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# **THE RICE COMPANY OF FIJI LIMITED**

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## **ANNUAL REPORT**

**2021**

October 15, 2021

Dear Shareholder

**Subject: Service of documents viz., Notice of Meetings, Annual Report etc. through electronic mode**

The Companies Act, 2015 permits sending notice by electronic means (e-mail) as nominated by the Member (Section 143) and providing Annual Report to Members by publishing on a website if the Member consents in writing to access such report from a website instead of receiving a hard copy of the documents (Section 400).

Sending the notices and reports through electronic mode will definitely reduce paper consumption to a great extent in addition to allowing access to documents promptly and without loss in postal transit. Your Company is committed to contribute to a greener environment and we are sure that as a responsible shareholder, you too will support this initiative. We, therefore, seek your written consent to receive future Notice of Meetings and Annual Reports in electronic format and to have access to such documents published on the Company website : [www.fmf.com.fj](http://www.fmf.com.fj) or on the South Pacific Stock Exchange website: [www.spx.com.fj](http://www.spx.com.fj). instead of sending hard copy printed documents by filling in the form attached to this letter.

The completed form could be returned to us as follows:

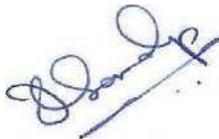
- a) Scanned and emailed to [sandeepk@fmf.com.fj](mailto:sandeepk@fmf.com.fj): or
- b) Posted / Hand delivered to the address noted below:

**The Company Secretary  
The Rice Company of Fiji Limited  
P.O.Box 977, Leonidas Street  
Walu Bay  
Suva**

In case you have already sent your consent in the above regard to the Company, you need not send this consent again.

If you do not wish to switch over, to the environmentally friendly mode of receiving notice and annual reports by electronic means, no action from you is required to this letter.

Best regards



**Sandeep Kumar  
Company Secretary**

**CONSENT FOR RECEIVING NOTICES AND ANNUAL REPORT IN ELECTRONIC MODE**

To

**The Company Secretary  
The Rice Company of Fiji Limited  
P.O.Box 977, Leonidas Street  
Walu Bay  
Suva**

Dear Sir,

I/We shareholder (s) of Atlantic & Pacific Packaging Company Limited, agree to receive all notices and documents including the Annual Report, Notice for General Meetings and other Shareholders Communication, from time to time, in electronic mode and to have access to such documents published on the South Pacific Stock Exchange website : [www.spx.com.fj](http://www.spx.com.fj) or on the Company's website: [www.fmf.com.fj](http://www.fmf.com.fj)

I/We request you to kindly register my/our below mentioned email id in the Company's records for sending such communication through e-mail.

Share Folio No. \_\_\_\_\_

Name of the Sole / First Shareholder: \_\_\_\_\_

Name of the Joint Shareholders (if any): \_\_\_\_\_

\_\_\_\_\_

No. of shares held : \_\_\_\_\_

E-mail id for receipt of documents in electronic mode : \_\_\_\_\_

Date:

Place:

Signature: \_\_\_\_\_  
(Sole/ First Shareholder)

## **THE RICE COMPANY OF FIJI LIMITED**

<b>Contents</b>	<b>Page Number</b>
<b>Directors and Advisors</b>	<b>A</b>
<b>Notice of the Annual General Meeting</b>	<b>B - E</b>
<b>Chairman's Report</b>	<b>F</b>
<b>Corporate Governance Report</b>	<b>G - I</b>
<b>Directors' report</b>	<b>1 - 3</b>
<b>Directors' declaration</b>	<b>4</b>
<b>Auditor's independence declaration</b>	<b>5</b>
<b>Independent auditor's report</b>	<b>6 - 9</b>
<b>Statement of profit or loss and other comprehensive income</b>	<b>10</b>
<b>Statement of financial position</b>	<b>11</b>
<b>Statement of changes in equity</b>	<b>12</b>
<b>Statement of cash flows</b>	<b>13</b>
<b>Notes to and forming part of the financial statements</b>	<b>14 - 28</b>
<b>Listing requirements of South Pacific Stock Exchange</b>	<b>29 - 31</b>
<b>Proxy Form</b>	<b>32 - 33</b>
<b>Appointment of Corporate Representative Form</b>	<b>34 - 35</b>
<b>Pre-registration Form for AGM / Online Attendance</b>	<b>36</b>

## **THE RICE COMPANY OF FIJI LIMITED**

### **BOARD OF DIRECTORS**

Mr. Sanjay Punja - *Chairman & Managing Director*

Mr. Rohit Punja

Mr. Pramesh Sharma

Ms. Jenny Seeto - *Independent Director*

Ms. Leena Punja - *Alternate Director to Mr. Rohit Punja*

Mr. Ajai Punja - *Alternate Director to Mr. Sanjay Punja*

### **CHIEF FINANCIAL OFFICER & COMPANY SECRETARY**

Mr. Sandeep Kumar K

### **AUDITORS**

M/S BDO,

Chartered Accountants,

Suva.

### **SOLICITORS**

M/s Sherani & Co.

### **BANKERS**

Australia and New Zealand Banking Group Limited

Suva.

### **REGISTERED OFFICE**

Lot 2, Leonidas Street,

Walu Bay, Suva.

Telephone: +679 330 1188

Email: [sandeepk@fmf.com.fj](mailto:sandeepk@fmf.com.fj)

### **SHARE REGISTRAR AND SHARE TRANSFER AGENTS**

Central Share Registry Limited

Shop 1 and 11

Sabrina Building

Victoria Parade, Suva.

Telephone: +679 330 4130; +679 331 3764

Email: [registry@spx.com.fj](mailto:registry@spx.com.fj)

## NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the 25th Annual General Meeting (AGM) of The Rice Company of Fiji Limited will be held on **Friday, November 12, 2021 at 10.00 a.m.**, at the Training Room, Atlantic & Pacific Packaging Company Limited, Leonidas Street, Walu Bay, Suva, Fiji.

In the light of mandatory COVID-19 protocols, physical presence of shareholders at the AGM venue will be restricted to 30 people on a 'first-registered-first-confirmed' basis. Furthermore, only those shareholders who are fully vaccinated will be permitted to physically attend the meeting upon presentation of the vaccination card. However, the Shareholders and other stakeholders eligible to participate in the AGM have the option to attend the meeting through our online video conferencing ("VC") platform. Those registering to attend 'in-person' after the maximum permitted 30 seats have been taken up will be notified of our inability to include them for physical attendance. Instead, they will be provided with alternate facility to attend the meeting on-line. We apologise for our inability to allow a higher number due to the COVID-19 protocols.

Those who wish to attend the meeting are requested to fill in the pre-registration form attached to the Notice, selecting the appropriate box for mode of attendance and send their confirmation of participation to [sandeepk@fmf.com.fj](mailto:sandeepk@fmf.com.fj) no later than 5 p.m. November 8, 2021.

During the meeting, Members wishing to ask questions or make comments would have to use the 'raise hands' and 'chat box' feature in the VC platform. Members are requested to express their views / send their queries in advance mentioning their name, shareholder identification number, email id, contact number at [sandeepk@fmf.com.fj](mailto:sandeepk@fmf.com.fj), latest by November 5, 2021 so that this can be considered and responded during the meeting.

As the circumstances relating to COVID-19 are changing rapidly, we will update shareholders if any of these changes impact arrangement for the AGM.

The business to be transacted at the AGM are as follows:

### **Item No.1 – Consideration of Financial Statements, Directors' Report & Auditor's Report**

To receive and consider the annual financial statements of the Company for the year ended June 30, 2021, including the audited statement of financial position as at June 30, 2021, the statement of profit and loss and other comprehensive income for the year ended on that date and the report of the Board of Directors ('the Board') and Auditors thereon.

### **Item No.2 – Confirmation of Interim Dividend**

To confirm declaration of Interim Dividend of 35.00 cents per equity share, declared by the Company on 25 March 2021 for the financial year ended on June 30, 2021.

**Item No.3 – Appointment of Directors**

**(a) Mr. Rohit Punja**

Mr. Rohit Punja, who retires by rotation and being eligible in accordance with Article 52 of the Articles of Association of the Company, offers himself for re-appointment as a Director of the Company.

**(b) Mr. Sanjay Punja**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution: -

“RESOLVED that pursuant to Article 53 of the Articles of Association of the Company, Mr. Sanjay Punja who was appointed an Additional Director of the Company with effect from March 24, 2021, and who holds office up to the date of this Annual General Meeting of the Company and being eligible for re-appointment, be and is hereby appointed a Director of the Company.

**(c) Ms. Jenny Seeto**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution: -

“RESOLVED that pursuant to Article 53 of the Articles of Association of the Company, Ms. Jenny Seeto who was appointed an Additional and Independent Director of the Company with effect from March 24, 2021, and who holds office up to the date of this Annual General Meeting of the Company and being eligible for re-appointment, be and is hereby appointed an Independent Director of the Company.

**Item No.4 – Appointment of Auditors**

To appoint Auditors in accordance with Section 422 of the Companies Act, 2015, to hold office from the conclusion of this meeting until conclusion of the next AGM at a remuneration as may be mutually agreed between the Board and the Auditors. The retiring Auditors M/s. BDO, Chartered Accountants, being eligible, offer themselves for appointment.

**Any Other Business**

Any other business brought up in conformity with the Articles of Association of the Company.

By **Order of the Board of Directors**



**Sandeep Kumar K**  
Chief Financial Officer and  
Company Secretary

**Registered Office:**  
Leonidas Street,  
Walu Bay, Suva, Fiji

October 15, 2021

**PROXIES**

1. A member who is unable to attend the meeting is entitled to appoint a proxy to attend the meeting and vote on his behalf. The proxy need not be a member of the company.
2. A proxy form is enclosed with this Annual Report. To be effective the form must reach the registered office of the company, no less than 48 hours before the time for holding the meeting.

**Explanatory Notes:****ORDINARY BUSINESS:****Item No.1 – Consideration of Financial Statements, Directors’ Report & Auditor’s Report**

As required by Section 401 of the Companies Act 2015, the Annual Report of the Company comprising of the Financial Report, the Directors’ Report and the Auditor’s Report of the Company for the financial year ended on June 30, 2021 will be laid before the meeting.

In line with the provisions of the Companies Act 2015 and as stipulated by Articles of Association of the Company, the audited financial statements would be laid before the Shareholders present at the AGM for consideration and discussion. Shareholders will be given a reasonable opportunity to ask questions about or make comments on the management of the Company, however, there will be no formal resolution put to the meeting. Questions that cannot be answered at the AGM would be addressed through a market announcement by the Company within a reasonable timeframe.

**Item No.2 – Confirmation of Interim Dividend**

The interim dividend of 35.00 cents per share declared by the Company on March 25, 2021 for the financial year ended on June 30, 2021 be ratified by the shareholders of the Company.

**Item No.3 (a) – Appointment of Director – Mr. Rohit Punja**

In accordance with Article 52 of the Articles of Association of the Company, one third of the Directors, based on serving longest in office since their last appointment, shall retire from office and a retiring Director shall be eligible for re-election. Based on this, Mr. Rohit Punja would retire by rotation and is eligible to be re-elected.

Mr. Rohit Punja carries rich experience in the manufacturing sector and joined the Board of Directors in December 2016. He did his education in Tasmania and India and has also completed a work training in Tea Tasting and Tea Grading in Sri Lanka. Apart from holding directorship in FMF Foods Limited and its subsidiary companies, he holds Directorship in Hari Punja & Sons Pte Ltd. and Chairmanship in Camira Holdings Pte Ltd., TD Punja & Company Pte Ltd., Fiesty Pte Ltd., Wailoaloa Developments Pte Ltd. and Boiler Solutions Pte Ltd.

The Board recommends that Mr. Rohit Punja be re-appointed as Director of the Company as it considers that the nominee possesses attributes necessary for the development of the Company.

**Item No.3 (b) – Appointment of Director – Mr. Sanjay Punja**

Mr. Sanjay Punja was appointed by the Board of Directors as an Additional Director and Managing Director of the Company with effect from March 24, 2021. In accordance with Article 53 of the Articles of Association of the Company, the Additional Director shall hold office up to the date of the ensuing Annual General Meeting of the Company and is eligible for re-appointment at that meeting.

Mr. Sanjay Punja is a seasoned executive and has previously held the position of Director and Chief Executive Officer of the Company since its inception in year 1996 till year 2009. Mr.Punja has enormous experience in managing the affairs of the business, especially in the manufacturing and FMCG industry.

Keeping in view of Mr. Punja's vast experience and knowledge, the Board considers that his appointment as Director and Managing Director would be of immense benefit to the Company and recommends his appointment for approval of the Members.

**Item No.3 (c) – Appointment of Director – Ms. Jenny Seeto**

Ms. Jenny Seeto was appointed by the Board of Directors as an Independent Director of the Company with effect from March 24, 2021. Ms. Seeto was also appointed to the Chair of the Company's Audit and Finance Sub-Committee. In accordance with the Article 53 of Articles of Association of the Company, the Additional Director appointed by the Board shall hold office up to the date of the ensuing Annual General Meeting of the Company and is eligible for re-appointment at that meeting.

Ms. Jenny Seeto is a Chartered Accountant, Consultant and Mediator. She retired from PricewaterhouseCoopers in the year 2017 when she held the role of Senior Partner. She has extensive experience in providing assurance, taxation, human resources and advisory services to a diverse range of international, regional and local organisations in multiple sectors. She is a facilitator with the Australian Institute of Company Directors and Chairs its Local Advisory Board.

Considering the vast knowledge and expertise of Ms. Seeto, the Board recommends the appointment of Ms. Jenny Seeto as an Independent Director of the Company for approval of the Members.

**Item No.4 – Appointment of Auditors**

The Board proposes that M/s. BDO, Chartered Accountants be re-appointed as the Auditors of the Company until the conclusion of the next Annual General Meeting and that the Board be authorised to fix their remuneration.

The retiring Auditors M/s. BDO have consented in writing to act as Auditors and offer themselves for re-appointment.

## CHAIRMAN'S REPORT TO THE SHAREHOLDERS

**Dear Shareholders,**

I am writing this report for the first time as Chairman of your Company at a time where there are lot of challenges and uncertainties across the globe due to the COVID-19 pandemic. Fiji witnessed the brunt of two cyclones followed by the onslaught of a second wave of COVID-19, mainly in Viti Levu during this year.

Before going into the financial and operational highlights, I would like to place on record my sincere thanks and deepest appreciation to Mr.Gary Callaghan who had stepped down as Director and Chairman of your Company on November 30 2020. Mr.Gary had been part of the Board since the inception of the Company in the year 1996 and has contributed immensely to the growth of the Company.

During the year under review, the Company posted a higher revenue of \$31.4 million compared to \$28.4 million in the previous financial year FY'20, while recording a net profit after tax of \$2.14 million which is at par with the previous financial year. Your Company's Sunwhite Medium Grain rice and premium variety FMF Jasmine rice saw a growth during the year while there was a drop in sales of FMF Sungrown long grain rice due to supply disruptions caused by pandemic led restrictions and container shortages mainly from South East Asia. The profitability was impacted by a higher cost of raw materials resulting from sharp increases in input and freight costs.

The Company has maintained the dividend of 35 cents per share, on par with last year's dividend, resulting in an outflow of \$2.1 million.

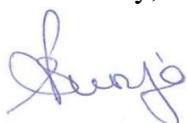
### **Outlook:**

The global rice production is expected to rise by 0.9% over 2020 buoyed by record yields especially from Vietnam. However, rice import costs and shipping delays remain a challenge due to the unprecedented port congestion, container shortages and high freight rates. The shipping delays also impact the procurement cycle, forcing build up of inventory volumes to avoid out-of-stock situations.

The increase in vaccination rates achieved in Fiji, opening of borders in Viti Levu, relaxation of restrictions and planned opening of international border in November 2021 are expected to drive economic recovery and boost the demand and consumption. However, we are equally cautious about the challenges posed by the COVID-19 pandemic and thus will continue to tread cautiously.

I along with the other members of the Board are thankful to our customers, suppliers, partners, regulatory authorities and shareholders for their continued support. Also, I express my gratitude to our employees and management team for their dedication and determination in helping to sail through this challenging period.

Sincerely,



**Sanjay Punja**  
**Chairman**

October 11, 2021

## Corporate Governance Report

*Under Rule 51.2(xix) and Rule 62 of the SPX Listing Rules.*

The Rice Company of Fiji Limited  
For the Financial Year ended on 30<sup>th</sup> June, 2021

Principle	Requirement	Compliance Status
1. Establish clear responsibilities for board oversight	Separation of duties: Clear separation of duties between Board and Senior Management.	In place and included in the Board Charter.
	Board Charter: Adopt a Board charter detailing functions and responsibilities of the Board.	In place
2. Constitute an effective Board	Board Composition: Balanced Board Composition with Executive and Non-Executive directors of which 1/3 <sup>rd</sup> of total number of directors to be independent directors.	Board comprises of 4 Directors out of which 1 Director is Independent.
	Gender Diversity: Do you have a policy for promoting gender diversity at Board level and have you achieved your policy goals?	At present, the Board comprises of two female directors, an Independent and an Alternate Director.
	Nomination Committee: Selection, approval, renewal and succession of Directors to be conducted by Nomination Committee in accordance with Articles of Association of the Company and Fit and Proper Policy of Reserve Bank.	The Board manages this function considering its size.
	Board Evaluation: Process of evaluation of performance of the Board, its Committees and individual directors. Evaluation to be linked to key performance indicators of the listed entity.	The Board manages this function considering its size.
	Directors Training: Directors' training and induction procedure to be in place to allow new directors to participate fully and effectively.	In Place
	Board Sub-committees: Board must have sub-committees which must at a minimum include -	The Board has an Audit and Finance Sub-Committee which oversee the Risk Management framework. At present, the Board discharges the function of recruitment.
	<ul style="list-style-type: none"> <li>• Audit Committee;</li> <li>• Risk Management Committee; and</li> <li>• Nomination Committee/Recruitment Committee.</li> </ul>	
3. Appointment of Chief Executive Officer/Managing Director	CEO: To appoint a suitably qualified and competent Chief Executive Officer/Managing Director	The Board has appointed a suitably competent and experienced person entrusted with substantial powers of management of the affairs of the Company.
4. Appointment of a Board and Company Secretary	Company Secretary: Board to appoint a suitably qualified and competent Company Secretary, who is accountable to the Board, through Chair, for all compliance and governance issues.	The Company has appointed a suitably qualified and competent Company Secretary who is entrusted with managing corporate secretarial functions as well as ensuring compliance with statutory and regulatory requirements.

5. Timely and balanced disclosure	<p>Annual Reports:</p> <p>Timely and accurate disclosures are made in Annual reports as per Rule 51 of Listing Rules.</p>	All relevant disclosures as mandated under the Listing Rules have been complied with.
	<p>Payment to Directors and Senior management:</p> <p>Sufficient information to be provided to shareholders on remuneration paid to Directors and Senior management.</p>	Relevant disclosures are made in the Annual Accounts.
	<p>Continuous Disclosure:</p> <p>General disclosures or company announcements to be made in a timely manner. The disclosures should be factual without omitting material information and to be expressed in a clear and objective manner to shareholders.</p>	Complied
6. Promote ethical and responsible decision-making	<p>Code of Conduct:</p> <p>To establish a minimum Code of Conduct of the listed entity applicable to directors, senior management and employees and conduct regular trainings on the same.</p>	Code of Ethics and Code of Conduct outlines how employees should conduct/ behave themselves and provide specific guidance for handling issues like harassment, work ethics, safety matters and conflict of interest. This policy is explained and made aware to all employees right from induction after joining and is further outlined in the employment contracts. Further, the Board Charter provides the Code of Ethics to be followed by Directors.
7. Register of Interests	<p>Conflicts of Interest:</p> <p>Transactions with related parties resulting in conflict of interest are disclosed and a register is maintained for this purpose.</p>	<p>The Company maintains a Register of Interest wherein the interests of Directors are noted.</p> <p>Further, there is a specific policy in place on conflict of interest signed by the employees.</p>
8. Respect the rights of shareholders	<p>Communication with shareholders:</p> <p>To design communication strategy to promote effective communication with shareholders and encourage their participation. Examples: Communication through Annual Reports, Annual General Meetings, or any other means of electronic communication.</p>	The Board aims to ensure and promotes effective communication with shareholders, principally through issuing market announcements of material information through SPX, publishing half-yearly unaudited financials, audited annual financial accounts, annual report including notices of general meetings along with explanatory statement and resolutions passed during general meeting. Shareholders are invited to participate in general meetings and are given an opportunity to communicate with the Board of Directors in that forum.
	<p>Website:</p> <p>To create and maintain a Website of the listed entity to communicate effectively with shareholders and other stakeholders. All matters of importance to be updated regularly on the Website.</p>	Website in place <a href="http://www.fmf.com.fj">www.fmf.com.fj</a>
	<p>Grievance Redressal Mechanism:</p> <p>To establish a Grievance Redressal Mechanism for Shareholders to address shareholders complaints and grievances.</p>	There is an Investor Grievance Redressal Policy in place. The Company Secretary acts as the Compliance Officer for this Policy.

9. Accountability and audit	<p><b>Shareholders' Complaints:</b></p> <p>To provide the number of shareholders' complaints received and attended to during the year. Provide reasons if any complaint is unresolved or unattended.</p>	There were no complaints received during the year.
	<p><b>Corporate Sustainability:</b></p> <p>To adopt a business approach that creates long-term shareholder value by embracing opportunities, managing risks, maximising profits and minimising negative social, economic, and environmental impacts.</p>	The company's vision statement and its policies are aligned to this.
	<p><b>Internal Audit:</b></p> <p>To appoint an internal auditor or an alternative mechanism to achieve the objectives of risk management, control and governance.</p>	The company has an in-house internal audit and risk department which evaluates and improve the effectiveness of the Company's governance, risk management and internal control processes. The Head of Internal Audit & Risk reports to the Audit & Finance Sub-Committee.
	<p><b>External Audit:</b></p> <p>To appoint an external auditor who reports directly to the Board Audit Committee.</p>	The external auditors are appointed by the company in its annual general meeting. The Audit and Finance Sub-Committee is responsible for overseeing the financial reporting and disclosure process, performance and independence of the external auditors.
	<p><b>Rotation of External Auditor:</b></p> <p>To appoint the external auditor for a fixed term requiring senior partner of the audit firm to rotate once in every three or less financial years.</p>	The signing partner of the external auditors rotates every five years,
	<p><b>Audit Committee:</b></p> <p>To establish an Audit Committee comprising of at least 3 members of which majority are independent and Chair is not Chair of the Board.</p>	Audit and Finance Sub Committee comprises of three Directors and is chaired by an independent director.
	10.Risk Management	<p><b>Risk Management Policy:</b></p> <p>To establish a Risk Management Policy to address risk oversight, risk management and internal control. The Policy to clearly define the roles and responsibilities of the Board, Audit committee, management and internal audit function.</p>
<p><b>Whistle Blower Policy:</b></p> <p>As part of risk management strategy, establish a Whistle Blower Policy by creating a mechanism of reporting concerns of unethical behavior, actual or suspected fraud or violation of the listed entity's code of conduct or ethics policy, SPX Rules or Companies Act. [Refer Rule 68 of the Listing Rules]</p>		Whistle Blower Policy in place in addition to Policy against sexual harassment. The company also has a Policy on Prevention of Insider Trading to manage ethical trading of Company's Securities.

**THE RICE COMPANY OF FIJI LIMITED****FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2021****DIRECTORS' REPORT**

In accordance with a resolution of the Board of Directors, the directors herewith submit the statement of financial position of The Rice Company of Fiji Limited ("the Company") as at 30 June 2021 and the related statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and report as follows:

**1 Directors**

The following were Directors of the Company at any time during the financial year and up to the date of this report:

- Sanjay Punja - Chairman - *Appointed on 24th March 2021*
- Gary Callaghan - *Resigned on 30th November, 2020*
- Rohit Punja
- Pramesh Sharma
- Ram Bajekal - *Resigned on 27th March 2021*
- Jenny Seeto - *Appointed on 24th March 2021*
- Ajai Punja (Alternate director to Sanjay Punja)
- Leena Punja (Alternate director to Rohit Punja)

**2 Principal activities**

The principal activity of the Company during the year was that of importing bulk rice as a finished good, cleaning, repacking and selling in different pack sizes. There was no significant change in the nature of this activity during the financial year.

**3 Trading results**

The profit after income tax for the year was \$2.14m (2020: \$2.17m).

**4 Dividends**

During the year, the Company has declared an interim dividend of \$2.10m (2020: \$2.10m). No further dividend is recommended for the financial year ended 30 June 2021.

**5 Going concern**

The financial statements of the Company have been prepared on a going concern basis. We consider the application of the going concern principle to be appropriate in the preparation of these financial statements as we believe that the Company has adequate funds to meet its liabilities as and when they fall due over the next twelve months.

**6 Bad debts and allowance for impairment loss**

The Directors took reasonable steps before the financial statements were made out, to ascertain that all known bad debts were written off and adequate allowance was made for impairment loss. At the date of this report, the Directors are not aware of any circumstances which would render the amount written off for bad debts, or the amount of the allowance for impairment loss, inadequate to any substantial extent.

**DIRECTORS' REPORT (Cont'd)****7 Current assets**

The Directors took reasonable steps before the financial statements were made out to ascertain that the current assets of the Company were shown in the accounting records of the Company at a value equal to or below the value that would be expected to be realised in the ordinary course of the business. At the date of this report, the Directors are not aware of any circumstances which would render the values attributable to the current assets in the Company's financial statements misleading.

**8 Significant events during the year and subsequent to balance date**

The outbreak of the COVID-19 pandemic has resulted in heightened uncertainty globally across industry segments. There has been significant adverse financial and social impact in Fiji and globally caused by this pandemic and this has brought about unprecedented slow down across industries. The changes in consumer behavior, buying patterns and working environment arising due to COVID-19 pandemic may pose some challenges for the business.

In particular, sales of premium rice varieties could be adversely impacted. The company has been focusing on ensuring the safety of its employees and other stakeholders as well as ensuring the availability of its products, most of which are daily essentials, across the country.

Based on current estimates, the Company does not expect any material impact on the carrying amount of these assets and liabilities. The Board continues to review the long term impact of the pandemic and has been taking all steps necessary for the company to adapt itself to emerging changes and the new normal.

No charge on the assets of the Company has arisen since the end of the financial year to the date of this report to secure the liabilities of any other person.

No contingent liability has arisen since the end of the financial year to the date of this report.

No contingent or other liability has become enforceable or is likely to become enforceable within a period of twelve months after the date of this report which, in the opinion of the Directors, will or may affect the ability of the Company to meet its obligations as and when they fall due.

**9 Related party transactions**

In the opinion of the Directors all related party transactions have been adequately recorded in the books of the Company.

**10 Other circumstances**

At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or financial statements which would render any amounts stated in the financial statements misleading.

**11 Unusual transactions**

The results of the Company's operations during the year have not in the opinion of the Directors been substantially affected by any item, transaction or event of a material and unusual nature other than those disclosed in the financial statements.

**THE RICE COMPANY OF FIJI LIMITED****FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2021****DIRECTORS' REPORT (Cont'd)****12 Directors' benefits**

No Director of the Company has, since the end of the previous financial year, received or become entitled to receive a benefit (other than a benefit included in the total amount of emoluments received or due and receivable by Directors as shown in the Company's financial statements) by reason of any contracts made by the Company with the Director or with a firm of which he / she is a Member, or with a company in which he / she has substantial financial interest.

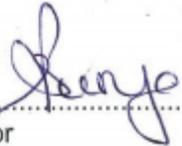
Interest of directors and any additions thereto during the year, in the ordinary shares of the Company are as follows:

Directors	Beneficially		Non-Beneficially	
	Additions during the year	Holding as at 30 June 2021	Additions during the year	Holding as at 30 June 2021
Sanjay Punja	-	-	-	4,595,900
Rohit Punja	-	-	-	4,595,900

For and on behalf of the Board and in accordance with a resolution of the Board of Directors.

Dated this 23rd day of September 2021.

.....  
Director



.....  
Director



**THE RICE COMPANY OF FIJI LIMITED****FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2021****DIRECTORS' DECLARATION**

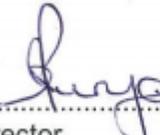
The declaration by Directors is required by the Companies Act, 2015.

The Directors of the Company have made a resolution that declares:

- a) In the opinion of the Directors, the financial statements of the Company for the financial year ended 30 June 2021:
  - i) comply with the International Financial Reporting Standards and give a true and fair view of the financial position of the Company as at 30 June 2021 and of the performance and cash flows of the Company for the year ended 30 June 2021; and
  - ii) have been prepared in accordance with the Companies Act, 2015;
- b) The directors have received independence declaration by auditors as required by Section 395 of the Companies Act, 2015; and
- c) At the date of this declaration, in the opinion of the Directors, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

For and on behalf of the Board and in accordance with a resolution of the Board of Directors.

Dated this 23rd day of September 2021.

  
.....  
Director

  
.....  
Director

**THE RICE COMPANY OF FIJI LIMITED**

Page 5

**AUDITOR'S INDEPENDENCE DECLARATION TO THE DIRECTORS OF THE RICE COMPANY OF FIJI LIMITED**

As auditor for the audit of The Rice Company of Fiji Limited for the financial year ended 30 June 2021, I declare to the best of my knowledge and belief, there have been:

- a) no contraventions of the auditor independence requirements of the Companies Act, 2015 in relation to the audit; and
- b) no contraventions of any applicable code of professional conduct in relation to the audit.



**Wathsala Suraweera**  
Partner  
Suva, Fiji



**BDO**  
**CHARTERED ACCOUNTANTS**

**23 September 2021**

**INDEPENDENT AUDITOR'S REPORT**

**To the Shareholders of The Rice Company of Fiji Limited**

**Report on the Audit of the Financial Statements**

**Opinion**

We have audited the financial statements of The Rice Company of Fiji Limited (the company) which comprise the statement of financial position as at 30 June 2021, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the company as at 30 June 2021, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

**Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISA). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountant's *Code of Ethics for Professional Accountants (IESBA Code)* together with the ethical requirements that are relevant to our audit of the financial statements in Fiji and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the matter
<b>Related Party Transactions (Refer Disclosure Note 20)</b>	
<p>Related party transactions represent a significant component of the company's operations for the year.</p> <p>There is a requirement to disclose related party balances, transactions and commitments. The company prepared schedules of transactions, balances and commitments for related parties to support the disclosures in the financial statements.</p> <p>We considered this as a key audit matter given that the volume and value of transactions, balances and commitments are significant to the overall financial statements.</p>	<p>Our audit procedures included:</p> <ul style="list-style-type: none"> <li>• Enquiring of management regarding the processes in place for the identification of the company's related parties and the nature and type of related party relationships.</li> <li>• Obtaining an understanding relevant to the identification, accounting and required disclosures of related party relationships and the authorisation and approval process of significant transactions and arrangements with related parties.</li> <li>• Reviewing records and documents that provided information about related relationships and transactions such as related party confirmations, contracts and agreements in place and specific invoices and correspondences related to related party transactions.</li> </ul>

## To the Shareholders of The Rice Company of Fiji Limited (Cont'd)

## Key Audit Matters (Cont'd)

Key audit matter	How our audit addressed the matter
<b>Related Party Transactions (Refer Disclosure Note 20) (Cont'd)</b>	
	<ul style="list-style-type: none"> <li>• Assessing management's evaluation that the transactions are on an arm's length basis by reviewing a sample of agreements and comparing the related party transaction price to those of comparable companies.</li> <li>• Obtaining schedules of related party transactions and balances and agreeing them to formal agreements in place and other source documents.</li> <li>• Reviewing general ledger accounts for related party transactions and balances to identify whether all were included in the schedules provided by the company.</li> <li>• Assessing the adequacy of disclosures made in the financial statements in respect to the related party transactions, balances and commitments.</li> </ul>

**Other Information**

The management and directors are responsible for the other information. The other information that we received comprise of the Director's Report and the listing requirements of South Pacific Stock Exchange included in the Annual Report of the company for the year ended 30 June 2021 but does not include the financial statements and the auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated. If, based upon the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of the Management and Those Charged with Governance for the Financial Statements**

The management and directors are responsible for the preparation and fair presentation of the financial statements in accordance with IFRS and the Companies Act, 2015, and for such internal control as the management and directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the company's financial reporting process.

**To the Shareholders of The Rice Company of Fiji Limited (Cont'd)****Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISA will always detect a material misstatement when it exists. Misstatements can arise from fraud and 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 statements.

As part of an audit in accordance with ISA, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the management's and directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures, are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

To the Shareholders of The Rice Company of Fiji Limited (Cont'd)

**Report on Other Legal and Regulatory Requirements**

In our opinion, the financial statements have been prepared in accordance with the requirements of the Companies Act, 2015 in all material respects, and;

- a) we have been given all information, explanations and assistance necessary for the conduct of the audit; and
- b) the company have kept financial records sufficient to enable the financial statements to be prepared and audited.



**BDO**  
**CHARTERED ACCOUNTANTS**



**Wathsala Suraweera**  
**Partner**  
**Suva, Fiji**  
**23 September 2021**

**THE RICE COMPANY OF FIJI LIMITED****STATEMENT OF PROFIT OR LOSS AND  
OTHER COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 30 JUNE 2021**

	<b>Notes</b>	<b>2021 \$'000</b>	<b>2020 \$'000</b>
Revenue	6	31,439	28,440
Other operating income	7	90	44
Changes in inventories of finished goods		430	(60)
Raw materials and consumables used		(27,781)	(24,018)
Allowance for impairment of trade receivables		(128)	(73)
Operating expenses		(2,012)	(2,249)
<b>Profit from operations</b>		<b>2,038</b>	<b>2,084</b>
Finance income	8	376	397
Finance cost	8	(34)	(78)
<b>Profit before income tax</b>	9	<b>2,380</b>	<b>2,403</b>
Income tax expense	11(a)	(238)	(238)
<b>Profit for the year</b>		<b>2,142</b>	<b>2,165</b>
Other comprehensive income		-	-
<b>Total comprehensive income for the year</b>		<b>2,142</b>	<b>2,165</b>
<b>Earnings per share – Basic and Diluted (Cents)</b>	10	35.70	36.08

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

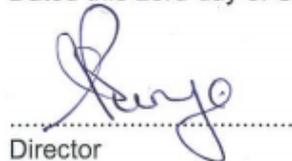
**THE RICE COMPANY OF FIJI LIMITED****STATEMENT OF FINANCIAL POSITION  
AS AT 30 JUNE 2021**

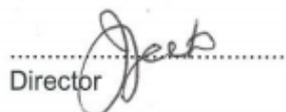
	Notes	2021 \$'000	2020 \$'000
<b>Current assets</b>			
Cash at bank	15	5,250	8,195
Trade receivables	12	4,714	3,559
Prepayments and other receivables	12	502	522
Inventories	13	11,900	5,441
Current income tax assets	11(b)	161	141
Amounts owing by related companies	20(g)	27	9
<b>Total current assets</b>		<b>22,554</b>	<b>17,867</b>
<b>Non-current assets</b>			
Deferred income tax assets	11(c)	25	41
<b>Total non-current assets</b>		<b>25</b>	<b>41</b>
<b>Total assets</b>		<b>22,579</b>	<b>17,908</b>
<b>Current liabilities</b>			
Trade and other payables	14	7,664	2,075
Amounts owing to related companies	20(g)	231	1,191
<b>Total current liabilities</b>		<b>7,895</b>	<b>3,266</b>
<b>Total liabilities</b>		<b>7,895</b>	<b>3,266</b>
<b>Net assets</b>		<b>14,684</b>	<b>14,642</b>
<b>Equity</b>			
Share capital	16	3,000	3,000
Retained earnings		11,684	11,642
<b>Total equity</b>		<b>14,684</b>	<b>14,642</b>

The above statement of financial position should be read in conjunction with the accompanying notes.

For and on behalf of the Board and in accordance with a resolution of the Board of Directors.

Dated this 23rd day of September 2021.

  
.....  
Director

  
.....  
Director

**THE RICE COMPANY OF FIJI LIMITED****STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 30 JUNE 2021**

	Share capital \$'000	Retained earnings \$'000	Total \$'000
<b>Balance as at 1 July 2019</b>	<b>3,000</b>	<b>11,577</b>	<b>14,577</b>
Profit for the year	-	2,165	2,165
Other comprehensive income	-	-	-
Total comprehensive income	-	2,165	2,165
<b>Transactions with owners of the company</b>	-	-	-
Dividends Declared (Note 17)	-	(2,100)	(2,100)
Total transactions with owners of the company	-	(2,100)	(2,100)
<b>Balance as at 30 June 2020</b>	<b>3,000</b>	<b>11,642</b>	<b>14,642</b>
Profit for the year	-	2,142	2,142
Other comprehensive income	-	-	-
Total comprehensive income	-	2,142	2,142
<b>Transactions with owners of the company</b>	-	-	-
Dividends declared (Note 17)	-	(2,100)	(2,100)
Total transactions with owners of the company	-	(2,100)	(2,100)
<b>Balance as at 30 June 2021</b>	<b>3,000</b>	<b>11,684</b>	<b>14,684</b>

The above statement of changes in equity should be read in conjunction with the accompanying notes.

**THE RICE COMPANY OF FIJI LIMITED****STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 30 JUNE 2021**

	<b>2021</b>	<b>2020</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>Cash flows from operating activities</b>		
Receipts from customers	30,444	30,765
Payments to suppliers	(31,389)	(26,982)
	<hr/>	<hr/>
Cash generated from operations	(945)	3,783
Interest received	376	397
Interest paid	(34)	(78)
Income tax and withholding tax paid	(242)	(253)
	<hr/>	<hr/>
Net cash provided by / (used in) operating activities	(845)	3,849
<b>Cash flows from investing activities</b>		
Advances to related parties (Note 20(d))	(19,810)	(16,441)
Proceeds from repayment of advances by related parties	19,810	16,441
Advances received from related parties (Note 20(e))	870	1,130
Repayment of advances from related parties	(870)	(1,130)
	<hr/>	<hr/>
Net cash from investing activities	-	-
<b>Cash flows from financing activities</b>		
Payment of dividends	(2,100)	(2,100)
	<hr/>	<hr/>
Net cash used in financing activities	(2,100)	(2,100)
	<hr/>	<hr/>
<b>Net increase/ (decrease) in cash and cash equivalents</b>	<b>(2,945)</b>	<b>1,749</b>
Cash and cash equivalents at the beginning of the year	8,195	6,446
	<hr/>	<hr/>
<b>Cash and cash equivalents at the end of the year (Note 15)</b>	<b>5,250</b>	<b>8,195</b>
	<hr/>	<hr/>

The above statement of cash flows should be read in conjunction with the accompanying notes.

**NOTES TO AND FORMING PART OF  
THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2021**

**THE RICE COMPANY OF FIJI LIMITED**

**1 GENERAL INFORMATION**

**(a) Corporate information**

The Rice Company of Fiji Limited is a limited liability company incorporated and domiciled in Fiji. The registered office and principal place of business is located at Lot 2, Leonidas Street, Walu Bay, Suva. The company is listed on the South Pacific Stock Exchange.

These financial statements were authorised for issue by the Board of Directors on 23rd September 2021.

**(b) Principal activities**

The principal activity of the company during the year was that of importing bulk rice as a finished good, cleaning, repacking and selling in different pack sizes. There was no significant change in the nature of this activity during the financial year.

**2 BASIS OF PREPARATION**

**(a) Basis of preparation**

The financial statements have been prepared on the basis of historical cost convention. Historical cost is based on the fair values of the consideration given in exchange for goods and services.

In the application of International Financial Reporting Standards (IFRS), management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstance, the results of which form the basis of making the judgements. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Judgements made by management in the application of IFRS that have significant effects on the financial statements and estimates with a significant risk of material adjustments in the next year are disclosed, where applicable, in the relevant notes to the financial statements.

The areas involving higher degree of judgement or complexity, or areas where assumptions and estimates are critical to the financial statements are disclosed in Note 5.

Accounting policies are selected and applied in a manner which ensures that the resulting financial information satisfies the concepts of relevance and reliability, thereby ensuring that the substance of the underlying transactions or other events is reported.

**(b) Statement of compliance**

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and in compliance with the requirements of the Companies Act, 2015.

**(c) Comparatives**

Where necessary, amounts relating to prior years have been reclassified to facilitate comparison and achieve consistency in disclosure with current year amounts.

**THE RICE COMPANY OF FIJI LIMITED**

**2 BASIS OF PREPARATION (Cont'd)**

**(d) Changes in accounting policies**

*i) New standards, interpretations and amendments effective during the year*

New and amended standards that have been adopted in the annual financial statements for the year ended 30 June 2021, but have not had a significant effect on the company are:

- Amendments to IFRS 9 and IAS 39.
- IAS 1 Presentation of Financial Statements and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors (Amendment – Disclosure Initiative - Definition of Material); and
- Revisions to the Conceptual Framework for Financial Reporting.

*b) New standards, interpretations and amendments not yet effective*

There are a number of standards, amendments to standards, and interpretations which have been issued by the IASB that are effective in future accounting periods that the company has decided not to adopt early.

The company is currently assessing the impact of these new accounting standards and amendments. The company does not expect any other standards issued by the IASB, but not yet effective, to have a material impact on the company.

**3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The principal accounting policies adopted by the Company are stated to assist in a general understanding of these financial statements. The accounting policies adopted are consistent with those of the previous year except as stated otherwise.

**(a) Cash and cash equivalents**

For the purpose of statement of cash flows, cash and cash equivalents comprise cash at banks, net of outstanding bank overdrafts. Bank overdrafts are shown within current liabilities in the statement of financial position.

**(b) Dividend distribution**

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the period in which the dividends are declared by the Company's directors.

**(c) Earnings per share**

*(a) Basic earnings per share*

Basic earnings per share (EPS) is determined by dividing profit after income tax attributable to shareholders of the Company by the number of ordinary shares as at balance date.

*(b) Diluted earnings per share*

Diluted EPS is the same as the basic EPS as there are no ordinary shares which are considered dilutive.

**(d) Financial assets**

*(i) Classification*

The Company classifies its financial assets at amortised cost.

**THE RICE COMPANY OF FIJI LIMITED**

**3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)**

**(d) Financial assets (Cont'd)**

*(i) Classification (Cont'd)*

Management determines the classification of its financial assets at initial recognition. The classification depends on the Company's business model for managing the financial statements and the contractual terms of the cash flows. The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

The Company's financial assets measured at amortised cost consist of cash and cash equivalents, trade receivables, other receivables and receivables from related companies.

*(ii) Recognition and measurement*

Regular purchases and sales of financial assets are recognised on trade-date – the date on which the Company commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from them have expired or where they have been transferred and the Company has also transferred substantially all risks and rewards of ownership.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at fair value through profit or loss:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by any impairment losses. Finance income, gains/(losses) arising from derecognition, foreign exchange gains/(losses) and impairment losses are recognised in profit or loss.

*(iii) Impairment of financial assets*

The Company assesses on a forward looking basis the expected credit losses (ECL) associated with its debt instruments. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For credit exposures where there has not been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses that are possible within the next 12 months (a 12-month ECL). For credit exposures where there has been a significant increase in credit risk since initial recognition, an allowance for impairment is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL). A financial asset is written off when there is a no reasonable expectation of recovering the contractual cash flows.

**THE RICE COMPANY OF FIJI LIMITED**

**3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)**

**(d) Financial assets (Cont'd)**

*(iii) Impairment of financial assets (Cont'd)*

Allowance for impairment for trade receivables and amounts owing by related companies are recognised based on the simplified approach permitted by IFRS 9 which requires lifetime expected credit losses to be recognised from the initial recognition of the receivables. The Company establishes a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to its customers and the economic environment.

Allowance for impairment on financial assets carried at amortised cost are presented as net impairment allowance within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

**(e) Foreign currency transactions**

*Functional and presentation currency*

The Company operates in Fiji and hence its financial statements are presented in Fiji dollars, which is the Company's functional and presentation currency.

*Transactions and balances*

All foreign currency transactions during the financial year are brought to account using the exchange rate in effect at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

**(f) Income tax**

Income tax expense represents the sum of the current income tax payable and deferred income taxes.

*Current income tax*

Current income tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the year. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by reporting date. Current income tax for current and prior years is recognised as a liability or asset to the extent that it is unpaid or refundable.

*Deferred income tax*

Deferred income tax is accounted for using the balance sheet liability method in respect of temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax base of those items.

In principle, deferred income tax liabilities are recognised for all taxable temporary differences. Deferred income tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences or unused tax losses and tax offsets can be utilised. However, deferred income tax assets and liabilities are not recognised if the temporary differences giving rise to them arise from the initial recognition of assets and liabilities (other than as a result of a business combination) which affects neither taxable profit nor accounting profit.

**THE RICE COMPANY OF FIJI LIMITED****3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)****(f) Income tax (cont'd)***Deferred income tax (cont'd)*

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the periods when the asset and liability giving rise to them are realised or settled, based on tax rates and tax laws that have been enacted or substantively enacted by reporting date. The measurement of deferred income tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

*Current and deferred income tax for the period*

Current and deferred income tax is recognised as an expense or income in profit or loss, except when it relates to items credited or debited directly to equity, in which case the deferred income tax is also recognised directly in equity.

**(g) Inventories**

Inventories comprising of raw materials, packaging materials, finished goods, and goods in transit are valued at the lower of cost and net realizable values. Costs, including an appropriate portion of fixed and variable overhead expenses, are assigned to inventory on hand by the method most appropriate to each particular class of inventory, being valued on a weighted average basis.

Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution. Cost includes expenditure incurred in acquiring the inventories and bringing them to their existing condition and location.

Inventories considered obsolete or unsaleable are written off in the year in which they are identified.

**(h) Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**(i) Revenue recognition**

Revenue is measured based on the consideration specified in a contract with a customer. The Company recognises revenue when it transfers control over a product or service to a customer. Revenue is presented net of value-added tax and discounts.

**THE RICE COMPANY OF FIJI LIMITED**

**3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)**

**(i) Revenue recognition (Cont'd)**

The Company's revenues consist mainly of sale of rice and allied products in the ordinary course of the Company's activities. There are three type of customers:

- a. Cash on delivery - Customers are mostly counter customer who come to buy the goods from the Company's premises by themselves and are not bonded by any contract apart from the requirement to pay before taking possession of the goods and to take those goods on the same day before close of business.
- b. Advance paying customers - similar treatment to cash on delivery customers.
- c. Credit customers - Customers purchase goods on credit account and shall pay in full at the approved credit period which is normally 30 to 60 days. The maximum credit limit is mutually agreed between the Company and the customer at the time of application for credit account, however the Company reserves the right to vary the credit limit at its discretion.

For local sales, revenue is recognised when invoicing takes place as it is assumed that the deliveries are received by the customer on the same invoice date. For export sales, revenue is recognised in accordance with freight terms with the customer.

All revenue transactions are recognised at a point in time.

**(j) Trade and other payables**

Trade payables and other accounts payable are recognised when the Company becomes obliged to make future payments resulting from the purchase of goods and services.

**(k) Value Added Tax**

Revenues, expenses, assets and liabilities are recognised net of the amount of Value Added Tax (VAT), except:

- i) where the amount of VAT incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; and
- ii) for receivables and payables which are recognised inclusive of VAT.

The net amount of VAT recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

**4 RISK MANAGEMENT**

The Company's activities expose it to a variety of financial risks: market risk (foreign exchange risk and interest rate risk), credit risk, liquidity risk and other risks. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

Risk management is carried out by the executive management under policies approved by the Board of Directors. The board provides policies for overall risk management.

**THE RICE COMPANY OF FIJI LIMITED****4 RISK MANAGEMENT (Cont'd)****(a) Market risk**

Market risk is the exposure to adverse changes in the value of the Company's trading portfolios as a result of changes in market prices or volatility or the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

*(i) Foreign exchange risk*

Foreign exchange risk is the risk to earnings and value caused by a change in foreign exchange rates. Exchange rate exposures are closely managed within approved policy parameters. Changes in the exchange rate by 10% (increase or decrease) is not expected to have a significant impact on the net profit and equity balances currently reflected in the Company's financial statements.

*(ii) Interest rate risk*

During the year, the Company had obtained and given short term interest-bearing advances to its related parties. For external borrowings, the Company negotiates an appropriate interest rate with banks and other lenders with the board approval and borrows from banks and other financial institutions which offers the overall favourable terms, including the interest rate.

The risks are managed closely by the directors and the management within the approved policy parameters. The Company is not exposed to significant interest rate risk.

**(b) Credit risk**

Credit risk is managed by management with board oversight. Credit risk arises from cash and cash equivalents, as well as credit exposures to customers, including outstanding receivables. As part of its risk control procedures, an assessment of the credit quality of a new customer, taking into account its financial position, past experience and other factors, is carried out prior to the credit approval. Individual credit risk limits are then set based on the assessments done. The utilisation of credit limits is regularly monitored. Credit sales to retail customers are settled in either cash or cheques.

The Company does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recorded in the financial statements.

The Company applies the IFRS 9 simplified approach to measure expected credit losses for trade receivables.

To measure the expected credit losses, trade receivables have been grouped based on shared risk characteristics and the days overdue. The Company uses the 'roll rate' model based on the probability of trade receivables following the movement of cash outstanding from payment status of current through all delinquency buckets until write off. Loss rates are based on historical credit losses experienced within this year. These rates are then adjusted to reflect current and forward looking information based on macroeconomic factors and the Company's internal evaluation of trade receivables over their expected lives.

**NOTES TO AND FORMING PART OF  
THE FINANCIAL STATEMENTS (cont'd)  
FOR THE YEAR ENDED 30 JUNE 2021**

**THE RICE COMPANY OF FIJI LIMITED**

**4 RISK MANAGEMENT (Cont'd)**

**(b) Credit risk (cont'd)**

The following table provides analysis about the exposure to credit risk and expected credit losses for trade receivables collectively assessed as at 30 June 2021:

	<b>2021</b>		
	<b>Expected weighted average loss rate</b>	<b>Gross carrying amount \$'000</b>	<b>Allowance for impairment \$'000</b>
Current	2.15%	3,221	69
31 to 61 days overdue	2.33%	968	23
62 to 89 days overdue	6.81%	394	27
90 to 120 days overdue	18.99%	32	6
Over 120 days overdue	21.00%	283	59
Debtors individually assessed		63	63
		<b>4,961</b>	<b>247</b>

Movements in the allowance for impairment of trade receivables are as follows:

	<b>2021 \$'000</b>	<b>2020 \$'000</b>
At 1 July	335	284
Allowance for impairment loss/ (Reversal)	128	73
Amounts written-off	(216)	(22)
At 30 June	<b>247</b>	<b>335</b>

While cash and cash equivalents, other receivables and receivables from related companies are also subject to impairment requirements of IFRS 9, any allowance for impairment is deemed immaterial, due to their short term nature and historical lack of default.

**THE RICE COMPANY OF FIJI LIMITED****4 RISK MANAGEMENT (Cont'd)****(c) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations for its financial liabilities. Prudent liquidity risk management implies maintaining sufficient cash to meet the company's present obligations.

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and by continuously monitoring forecast and actual cash flows.

All of the Company's financial liabilities, being trade and other payables and amounts owing to related parties as at balance date, are expected to be settled within the next 12 months.

**(d) Other risks***i) Regulatory risk*

The Company's profitability can be significantly impacted by regulatory agencies established which govern the business sector in Fiji. Specifically retail and wholesale prices are regulated by Fijian Competition & Consumer Commission.

*ii) Operational risk*

Operational risk is the risk of loss arising from systems failure, human error, and fraud. When controls fail to perform, operational risks can cause damage to reputation, have legal or regulatory implications, or lead to financial crisis. The Company cannot expect to eliminate all operational risks, but through a control framework and by monitoring and responding to potential risks, the Company is able to manage risks. Controls include effective segregation of duties, access, authorisation and reconciliation procedures, staff education and assessment procedures.

**5 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the 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 estimates are revised and in any future periods affected.

The critical judgements and assumptions made in applying the accounting policies of the company have been disclosed under the following notes to the financial statements:

3(d) - Impairment of financial assets.

3(g) - Allowance for inventory obsolescence.

**NOTES TO AND FORMING PART OF  
THE FINANCIAL STATEMENTS (cont'd)  
FOR THE YEAR ENDED 30 JUNE 2021**

**THE RICE COMPANY OF FIJI LIMITED**

<b>6</b>	<b>REVENUE</b>		
		<b>2021</b>	<b>2020</b>
		<b>\$'000</b>	<b>\$'000</b>
	Rice and rice offals – net of discounts & rebates	31,439	28,440

<b>7</b>	<b>OTHER OPERATING INCOME</b>		
		<b>2021</b>	<b>2020</b>
		<b>\$'000</b>	<b>\$'000</b>
	Exchange gain	90	43
	Sundry income	-	1
		90	44

**8 FINANCE INCOME AND COSTS**

Finance income and costs relate to interest earned on customer overdue accounts, interest on advances to and from related companies during the year (refer Note 20(d) and (e)) and interest charged on bank overdraft.

The bank overdraft is secured by:

i) First registered mortgage debenture over all assets of the Company including any uncalled and unpaid premiums.

ii) Cross guarantee between the holding Company, FMF Foods Limited, and its subsidiaries: The Rice Company of Fiji Limited, FMF Investment Company Pte Limited, Pea Industries Pte Limited, Biscuit Company of (Fiji) Pte Limited, DHF Pte Limited, Atlantic & Pacific Packaging Company Limited, FMF Snax Pte Limited, London Pet Food Pte Limited and Bakery Company (Fiji) Pte Limited.

The bank overdraft is fully interchangeable between the company and FMF Foods Limited, FMF Investment Company Pte Limited, Pea Industries Pte Limited, Biscuit Company of (Fiji) Pte Limited, DHF Pte Limited, Atlantic & Pacific Packaging Company Limited, FMF Snax Pte Limited and London Pet Food Company Pte Limited.

**9 PROFIT BEFORE INCOME TAX**

		<b>2021</b>	<b>2020</b>
		<b>\$'000</b>	<b>\$'000</b>
	Profit before income tax has been determined after charging the following expenses:		
	Auditor's remuneration for:		
	- Audit fees	12	11
	- Taxation and other services	3	2
	Management and admin support charges	916	891

**NOTES TO AND FORMING PART OF  
THE FINANCIAL STATEMENTS (cont'd)  
FOR THE YEAR ENDED 30 JUNE 2021**

**THE RICE COMPANY OF FIJI LIMITED**

<b>10</b>	<b>EARNINGS PER SHARE</b>	<b>2021</b>	<b>2020</b>
		<b>\$'000</b>	<b>\$'000</b>
	Net profit for the year	2,142	2,165
	Number of ordinary shares issued ('000)	6,000	6,000
	Basic and diluted earnings per share (Cents)	35.70	36.08
<b>11</b>	<b>INCOME TAX</b>	<b>2021</b>	<b>2020</b>
		<b>\$'000</b>	<b>\$'000</b>
<b>a)</b>	<b>Income tax expense</b>		
	The prima facie tax on profit is reconciled to the income tax expense as follows:		
	Profit before income tax	2,380	2,403
	Prima facie tax thereon at 10%	238	240
	Tax effect of permanent differences:		
	Under provision of income tax expense in prior years	-	(2)
	Income tax expense attributable to profit	238	238
	Income tax expense comprises movements in:		
	Current income tax asset	222	236
	Deferred income tax asset	16	2
		238	238
<b>b)</b>	<b>Current income tax assets</b>		
	Movements during the year were as follows:		
	Opening balance	141	124
	Income tax and withholding tax paid	242	253
	Tax liability for the year	(222)	(238)
	Over provision for income tax in prior year	-	2
	Closing balance	161	141
<b>c)</b>	<b>Deferred income tax assets</b>		
	Deferred income tax assets comprises of the following:		
	Allowance for impairment loss	25	34
	Allowance for stock obsolescence	-	7
	Total deferred income tax assets	25	41

**NOTES TO AND FORMING PART OF  
THE FINANCIAL STATEMENTS (cont'd)  
FOR THE YEAR ENDED 30 JUNE 2021**

**THE RICE COMPANY OF FIJI LIMITED**

**12 TRADE AND OTHER RECEIVABLES**

	<b>2021</b>	<b>2020</b>
	<b>\$'000</b>	<b>\$'000</b>
Trade receivables comprises of the following:		
Trade receivables	4,961	3,894
Less: allowance for impairment loss	(247)	(335)
	4,714	3,559

Trade receivables principally comprise amounts outstanding for sale of packed rice.

Trade receivables are non-interest bearing and are generally settled on 0 - 30 days terms.

Prepayments and other receivables comprises of the following:

Prepayments	5	-
VAT receivables	497	522
	502	522

Prepayments and other receivables, net

**13 INVENTORIES**

	<b>2021</b>	<b>2020</b>
	<b>\$'000</b>	<b>\$'000</b>
Finished goods	873	443
Raw and packing materials	5,661	3,438
Goods-in-transit	5,368	1,632
Stock allowance	(2)	(72)
	11,900	5,441

Total inventories

**14 TRADE AND OTHER PAYABLES**

	<b>2021</b>	<b>2020</b>
	<b>\$'000</b>	<b>\$'000</b>
Trade payables	6,544	1,827
Other payables and accruals	1,103	222
Dividend payable	17	26
	7,664	2,075

Total trade and other payables

Trade payables principally comprise amounts outstanding for trade purchases and on-going costs. Trade payables are non-interest bearing and are normally settled on 30 – 60 days term.

**NOTES TO AND FORMING PART OF  
THE FINANCIAL STATEMENTS (cont'd)  
FOR THE YEAR ENDED 30 JUNE 2021**

**THE RICE COMPANY OF FIJI LIMITED**

**15 CASH AND CASH EQUIVALENTS**

	<b>2021</b>	<b>2020</b>
	<b>\$'000</b>	<b>\$'000</b>

Cash and cash equivalents included in the statement of cash flows comprise the following statement of financial position amounts:

Cash at bank	5,250	8,195
Total cash and cash equivalents	5,250	8,195

**16 SHARE CAPITAL**

	<b>2021</b>	<b>2020</b>
	<b>\$'000</b>	<b>\$'000</b>

<b>Issued and paid up capital</b>		
6,000,000 ordinary shares	3,000	3,000

**17 DIVIDENDS**

	<b>2021</b>	<b>2020</b>
	<b>\$'000</b>	<b>\$'000</b>

Interim dividend	2,100	2,100
Dividends per share (cents)	35	35

**18 COMMITMENTS**

Capital expenditure commitments as at 30 June 2021 were \$Nil (2020: \$Nil).

**19 CONTINGENT LIABILITIES**

	<b>2021</b>	<b>2020</b>
	<b>\$'000</b>	<b>\$'000</b>

<b>(a)</b> Letters of credit	3,000	2,222
<b>(b)</b> As disclosed in Note 8 to the financial statements, the Company is providing cross guarantee for borrowings by the holding Company, FMF Foods Limited, and other fellow subsidiary companies.		

**20 RELATED PARTY TRANSACTIONS AND BALANCES**

**(a) Holding Company and ultimate holding Company**

The holding Company is FMF Foods Limited, a Company incorporated in Fiji. The holding Company is listed on the South Pacific Stock Exchange.

The penultimate holding Company is Hari Punja and Sons Pte Limited.

The ultimate holding Company is Hari Punja Nominees Pte Limited.

**NOTES TO AND FORMING PART OF  
THE FINANCIAL STATEMENTS (cont'd)  
FOR THE YEAR ENDED 30 JUNE 2021**

**THE RICE COMPANY OF FIJI LIMITED**

**20 RELATED PARTY TRANSACTIONS AND BALANCES (Cont'd)**

**(b) Directors**

The names of persons who were directors of the company at any time during the financial year are as follows:

- Sanjay Punja - Chairman - *Appointed on 24th March 2021*
- Gary Callaghan - *Resigned on 30th November 2020*
- Rohit Punja
- Pramesh Sharma
- Ram Bajekal - *Resigned on 27th March 2021*
- Jenny Seeto - *Appointed on 24th March 2021*
- Ajai Punja (Alternate director to Sanjay Punja)
- Leena Punja (Alternate director to Rohit Punja)

**(c) Transactions with related companies**

Significant transactions (aggregating over \$0.01m) with related companies are summarized as follows:

<b>Relationship</b>	<b>Nature of transactions</b>	<b>2021 \$'000</b>	<b>2020 \$'000</b>
Holding company	Management and admin support charges	916	891
	Interest income	189	252
	Sales	30	-
Fellow subsidiaries	Storage expenses	438	535
	Purchase of packaging materials	293	270
	Interest income	166	79
	Interest expense	12	23
	Sales	19	-
		<b>2021 \$'000</b>	<b>2020 \$'000</b>

**(d) Advances to related companies**

During the year, on call interest-bearing advances were given to related companies as follows. All these advances were recovered by balance date.

Holding company	13,110	12,861
Fellow subsidiaries	6,700	3,580
	<hr/>	<hr/>
	19,810	16,441
	<hr/>	<hr/>
	<b>2021 \$'000</b>	<b>2020 \$'000</b>

**(e) Advances from related companies**

During the year on call interest-bearing advances were obtained from the following related companies as follows. All these advances were settled by balance date.

Fellow subsidiaries	870	1,130
	<hr/>	<hr/>

**NOTES TO AND FORMING PART OF  
THE FINANCIAL STATEMENTS (cont'd)  
FOR THE YEAR ENDED 30 JUNE 2021**

**THE RICE COMPANY OF FIJI LIMITED**

**20 RELATED PARTY TRANSACTIONS AND BALANCES (Cont'd)**

**(f) Key Management Personnel**

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

Management and Administrative Support services were provided by the holding company, FMF Foods Limited (refer Note 20(c)). Management services provided by the holding company include planning, directing and controlling the overall operating activities of the company.

**(g) Amounts receivable from/ (payable to) related companies**

	<b>2021</b>	<b>2020</b>
	<b>\$'000</b>	<b>\$'000</b>
Amounts receivable from related companies include the following:		
Fellow subsidiaries	27	9
Amounts payable to related companies include the following:		
Holding company	167	1,093
Fellow subsidiaries	64	98
	231	1,191

**21 SIGNIFICANT EVENTS DURING THE YEAR AND SUBSEQUENT TO BALANCE DATE**

The outbreak of the COVID-19 pandemic has resulted in heightened uncertainty globally across industry segments. There has been significant adverse financial and social impact in Fiji and globally caused by this pandemic and this has brought about unprecedented slow down across industries. The changes in consumer behavior, buying patterns and working environment arising due to COVID-19 pandemic may pose some challenges for the businesses.

In particular, sales of premium rice varieties could be adversely impacted. The company has been focusing on ensuring the safety of its employees and other stakeholders as well as ensuring the availability of its products, most of which are daily essentials, across the country.

Based on current estimates, the Company does not expect any material impact on the carrying amount of these assets and liabilities. The Board continues to review the long term impact of the pandemic and has been taking all steps necessary for the company to adapt itself to emerging changes and the new normal.

No charge on the assets of the company has arisen since the end of the financial year to the date of this report to secure the liabilities of any other person.

No contingent liability has arisen since the end of the financial year to the date of this report.

No contingent or other liability has become enforceable or is likely to become enforceable within a period of twelve months after the date of this report which, in the opinion of the directors, will or may affect the ability of the company to meet its obligations as and when they fall due.

**THE RICE COMPANY OF FIJI LIMITED**  
**LISTING REQUIREMENTS OF SOUTH PACIFIC STOCK EXCHANGE**  
**(UNAUDITED AND NOT INCLUDED ELSEWHERE IN THE ANNUAL REPORT)**

- (a) **Schedule of each class of equity security , in compliance with listing requirements under section 51.2 (v):**

Shareholdings of those persons holding twenty ( 20 ) largest blocks of shares:

<b>NAME</b>	<b>No. of Shares</b>	<b>%</b>
FMF FOODS LIMITED	4,500,000	75.00
UNIT TRUST OF FIJI (TRUSTEE COMPANY) LTD	499,292	8.32
BSP LIFE (FIJI) LIMITED	334,500	5.58
CARLISLE (FIJI) LIMITED	121,325	2.02
HARI PUNJA & SONS LIMITED	95,900	1.60
KUNDAN SINGH & SONS HOLDINGS	40,000	0.67
FHL TRUSTEES LIMITED ATF FIJIAN HOLDINGS UNIT TRUST	38,906	0.65
PRAVIN PATEL	24,862	0.41
FIJICARE INSURANCE LIMITED	22,000	0.37
PLATINUM INSURANCE LIMITED	21,020	0.35
EST OF MR.RATU SIR KAMISESE MARA	20,000	0.33
LEO & JUSTIN SMITH	17,500	0.29
BHUPINDER KAUR LATEEF	13,000	0.22
GARY STANLEY CALLAGHAN	12,500	0.21
GYNANDRA NAICKER & KAMLA WATI NAICKER	12,000	0.20
PUSHPA WATI KAPADIA	11,000	0.18
TOM RICKETTS	10,000	0.17
TUTANEKAI INVESTMENTS LIMITED	9,650	0.16
MANORAMA RAM	9,600	0.16
FIJI CO-OPERATIVE UNION LTD	9,500	0.16

- (b) **Schedule of each class of equity security , in compliance with listing requirements under section 51.2 (vi):**

Distribution of ordinary shareholders:

<b>NO. OF HOLDERS</b>	<b>HOLDINGS</b>	<b>%</b>
42	0 to 500 shares	0.14
76	501 to 5,000 shares	2.45
7	5,001 to 10,000 shares	1.01
6	10,001 to 20,000 shares	1.43
3	20,001 to 30,000 shares	1.13
2	30,001 to 40,000 shares	1.32
1	50,001 to 100,000 shares	1.60
3	100,001 to 1,000,000 shares	15.92
1	Over 1,000,000 shares	75.00
<b>141</b>		<b>100.00</b>

**THE RICE COMPANY OF FIJI LIMITED**  
**LISTING REQUIREMENTS OF SOUTH PACIFIC STOCK EXCHANGE**  
**(UNAUDITED AND NOT INCLUDED ELSEWHERE IN THE ANNUAL REPORT) (Cont'd)**

**(c) Composition of Board and Committee Members and Attendance during the year under 51.2 (vii/viii)**

<b>Name of Director</b>	<b>Number of Meetings Eligible to attend</b>	<b>Number of Meetings Attended</b>	<b>Apologies Received</b>
Mr. Gary Callaghan (Chairman & Independent Director) <i>- Resigned on 30th November 2020</i>	1	1	N/A
Mr. Sanjay Punja (Chairman and Managing Director) <i>- Appointed on 24th March 2021</i>	2	2	N/A
Mr. Rohit Punja (Director)	4	3	1
Ms. Jenny Seeto (Independent Director) - <i>Appointed on 24th March 2021</i>	2	2	N/A
Mr. Pramesh Sharma (Non-Executive Director)	4	4	N/A
Mr. Ram Bajekal - <i>Resigned on 27th March 2021</i>	3	3	N/A
<b>Audit &amp; Finance Sub-Committee</b>			
Mr. Gary Callaghan (Chairman) - <i>Resigned on 30th November 2020</i>	1	1	N/A
Ms. Jenny Seeto (Chairmperson) - <i>Appointed on 24th March 2021</i>	-	-	N/A
Mr. Rohit Punja	3	2	1
Mr. Ram Bajekal - <i>Resigned on 27th March 2021</i>	3	3	N/A

**(d) Disclosure under Section 51.2 (xiv):**

**Summary of key financial results for the previous five years for the company:**

	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2018</b>	<b>2017</b>	<b>2016</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Net profit after tax</b>	2,142	2,165	2,889	2,544	3,186	2,681
<b>Current assets</b>	22,554	17,867	16,457	14,364	13,731	12,917
<b>Non-current assets</b>	25	41	43	22	20	13
<b>Total assets</b>	22,579	17,908	16,500	14,386	13,751	12,930
<b>Current liabilities</b>	7,895	3,266	1,923	503	312	877
<b>Non-current liabilities</b>	-	-	-	-	-	-
<b>Total liabilities</b>	7,895	3,266	1,923	503	312	877
<b>Shareholders' equity</b>	14,684	14,642	14,577	13,883	13,439	12,053

**(e) Disclosure under Section 51.2 (xv) (a):**

**Dividend declared per share:**

	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2018</b>	<b>2017</b>	<b>2016</b>
<b>Cents per share</b>	35.00	35.00	35.00	35.00	30.00	25.00

**(f) Disclosure under Section 51.2 (xv) (b):**

**Earnings per share:**

	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2018</b>	<b>2017</b>	<b>2016</b>
<b>Cents per share</b>	35.70	36.08	48.15	42.40	53.10	44.69

**THE RICE COMPANY OF FIJI LIMITED  
LISTING REQUIREMENTS OF SOUTH PACIFIC STOCK EXCHANGE  
(UNAUDITED AND NOT INCLUDED ELSEWHERE IN THE ANNUAL REPORT) (Cont'd)**

**(g) Disclosure under Section 51.2 (xv) (c):**

**Net tangible assets per share:**

	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2018</b>	<b>2017</b>	<b>2016</b>
<b>Cents per share</b>	244.73	244.03	242.95	231.38	223.98	200.87

**(h) Disclosure under Section 51.2 (xv) (d):**

	<b>2021</b>	<b>2020</b>
<b>Share price during the year</b>	<b>\$</b>	<b>\$</b>
Highest	11.60	9.00
Lowest	9.00	6.71
On 30th June	11.30	9.00

## PROXY FORM

[Pursuant to Section 157 and 158 of Companies Act 2015]

Name of the Member: \_\_\_\_\_

Registered Address: \_\_\_\_\_

SIN: \_\_\_\_\_

I/We, being the member(s) of \_\_\_\_\_ shares of **The Rice Company of Fiji Limited**, hereby appoint:

1. Name \_\_\_\_\_, of \_\_\_\_\_

or failing that;

2. Name \_\_\_\_\_, of \_\_\_\_\_

as my/our proxy to attend and vote on a show of hands and poll on my/our behalf at the Annual General Meeting of the Company, to be held on Friday, November 12, 2021 at 10.00 a.m. and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Resolution/ Agenda Item No.	Business / Resolution	*Optional [Mark X]		
		For	Against	Abstain
	<b>Ordinary Business</b>			
1.	Consideration of Financial Statements			
2.	Confirmation of Interim Dividend			
3 (a)	Re-appointment of Director - Mr. Rohit Punja			
3 (b)	Re-appointment of Director - Mr. Sanjay Punja			
3 (c)	Re-appointment of Director - Ms. Jenny Seeto			
4	Re-appointment of Auditors – M/s. BDO			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_.

Signature of Member(s) \_\_\_\_\_

Notes:

1. \*It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For'/'Against'/'Abstain' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
2. If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority to conduct a poll.
3. If a representative of the corporation is to attend the meeting, Annexure K - "Appointment of Corporate Representative" should be filled in. If the Corporate Representative wishes to appoint a Proxy, this Form must be duly filled in.
4. This Proxy Form must be received by the Company at P.O.Box No.977, Leonidas Street, Walu Bay, Suva, Fiji or email to [sandeepk@fmf.com.fj](mailto:sandeepk@fmf.com.fj) before **10.00 a.m, November 10, 2021**, being not later than 48 hours before the commencement of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

<p><b>For office use only:</b></p> <p>Proxy received on .....at .....am / pm by .....</p>
---

## APPOINTMENT OF CORPORATE REPRESENTATIVE

[Pursuant to Section 160 of Companies Act 2015]

**This form may be used by a company or other body corporate which is a security holder or which has been appointed as a proxy by a security holder.**

*Insert the name of the body corporate making the appointment*

Hereby appoints

*Insert the name of the appointee. Please note that multiple representatives can be appointed but only one representative may exercise the body corporate's powers at any one time.*

to act as its representative at  all meetings **OR**  the meeting to be held on \_\_\_\_\_ (Date)

Of

**THE RICE COMPANY OF FIJI LIMITED**

SIGNATURES- THIS MUST BE COMPLETED

<p>Common Seal (if applicable)</p>	Director	Sole director & Sole Secretary
	Director/ Company Secretary	Date

### Information

In order to be effective, the form must be received by Company at P.O.Box No.977, Leonidas Street, Walu Bay, Suva, Fiji or email to [sandeepk@fmf.com.fj](mailto:sandeepk@fmf.com.fj) within the time limit (if any) specified in the relevant company's Articles of Association for receipt of Corporate Representative Appointments. The original of the form will be retained by the company.

A body corporate may appoint an individual as a representative to exercise all or any of the powers the body corporate may exercise at meetings of a company's members, creditors or debenture holders. The appointment maybe by reference to a position held provided that the appointment identifies the position.

The appointment must be executed in accordance with the body corporate's Articles of Association and (if applicable) Section 53 of the Companies Act 2015. An appointment may be a standing one, which will continue until revoked.

If more than one representative is appointed, only one representative may exercise the body corporate's power at any one time.

**For office use only:**

Form received on .....at .....am / pm by .....

## PRE-REGISTRATION FORM FOR AGM / ON-LINE ATTENDANCE

I/We named below, being a shareholder of the Company, wish to register my/our attendance for the Annual General Meeting through:

- Physical attendance** *(limited to the first thirty registering for physical attendance, due to COVID-19 protocols)*
- On-line attendance**

I/We understand that the Company shall be entitled to reject the Pre-registration Form, which is incomplete, improperly completed, illegible or where true intentions of the shareholder of the Company are not ascertainable from the instructions specified in the Pre-registration Form.

Name(s) of Shareholder(s): \_\_\_\_\_

Name of attendee\*: \_\_\_\_\_

Identification Card (Voter ID/ Driving License /Passport) /Company Registration Number:

\_\_\_\_\_

Shareholder Identification Number (SIN): \_\_\_\_\_

Email Address: \_\_\_\_\_

Contact Number(s): \_\_\_\_\_

Signature(s): \_\_\_\_\_

Date: \_\_\_\_\_

*\*Where authorized representative of a company or proxy holder for a shareholder or other eligible attendee.*

### IMPORTANT:

1. A valid identification card is required to be presented for purposes of verification of the Attendee.
2. A Member choosing to participate in the meeting physically in person must produce his/her COVID-19 vaccination card at the venue.
3. A Member who prefers to attend the meeting via the on-line facility will be emailed the on-line participation link separately.
4. By completing and submitting this form, you agree and acknowledge that the Company and/or our service provider may collect, use and disclose your personal data, as contained in your submitted form for the purpose of processing and effecting your request.
5. Photographic, sound and/or video recordings of the Company's AGM proceedings may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the Company's AGM.
6. Members attending on-line and wishing to ask questions or make comments during the meeting would have to use the 'raise hands' and 'chat box' feature in the VC platform.

**NOTE:** Members are requested to email this duly completed Pre-registration Form to [sandeepk@fmf.com.fj](mailto:sandeepk@fmf.com.fj) before 5pm of 8<sup>th</sup> November 2021.