *Operational data only*	Data not reported	**78.18**	**55.20**	
	Total water discharge to all areas with water stress[4] *(ML)* *Operational data only*	Data not reported	**48.94**	**36.78**	
	Total water consumption from all areas[4] *(ML)* *Operational data only*	Data not reported	**73.86** **1,227.86** Including R&D Facility irrigation water	**87.46** **2,189.76** Including R&D Facility irrigation water	
	Total water consumption from all areas with water stress[4] *(ML)* *Operational data only*	Data not reported	**34.11** **1,188.11** Including R&D Facility irrigation water	**60.55** **2,162.85** Including R&D Facility irrigation water	

Climate resilience

Net zero emissions across our value chain by 2050

Partner with growers to create a step change in reducing emissions

Target	Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
By 2030†, Scope 1 and 2 and non-FLAG Scope 3: • 25% reduction in emissions • 100% renewable electricity Net zero by 2050† *†Baseline year of CY17/FY18*	Group Scope 1 emissions Gross direct emissions[6] *(tonnes of CO_2e)*	**10,402**	**11,856**	**11,316**	Energy efficiency and energy reduction Climate change
	Group Scope 1 emissions Biogenic emissions[7] *(tonnes of CO_2e)*	**146**	**110**	**142**	
	Group Scope 2 emissions Gross location-based indirect emissions[8] *(tonnes of CO_2e)*	**65,124**	**73,222**	**74,834**	
	Group Scope 2 emissions Gross market-based indirect emissions[9] *(tonnes of CO_2e)*	Data not reported	**67,485**	**71,079**	
	Group Scope 3 emissions[10] *Operational water, waste, fuel and utility fugitive emissions only (tonnes of CO_2e)*	Data not reported	**17,278**	**18,946**	
	Group emissions intensity[11] *Total tonnes of CO_2e per tonne of finished product (FP) produced (tonnes of CO_2e/FP tonne)*	**0.060**	**0.056** (Scope 1 & 2) **0.067** (Scope 1, 2 & 3)	**0.055** (Scope 1 & 2) **0.067** (Scope 1, 2 & 3)	
	Significant air emissions[12] *(kg)*	Data not reported	**10,928** VOCs **22,091** NOx **222** SOx **2,507** PM 2.5 **2,634** PM 10	**11,151** VOCs **31,929** NOx **214** SOx **3,398** PM 2.5 **3,545** PM 10	
Achieve a 2% annual improvement in energy efficiency as a rolling average	Group total energy consumed[13] *(GJ)*	**499,761**	**584,169**	**615,406**	
	Group energy intensity[14] *Total GJ per tonne of FP produced (GJ/FP tonne)*	**0.397**	**0.384**	**0.392**	
	Annual improvement in energy efficiency[14]	**20.4%** annual improvement	**3.4%** annual improvement	**2.3%** annual decrease	

Climate resilience

Target	Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
Develop our Net Zero Roadmap and submit our SBT for validation to the SBTi^ *^ Baseline year of CY22/FY23*	Progress towards submission of Net Zero Roadmap to the SBTi	Not applicable	We will report on our progress and net zero roadmap in future years.	**The Group submitted its emissions reduction targets to the Science Based Targets initiative (SBTi) in FY24. We will publish our emissions baseline, emissions reduction targets and Net Zero Roadmap in FY25.**	Energy efficiency and energy reduction Climate change
Adopt Task Force on Climate-Related Financial Disclosures (TCFD) recommendations Implement TCFD recommendations	Progress towards TCFD recommendations	TCFD Report disclosed.	TCFD Report updated as required.	**The Group is preparing to report against the sustainability standards issued by the International Sustainability Standards Board (ISSB) which have incorporated TCFD requirements.**	Energy efficiency and energy reduction Climate change

Waste reduction

Toward zero waste from our products and packaging

Target	Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
Meet Australian APCO Targets by the end of calendar year 2025: • 0% single use • 100% recyclable • 50% recycled content	% of product packaging on the Australian market that is 100% recoverable and/or re-usable at end-of-life[15] *(by SKUs)*	Data not reported	**97%** of products don't have litter	**36%** of products don't have litter	R&D and agronomics Role in local economies Product safety and quality
	% of product packaging on the Australian market that is conditionally recyclable and/or kerbside recyclable[16] *(by weight)*	**97%** Group	**99%** Group	**91%** Group	
	% of product packaging on the Australian market that is madeof recycled content[17]	**8%**	**15%**	**16%**	
	% of Group product packaging SKUs optimised against sustainable packaging guidelines based on APCO[18]	**100%** SunRice, table rice only **36%** Group	**100%** SunRice, table rice only **74%** Group	**100%** Group	

Waste reduction

Target	Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
100% of all Australian and New Zealand products displaying the Australasian Recycling Label (ARL) by the end of FY24, including working towards implementing future guidance from APCO regarding the recycling of soft plastics	% of Group product displaying the Australasian Recycling Label (ARL)[19]	**60%** SunRice, table rice only **36%** Group	**63%** SunRice, table rice only **50%** Group	**58%** Group	R&D and agronomics Role in local economies Product safety and quality
50% reduction in waste to landfill by end FY24, against the Group's FY22 baseline	Total weight of waste generated[20] *(tonnes)*	Data not reported	**21,983**	**31,056**	
	Total weight of waste diverted from landfill[21] *(tonnes)*	**20,333**	**15,755**	**23,068**	
	% of tonnes of waste diverted (recycled, reused) from landfill[22]	**75.8%**	**71.7%**	**74.3%**	
	% of rice hulls resulting from the yearly rice production which are on sold for re-use	**96.6%**	**83.5%**	**89.0%**	

Making a difference to our communities

Partner with communities to enrich lives socially and economically, leveraging our expertise wherever we operate

Resilient communities

Our communities consider SunRice a vital part of their ecosystem

Target	Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
Implement new Community Engagement Strategy to deliver long term target	Value of donations to community organisations[23] *(million)*	**A$1.04**	**A$1.10**	**A$1.68**	Our people Labour practices Role in local economies
600,000 meals donated between FY22–FY24	Number of meal equivalents donated[24] *(meals)*	**480,000+**	**697,755**	**757,705**	
2,000 hours volunteered by employees	Number of hours volunteered by employees *(hours)*	Data not reported	**573**	**160**	
Contribute to the resilience of the communities where we operate in a measurable way Test and implement socio-economic impact assessment methodology, providing a framework to track performance	Socio-economic impact	Data not reported	Project in progress, with aim to report on socio-economic impact assessment in FY24.	**Socio-economic impact assessment completed. Refer to page 17 of this Annual Report for further detail.**	

Respecting human rights

Equity and equality across our operations and supply chain

Target	Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
Develop and implement a plan for conducting social and ethical audits at SunRice Group sites that prioritises sites based on human rights-related risks associated with our operations	Cumulative number of sites with social and ethical audits[25] *(sites)*	**6**	**12**	**14**	Our people Role in local economies Labour practices
Continue to implement Supplier Sustainability Program Continue evolving our supplier screening and due diligence approach, including consideration of a range of due diligence and audit approaches used by our suppliers	Number of employees who have completed role-relevant training[26] on the Modern Slavery Act requirements in support of our Supplier Sustainability Program	**172**	**523**	**564**	
	The number of suppliers who have been risk assessed in EiQ	**5,000+**	Supplier risk assessment in EiQ refreshed every 24 months	**6,000+**	
	The number of suppliers who underwent a specific assessment for social impacts[27]	Data not reported	**27+** new and existing suppliers **1.2%** of new vendors	**33+** new and existing suppliers **0.6%** of new vendors	
	Monetary value of political contributions Expenses related to meetings with political members[28]	Data not reported	**<A$20,000**	**<A$20,000**	
	Training of employees – Anti-Bribery and Corruption (ABC)	**All ABC training is up to date.** All new starters complete online training with employees in medium and high-risk roles receiving tailored training, online and face-to-face where possible.			Anti-bribery and corruption Our people Role in local economies
	Confirmed incidents of corruption	Data not reported	**<5**	**<5**	
	Confirmed incidents of corruption in which employees were dismissed or disciplined for corruption	Data not reported	**<5**	**<5**	
	Confirmed incidents when contracts with business partners were terminated or not renewed due to violations related to corruption	Data not reported	**<5**	**<5**	
	Public legal cases regarding corruption brought against the organisation or its employees *(cases)*	Data not reported	**0**	**0**	

Making a difference with nourishing products

Create nutritious products to improve the lives of consumers

Food safety, security & quality

Secure, nourishing and quality products

Target	Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
Maintain SunRice controlled operations maintain GFSI recognised standard	Number of facilities meeting specified quality standards[29]	**All SunRice manufacturing sites hold food safety and quality certification to the Codex HACCP International Food Standard.** Additional quality and related certifications are held at sites according to the needs of the business and customer requirements. These include GFSI, non-GMO, Halal, Kosher, FeedSafe and Organic certifications.			Product safety and quality
Leverage our global sourcing expertise to deliver quality and affordable products to local communities	Number of regions (countries) rice sourced from	11	12	12	R&D and agronomics Financial challenges in the supply chain Water management Secure rice supply Product quality and safety
	Number of Australian growers***	475	514	440	
Continue to invest in efficiency of rice breeding and extension programs to improve on farm productivity (yield/ha), quality and genetic purity	Tonnes rice harvested *(paddy tonnes harvested)*	417,000	688,000	499,642	
	Tonnes of paddy rice per hectare average yield *(tonnes per hectare)*	9.4	11.2	9.8	
	Government and University partnerships	28	28	28	
Continuous improvement in Australian Pure Seed Program	Number of generations in our Pure Seed Program	6	6	6	

Governance

Our people

Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
Total employees	2,059	2,126	2,139	Our people Labour practices Role in local economies
Female employees	548	586	617	
Male employees	1,511	1,540	1,522	
Diversity statistics at board, senior management, senior executive, and total women	See full graphs in 2022 Corporate Governance Statement (page 7).	See full graphs in 2023 Corporate Governance Statement (page 8).	See full graphs in 2024 Corporate Governance Statement (page 9).	
Senior leadership positions held by women[30]	42%	45%	41%	

	Performance Data	CY21 FY22	CY22 FY23	CY23* FY24	Material Topic
Our people	Number of employees who undertook leadership development courses	22	165	471	Our people Labour practices Role in local economies
	Generational statistics	Baby boomers: 8% Gen X: 31% Gen Y: 48% Gen Z: 12%	Baby boomers: 7% Gen X: 30% Gen Y: 54% Gen Z: 9%	Baby boomers: 6% Gen X: 29% Gen Y: 51% Gen Z: 13%	
	Average age of employees	39	39	40	
	Indigenous employees**	3.4%	4.7%	4.2%	
	Employee Engagement Score[31]	Survey is conducted every 12–24 months	77% (Global)	76% (Global)	
	Average tenure	6.0	5.6	5.7	
Our safety	Fatalities as a result of work-related injury	Data not reported	0 0%	0 0%	Our people Labour practices Work health and safety
	High-consequence work-related injuries *(Excluding fatalities)*	Data not reported	0 0%	0 0%	
	Recordable injuries	48	31	33	
	Number of hours worked	Data not reported	4,470,285	4,804,967	
	Total recordable injury frequency rate (TRIFR) *Per million hours worked*	11.26	6.92	6.87	
	Change in TRIFR	Decrease of 27.3% from CY20	Decrease of 35.4% from CY21	Decrease of 0.7% from CY22	
	Change in lost time injury frequency rate (LTIFR)	Decrease of 55.8% from CY20	Decrease of 30.8% from CY21	Increase of 20.1% from CY22	
	Safety leadership activities	99.6%	100%	100%	
	Safety Action Closure Rate	97%	98%	97%	
	Safety Hazard Closure Rate	99%	98%	96%	
	Workers operating under OHS certifications[32]	80%	80%	100%	
Training and education	Safety training completion rate	93.2%	92.6%	93.8%	

Footnotes

* Unless otherwise stated all disclosures in the Annual Report and this performance data table relate to the FY ended 30 April 2024 (FY24).

** Australia only.

*** Riverina only.

1. Grant funding from the Department of Agriculture, Fisheries and Forestry (DAFF) for the 'Digital traceability of carbon emissions in (Australian) rice' project in partnership with OpenSC.
2. www.ricebreedingaustralia.com.au
3. Global data for facilities under SunRice Group's operational control. Third-party water use only. All water is freshwater. Water usage measured through utilities bills. Excluding Rice Research Australia (R&D Facility). Data for FY23 has been updated to reflect current data availability.
4. Global data for facilities under SunRice Group's operational control. Third-party water use only. All water is freshwater. Water usage measured through utilities bills. Data for FY23 has been updated to reflect current data availability. Water stress is defined as regions with high or extremely high baseline water stress, according to WRI Aqueduct water risk atlas tool, available here.
5. Global data for facilities under SunRice Group's operational control. Third-party water use only. All water is freshwater. Water usage measured through utilities bills. As human and animal food manufacturers, the SunRice Group uses ingredients that are fit for consumption, and therefore we do not discharge priority substances of concern that cause irreversable damage to the ecosystem or human health. Water stress is defined as regions with high or extremely high baseline water stress, according to WRI Aqueduct water risk atlas tool, available here. As human and animal food manufacturers, the SunRice Group uses ingredients that are fit for consumption, and therefore we do not discharge priority substances of concern that cause irreversible damage to the ecosystem or human health.
6. Global data for facilities under SunRice Group's operational control. Australian data prepared as per NGER reporting standards for the SunRice FY ending 30 April 2024 (note NGER public reports and disclosure in the Directors Report 1 July–30 June). International data calculated based on available data. Utilities data is collated automatically where possible or through site representatives capturing data from utilities invoices and consolidated into a Group-wide reporting platform. Gases included: CO_2, CH4 and N20. Land use change emissions are excluded from this calculation. Excludes biogenic emissions (all years). Data for FY23 has been updated to reflect current data availability.
7. The only source of Biogenic Emissions across SunRice Group's operations is the burning of hulls for energy in Vietnam.
8. Global data for facilities under SunRice Group's operational control. Australian data prepared as per NGER reporting standards for the SunRice FY ending 30 April 2024 (note NGER public reports and disclosure in the Directors Report 1 July–30 June). International data calculated based on available data. Utilities data is collated automatically where possible or through site representatives capturing data from utilities invoices and consolidated into a Group-wide reporting platform. Gases included: CO_2, CH4 and N20. Data for FY23 has been updated to reflect current data availability.
9. Global data for facilities under SunRice Group's operational control. Australian data prepared as per NGER reporting standards for the SunRice FY ending 30 April 2024 (note NGER public reports and disclosure in the Directors Report 1 July–30 June). International data calculated based on available data. Utilities data is collated automatically where possible or through site representatives capturing data from utilities invoices and consolidated into a Group-wide reporting platform. Market-based emissions assumptions account for renewable electricity in the grid in Australia and California. For the other countries, we have used the location based data as a proxy as they do not have any renewable energy purchases. Gases included: CO_2, CH4 and N20. Data for FY23 has been updated to reflect current data availability.
10. Global data for facilities under SunRice Group's operational control. Australian data prepared as per NGER reporting standards for the SunRice FY ending 30 April 2024 (note NGER public reports and disclosure in the Directors Report 1 July–30 June). International data calculated based on available data. Utilities data is collated automatically where possible or through site representatives capturing data from utilities invoices and consolidated into a Group-wide reporting platform. Gases included: CO_2, CH4 and N20. Land use change emissions are excluded from this calculation. This data is recording operational water, waste, fuel and transmission losses only. Data for FY23 has been updated to reflect current data availability.
11. Global data for facilities under SunRice Group's operational control. Australian data prepared as per NGER reporting standards for the SunRice FY ending 30 April 2024 (note NGER public reports and disclosure in the Directors Report 1 July–30 June). International data calculated based on available data. Gases included: CO_2, CH4 and N20. Scope 1 (excluding biogenic), 2 and Scope 3 emissions included (operational water, waste, fuel and transmission losses only). Previously, only Scope 1 and 2 were recorded. Data for FY23 has been updated to reflect current data availability.
12. Global data for facilities under SunRice Group's operational control. Significant air emissions have been calculated using National Standards for volatile organic compounds (VOCs), NOx, SOx and Particulate Matter (PM) as a result of stationary combustion, in accordance with the National Pollutant Inventory Emission estimation technique manual for Combustion engines 2008.
13. Global data for facilities under SunRice Group's operational control. Australian data prepared as per NGER reporting standards for the SunRice FY ending 30 April 2024 (note NGER public reports and disclosure in the Directors Report 1 July–30 June). International data calculated based on available data. Data for FY23 has been updated to reflect current data availability.
14. Data for FY23 has been updated to reflect current data availability.
15. Reporting as per APCO requirements for January to December 2023. Reductions in recoverability were driven by the REDcycle initiative going into receivership and return to store scheme hosted by major retailers being temporarily suspended. As a result, our soft plastic packaging is no longer classified as recyclable by APCO. See page 48 of Annual Report for a detailed update on our progress towards the National Packaging Targets.
16. Reporting as per APCO requirements for January to December 2023. Reductions in recoverability were driven by the REDcycle initiative going into receivership and return to store scheme hosted by major retailers being temporarily suspended.
17. Reporting as per APCO requirements for January to December 2023. Data quality for this target is low.
18. Reporting as per APCO requirements for January to December 2023. 100% of group product packaging optimised against one or more components of the sustainable packaging guidelines.
19. Reporting as per APCO requirements for January to December 2023. The ACCC's recommendation to remove the REDcycle logo and conditionally recyclable ARL from soft plastic packaging was offset by significant labeling improvement by Riviana.
20. Global data for facilities under SunRice Group's operational control. Hazardous waste has been excluded, with hazardous waste sources being feminine hygiene and minimal lab waste. Utilities data is collated automatically where possible or through site representatives capturing data from utilities invoices and consolidated into a Group-wide reporting platform. Data for FY23 has been updated to reflect current data availability.
21. Global data for facilities under SunRice Group's operational control. All waste is disposed offsite, except for hulls. This includes waste that was diverted for recycling and reuse, as well as waste that was donated or sold. Data for FY23 has been updated to reflect current data availability.
22. Global data for facilities under SunRice Group's operational control. Excludes hulls, as these are a by-product. Data for FY23 has been updated to reflect current data availability.
23. Includes cash and product donations. Excludes value of volunteering hours.
24. One meal is equivalent to 555g of product donated.
25. In our FY2022 Modern Slavery Statement, our FY2022 Sustainability Snapshot and FY2023 Annual Report we committed to 100% of our owned sites having social and ethical audits by the end of FY2024. In line with our commitment to continuous learning and embedding flexibility within our modern slavery strategy and approach, as well as through the identification of synergies in the SunRice Group's approach to audits, this goal has been revised. Our refreshed approach prioritises reducing the risk of harm to people while also embedding an audit program that is ongoing, inclusive of evolving customer expectations, capacity building for relevant internal stakeholders and mindful of other audit programs that have overlap (for example, ISO 45001).
26. Training is role-specific and is valid for two years.
27. % of vendors includes all new vendors (excluding farms) that were triggered for a supplier risk assessment in accordance with our Supplier Sustainability Program.
28. The SunRice Group did not make any political donations, however this value represents expenses related to meetings with political members.
29. Target updated from 'Quality Standards – No. of facilities meeting specified standard.
30. From September 2021, women in leadership is reported as women in senior leadership positions grade 7 or above.
31. Survey is conducted every 18–24 months.
32. SunRice Group has an occupational health and safety management system in place across all jurisdictions in which we operate. The system is aligned with and certified to ISO45001.

Corporate Directory

SunRice Registered Office

57 Yanco Avenue
Leeton, NSW 2705
Australia
Tel +61 2 6953 0411

Subsidiaries

Riviana Foods Pty Ltd
Level 1, Tower 1
1341 Dandenong Road
Chadstone, VIC 3148
Australia
Tel +61 3 8567 1000

Australian Grain Storage Pty Ltd
57 Yanco Avenue
Leeton, NSW 2705
Australia
Tel +61 2 6953 0411

Rice Research Australia Pty Ltd
57 Yanco Avenue
Leeton, NSW 2705
Australia
Tel +61 3 5886 1391

Trukai Industries Limited
Mataram Street
Lae MP 411
Papua New Guinea
Tel +675 472 2466

Solomons Rice Company Limited
Trading as SolRice
Ranadi, Honiara
Solomon Islands
Tel +677 30826

SunFoods LLC
Suite 202, 194 West Main Street,
Woodland, 95695
California, USA
Tel +1 530 661 1923

Ricegrowers Singapore Pte Ltd
47A Duxton Road
Singapore 089511
Tel +65 6904 5633

Ricegrowers Middle East DMCC
Unit 25 F&G, Level 25, Almas Tower
Jumeirah Lake Tower
Dubai, UAE
Tel +971 4458 5480

Ricegrowers Vietnam Company Limited
Tan An Hamlet
Binh Thanh Trung Commune
Lap Vo District - Dong Thap Province
Vietnam
Tel +84 88 922 7700

Ricegrowers New Zealand Ltd
1 Bisley Road
Enderley, Hamilton 3214
New Zealand
Tel +64 7 855 2181

Aqaba Processing Company
Aqaba Special Economic Zone
Southern Seashore, Aqaba
Jordan
Tel +962 3 201 4285

Directors

Laurie Arthur
Chairman
Non-executive Director – Grower

John Bradford
Deputy Chairman
Non-executive Director – Grower
(Elected RMB Director)

Paul Serra
Chief Executive Officer
Executive Director – Non-Grower

Luisa Catanzaro
Non-executive Independent Director – Non-Grower

Andrew Crane
Non-executive Independent Director – Non-Grower

Melissa De Bortoli
Non-executive Director – Grower

Ian Glasson
Non-executive Independent Director – Non-Grower

Ian Mason
Non-executive Director – Grower
(Elected RMB Director)

Julian Zanatta
Non-executive Director – Grower

Corporate Management Team

Paul Serra
Chief Executive Officer

Dimitri Courtelis
Chief Financial Officer

Belinda Tumbers
Chief Executive Officer, Global Rice

Kate Cooper
General Counsel and Company Secretary

Stephen Forde
Chief Executive Officer, Riviana Foods Pty Ltd

Vesna Garnett
Chief People Officer

Ganesh Kashyap
General Manager, CopRice

Alan Preston
Chief Executive Officer, Trukai Industries Ltd

Auditor

PricewaterhouseCoopers
One International Towers
Watermans Quay
Barangaroo, NSW 2000
Australia

Share Registry

MUFG Corporate Markets
(formerly Link Market Services)
Locked Bag A14
Sydney South, NSW 1235
Australia
Tel +61 1300 554 474

Notice of Annual General Meeting

The Annual General Meeting of Ricegrowers Limited will be held at 10.00am at the Deniliquin RSL Club, 72 End Street, Deniliquin, with registration commencing at 9.00am on Tuesday, 3 September 2024.

Stock Exchange Listing

Ricegrowers Limited's B Class Shares are listed on the Australian Securities Exchange (ASX) – code SGLLV.

Website

www.sunrice.com.au

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