

ENERGY FOR SUSTAINABLE DEVELOPMENT



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SERVICE
MIND

ENTREPRENEURSHIP



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ACTIVE



OPERATIONAL
EXCELLENCE



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INTEGRITY



LEARNING



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Remark :

The Attachment of Form 56-1 One Report has disclosed on the Company Website and Stock Exchange of Thailand Website. For more details information please visit www.seaoilthailand.com and www.set.or.th

Vision

To be the leading company in the energy industry as well as in the service and supply management industry in Thailand and other countries. We promote sustainable growth using good governance along with social and environment responsibility.

Mission

- 1 Expand our existing business group
 - Trading petroleum, petrochemical, and other energy products
 - Service and supply management
 - Developing Opportunities in exploration & production business
- 2 Encourage to achieve maximize operation efficiency
- 3 Develop and synergize processes, data management and automation systems
- 4 Enhance the quality and service standards to meet the expectations and customer satisfaction
- 5 Develop organization and human resources through Global Standard together with Partners under Good Governance Principles
- 6 Enhance the social, environment, and community responsibility policy and enforce our anti-corruption policy.
- 7 Focus on corporate sustainability for all stakeholders
- 8 Study the expansion of investment in various business groups with potential for sustainable growth.



MESSAGE FROM CHAIRMAN



Dear shareholders of Seaoil Public Company Limited

In 2021, we, Seaoil Public Company Limited ("Company"), have overcome economic crisis incurred from the Coronavirus Disease 2019 outbreak, thanks to the participation from our board of directors, management and all employees for preparing themselves for coping with the situation and impact from world economic contraction which widely affected the production, investment, transportation, tourism sectors and Thai economic condition in overall and causing all business sectors to adapt to maintain their business continuity. Oil price condition in global market remained fluctuating and continuously surging because of the productivity supported and monitored by (OPEC) and their alliance nations, as well as the increase of demand from the oil consumption trended to increase resulting from the continuous recovery of economic condition and ceasing of lockdown in United State of America or Europe continent.

Seaoil Group remains to concentrate on driving our corporation to continuously grow in line with the sustainable development under the management with good corporate governance, operating business with responsibility to all interested persons whether shareholders, business partners, societies, communities, and environments, focusing on balance maintenance throughout value chain whether in the dimensions of economic, society and environment to create long-term value to our corporation. Amidst economic crises in 2021, SEOIL revised our strategy and conduct new style of business operation in alignment with the changed environment. We recognized importance of safety and various health measures for our personnel and business partners, concentrating on technology development, and work operation to achieve the highest and faster efficiency.

For business profit overview in 2021, SEOIL Group earned 240 million Baht net project, increasing by 661 percent comparing to 2020, due to the recognition of profit sharing received from joint ventures in the business of petroleum production and exploration which increased from the surge of production quantity and crude oil sales. Moreover, crude oil price drastically inclined comparing to the previous year, 11,340 million Baht total revenue, increasing by 114.98 percent comparing to the previous year. Most of the increase of income generated from the revenue from fuel distribution, by market expansion to oversea either in Asia or Europe. SEOIL Group's oil distribution in 2021 increased by 39 percent.

Our Board recognized the importance on transparent and fair business operation, continuously developed good corporate governance. In 2021, we were evaluated by observing of our corporate governance and ranked as an "Excellent" Thai listed company for three consecutive years. We enhanced and supported to form an alliance of Thai private sector for anti-corruption, conducted our business with responsibilities to societies, communities, and environment, considered all interested persons. Ultimately, for and on behalf of the Board, I would like to express my gratitude to all shareholders, partners, financial institutes, business partners, and all valuable customers and clients for your strong support in the business operation of SEOIL Group, and please be assured that our Board performs their responsibilities with full responsibilities, so that our corporation will securely grow and create returns to all consideration to shareholders

Apisit Rujikeatkamjorn

Chairman of the Board of Directors

FINANCIAL HIGHLIGHTS

The Company and Subsidiaries

(Million baht)

Statement of comprehensive income (Million baht)	Consolidated finance statements		
	2019	2020	2021
Revenue from sales, services, and rental income	6,416.36	5,274.97	11,340.34
Gross profit	190.76	195.11	251.01
EBITDA	177.38	128.80	311.86
Net profit (loss)	73.14	31.54	240.03
Profit (loss) attributable to: Owners of the company	60.85	18.45	230.95
Basic earnings per share	0.0999	0.0284	0.3556

(Million baht)

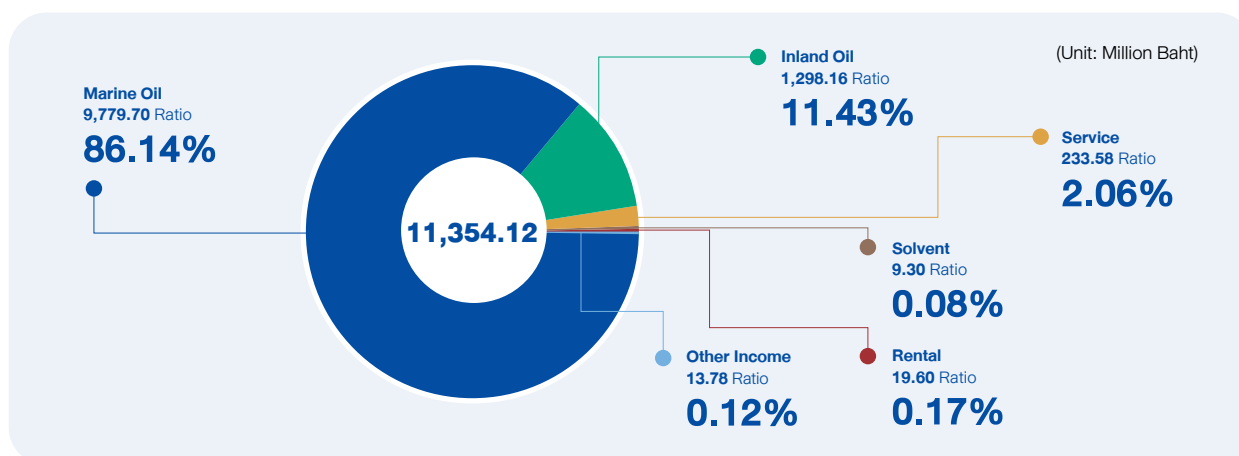
Statement of Financial Position (Million baht)	Consolidated finance statements		
	2019	2020	2021
Total assets	2,967.50	2,203.52	3,096.60
Total liabilities	1,555.66	782.85	1,419.32
Total equity	1,411.84	1,420.67	1,677.28
Equity attributable to owners of the company	1,395.49	1,403.16	1,648.01

(Million baht)

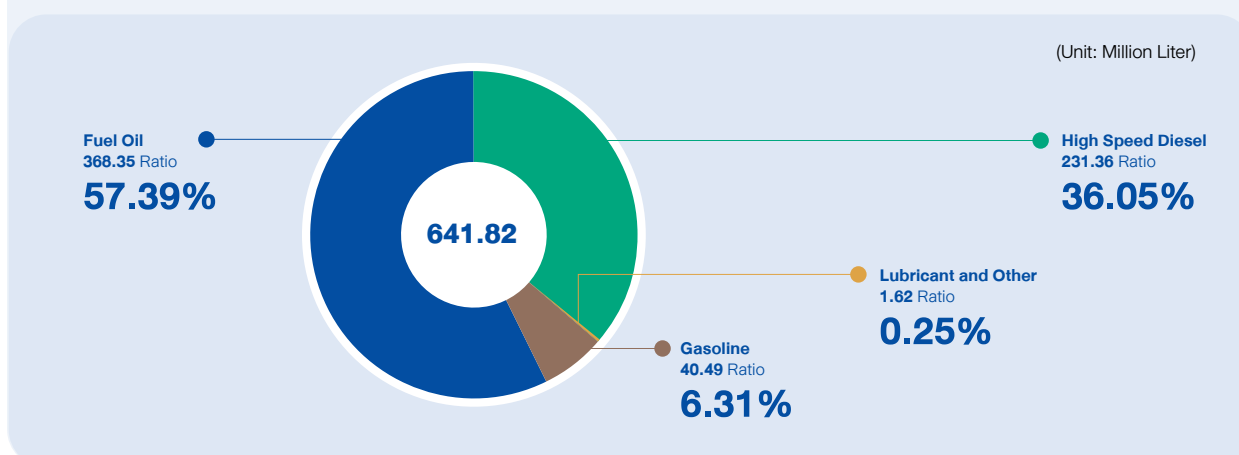
Financial ratio	Consolidated finance statements		
	2019	2020	2021
Current Ratio (Times)	0.81	1.32	1.27
Debt to Equity Ratio (Times)	1.10	0.55	0.85
Gross Profit Margin (%)	2.97	3.70	2.21
Net Profit Margin (%)	1.14	0.60	2.12
Return On Assets (%)	2.56	1.22	9.06
Return On Equity (%)	4.44	1.32	15.14
Issued and paid-up share capital (Million share)	553.56	608.91	649.51
Price to Book Value (Baht)	2.55	2.42	2.98

Performance of The Company and Subsidiaries in 2021

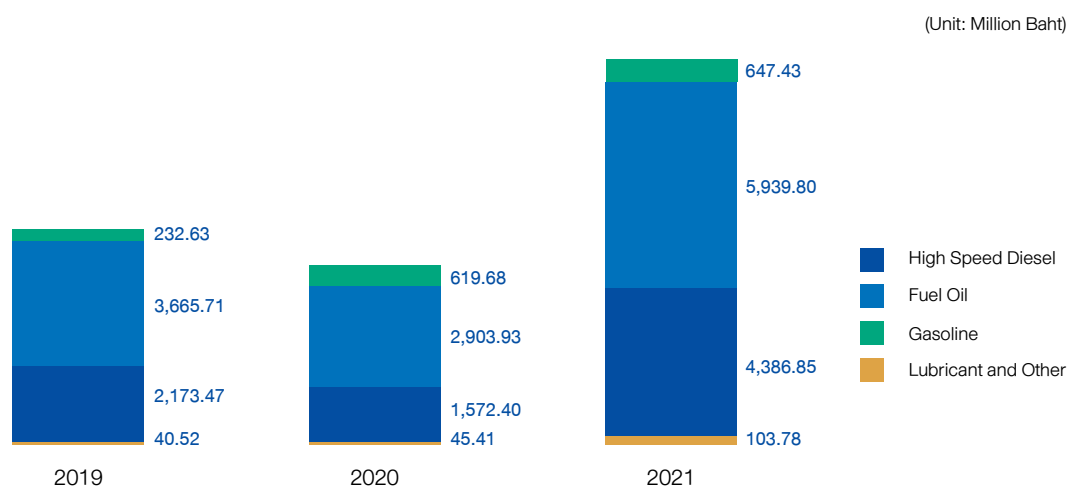
2021 Income Structure



Product-based Oil Distribution Volume 2021



Product-based Income from Oil Sale 2019 - 2021

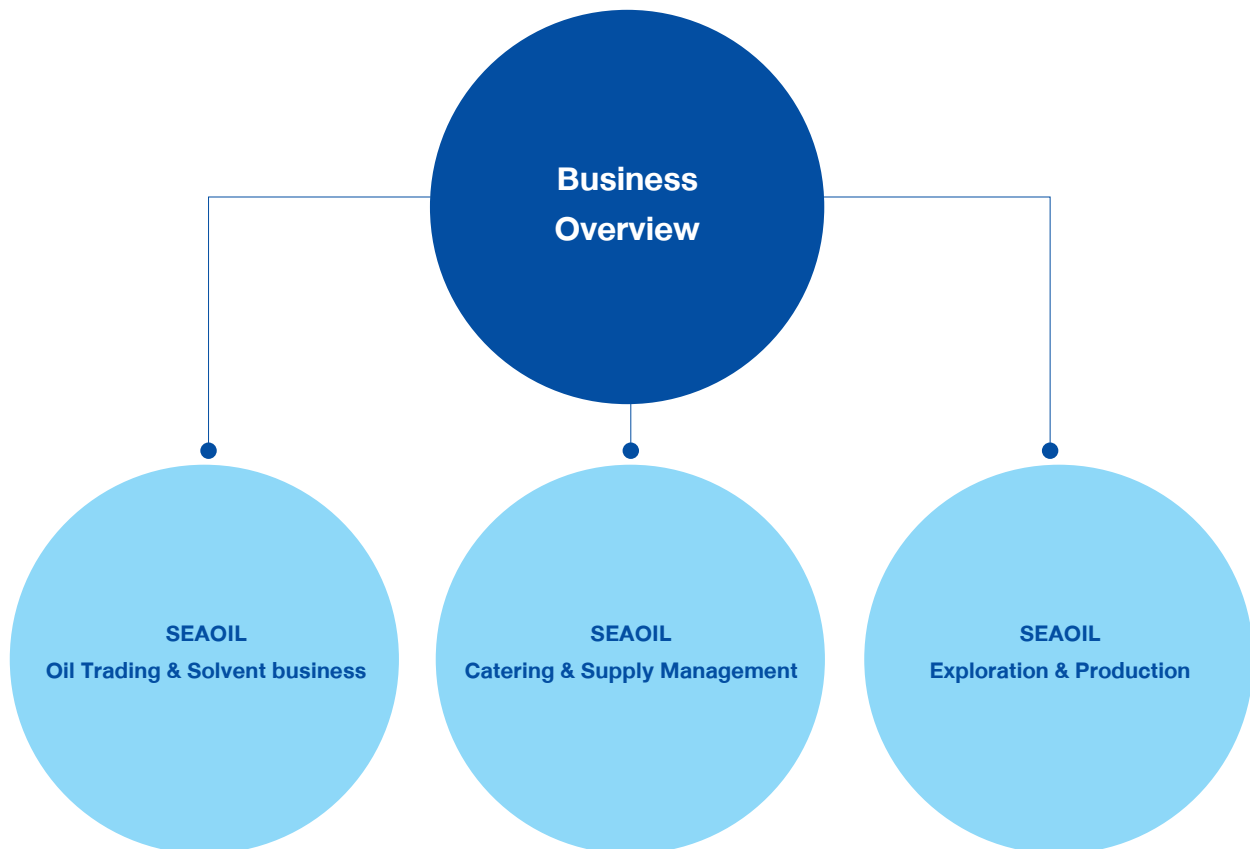


SECTION 1 BUSINESS OPERATIONS AND PERFORMANCE

1. STRUCTURE AND BUSINESS OPERATION OF SEOIL GROUP



1.1 Policies and Business Overview Structure and Operations of the Group



1.1.1 Vision, Mission, Goals, and Operational Strategy

Vision : “Towards leading organization in the energy business, service and procurement business domestically and internationally, for sustainable growth under good governance with responsibility towards society and the environment”

Mission :

1. Expand current business operations
 - Selling petroleum, petrochemicals, and other energies
 - Complete procurement and service
 - Develop investment opportunities in the petroleum exploration and production business
2. Support operations to achieve maximum efficiency
3. Focus on the development of work processes, development of information management systems, and automated coordination
4. Uplift the quality and standards of services that meet customers’ expectations and satisfaction
5. Develop the organization, personnel, and partners for international standards under management that is in compliance with the good governance
6. Promote social and environmental responsibility policy as well as anti-corruption policy
7. Emphasize sustainable organization management by being attentive to all stakeholders
8. Study the investment expansion of various business groups with growth potential

Business Goals and Strategies

Sea Oil Public Company Limited (“the Company”) remains committed to conducting business for sustainable growth towards being the leading organization in the energy business as well as the procurement of materials, products, and services business, both domestically and internationally. The Company emphasizes the management system in accordance with sustainable development and conduct the business with transparency, ethical, and responsibility to society and the environment. The Company consider the impacts of all stakeholders including shareholders, employees, partners, customers, or third parties. Additionally, the

Company creates stability in the business value chain such as economic, social, and environmental dimensions for long-term value and sustainable development of the organization according to the Company’s vision and mission. The Company has established sustainable development policy as a framework for sustainable management in accordance to international standards. Stakeholders are analyzed throughout the value chain, important matters affecting sustainable business operations are reviewed, sustainability goals are established, and business strategies for the currently shifting economic and environmental situation have been adjusted. The Company strives for new potential business opportunities to create added value for the organization as well as expanding existing business operations for stability and competitiveness. The Company has determined the following business operation strategies for achieving goals:

1) Continuous Business Growth

1.1 Expansion of the fuel distribution business, catering and supply management service, as well as related businesses, expand domestic and international markets for market development.

The Company continuously emphasizes oil distribution market expansion, both domestically and internationally. The Company establishes subsidiaries within the country and abroad to support fuel distribution, to expand Asian and European markets, whether on land or sea. For the expansion of marine oil procurement market to cover of all types of vessels, especially large cargo ships with a large amount of ships within the fleet; as well as other services crucial for seafaring ships and oil and gas rigs both onshore and offshore. This is done to be a full service provider for customers within the seafaring vessels and offshore rig business. As for the market expansion of onshore oil distribution, the Company has expanded market segments to include the sugar manufacturing industry and biodiesel industry. Meanwhile, the Company has also continuously expanded its market for land exports to neighboring countries by the significant increase in sales.

The Company has continuously expanded the catering and supply management services. This includes the procurement of food, material, and other services for employees stationed at offshore and onshore oil and gas rigs. Furthermore, the services include the provision supply of raw materials for food preparation, equipment, and other items for seafaring vessels. The Company has plans to expand services to meet the needs of customers, The Company emphasizes service standards for maximum satisfaction by being highly aware of work safety and hygiene of customers.

1.2 Diversification Growth

The Company has invested in the petroleum exploration and production business, a business that yields higher returns for the Company, due to the procurement of petroleum energy requiring technology, skills, and specific expertise. The investment has allowed the Company to directly learn and experience from petroleum exploration and production companies preparing the Company to be a long-term concessions or for the future investment opportunities in potential projects.

Due to global economic situation and the changing business operation environment both internal and external factors and in order to prepare for the changing business operations in the global energy and technology, the Company has plans to study business expansion opportunities in the group with potential for diverse growth, both in energy and other service businesses that able to generate long-term returns.

2. Product & Services Development under Customer focused

The Company firmly believes in sustainable business development, the product quality, and service standard development is key to customer expectations and satisfaction. The Company has conducted the business of fuel distribution for over 20 years, with the availability of personnel specializing in petroleum products and in providing procurement and delivery services of products that is of high quality, complete, safe, and on time. The Company has product

development for product diversity to meet customer needs, process development for convenience and effective services for both domestic and international customers, customer focused services emphasis for maximum satisfaction, support stakeholder engagement and heed customer suggestions to develop and increase the effectiveness of services.

As for the development of catering and supply management business, the Company has personnel with skills and experience in the management of catering services and others. The Company prioritizes service standards, safety, work hygiene, and environment in accordance to international standards. The Company has added value and a process development for services such as increasing the nutritional value of foods included in the services, selecting safe and environmentally friendly containers and packaging, as well as procuring additional customer focused products and services to be a full service provider.

3 ESG Development for Sustainable Growth

The Company maintains business operations and management under good governance by considering all stakeholders including shareholders, employees, partners, customers, society, communities, and the environment in accordance to management for sustainable growth principles.

The Company is committed to conducting business with fairness and ethics, strictly complying with laws and regulations related to business operations, being against illegal acts that infringe on intellectual property or copyrights, and being against all forms of corruption. The Company prioritizes important matters affecting sustainable development, business value chain management, personnel development, partner development for international standards, society and community strengthening, and educational development for future youths. The Company places importance and considers environmental impact from the organization's operations and activities by campaigning for the awareness of and maximum

efficiency usage of natural resources, creating job opportunities for the community by hiring labor and buying materials from communities within the vicinity of the Company's operations. Furthermore, the Company facilitates corporate culture to be responsible towards society, community, and the environment for the organization's stability and sustainable growth.

4. Change Management

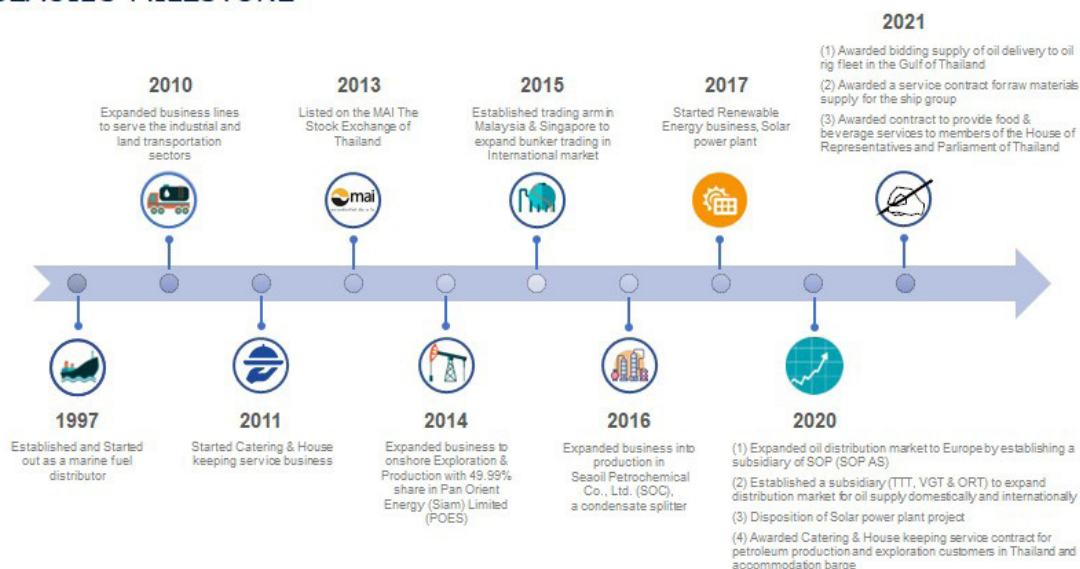
The Company realizes the importance of corporate management under the shifting situations and environment including the global economy, energy, oil prices, the COVID-19 pandemic, the leap in

technological advancements, and the impacts of climate change. The Company has adjusted business operations to be in accordance with climate change including establishing the organization's structure, regulating operations, developing personnel preparedness for the changing situations and environment, establishing a working group for continuity management, adapting technologies to support efficient operations, developing a database system for quick and accurate analyses, as well as researching new technologies and business opportunities for readiness towards the transition into the digital era.

1.1.2 Significant Changes and Development

The Company has been established on 26 May 1997 with an initial registered capital of 1,000,000 baht. The Company has a current registered capital of 649,509,110 baht and has issued and paid-up capital of 649,507,473 baht (as at 31 December 2021) with the following significant developments:

SEOIL'S MILESTONE



- In 1997, Sea Oil Company Limited was established for supplying fuel and lubricants to seafaring vessels
- In 2010, the Company expanded the onshore oil distribution business for land industries and transportation businesses
- In 2011, the Company initiated the catering and housekeeping service business, starting with employees stationed at oil rigs in the Gulf of Thailand as well as accommodation barges.
- In 2012, the Company converted to Sea Oil Public Company Limited
- In 2013, Sea Oil Public Company Limited has been listed on the Market for Alternative Investment (mai) with a registered capital of 180 million baht.
- In 2014, the Company invested in the petroleum exploration and production business via a joint venture with Pan Orient Energy (Siam) Limited ("POES") in a proportion of 49.99 percent.

In 2015, a subsidiary was established in Labuan and Singapore to expand the oil distribution business to foreign countries.

In 2016, the Company invested in the condensate separation facility business by holding shares in Nakhon Chai Prakan Chemicals Company Limited (currently Sea Oil Petrochemical Company Limited).

In 2017, the Company invested in the solar rooftop energy generation and distribution.

In 2020, the subsidiaries, TTT, VGT, and ORT, were established to expand the oil distribution market, both domestically and internationally.

The subsidiaries, SOP and AS, were established in Norway to expand the oil distribution market to Europe.

The investment projects in the business of generation and distribution of electrical energy from solar rooftops was sold.

The Company received 5 catering and service contracts from petroleum exploration and production customers in Thailand and in accommodation barges.

In 2021, the Company won the bidding to supply oil to vessels in the oil and gas rigs fleet in the Gulf of Thailand belonging to leading petroleum exploration and Production companies and started earning revenue from exporting oil to Europe. The Sea Oil Petroleum AS has received 3 service contracts for the procurement of raw materials and other items for the fleet.

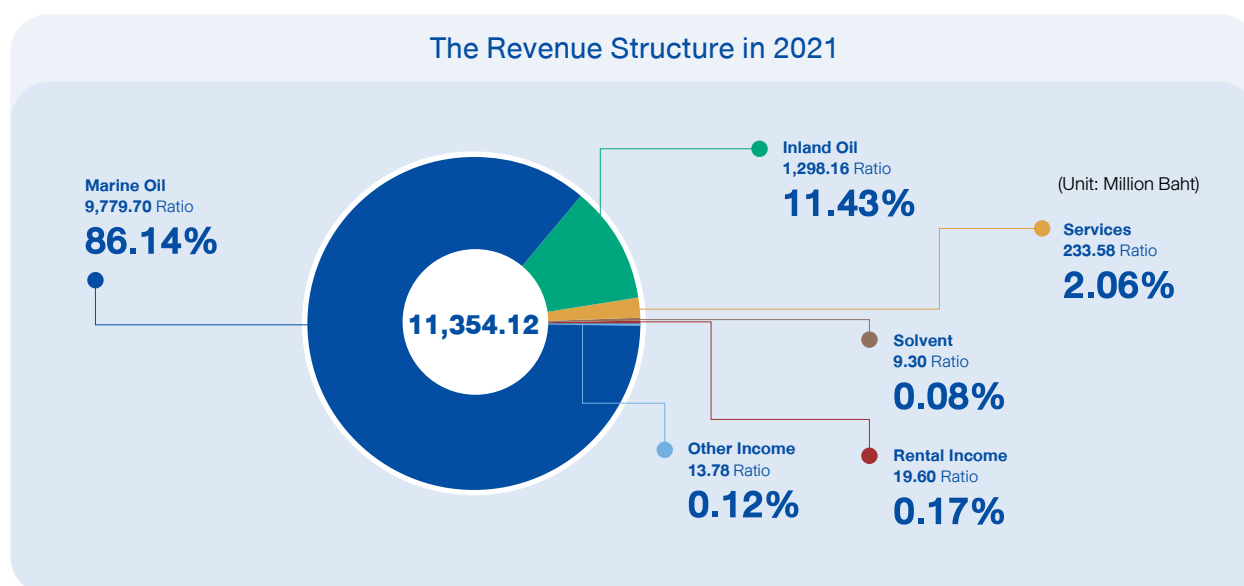
Furthermore, the Company has received 1 service contract for the provision of food and drinks to the House of Representatives.

Sea Oil Petrochemical Co., Ltd. has ceased productions and adjusted operations to leasing land, buildings, factories, and equipment where lessees use the land for palm oil refining plant business.

1.2 Nature of Business Operations

1.2.1 Revenue Structure

The revenue structure for the year 2021 for the Sea Oil Group Public Company Limited (the Company) comprises of 1) Revenue from fuel sales including fuel and lubricants, by sea and land to both domestic and international customers; 2) Revenue from the catering and service business providing food, cleaning, and laundry services for employees stationed at oil rigs and accommodation barges; 3) Revenue from the production and distribution of solvents; 4) Revenue from rentals; and 5) Other revenue. The overview of the revenue structure are as follows:



Consolidated financial statements (Unit: Million Baht)	By	Company shareholding percentage	2019		2020		2021	
			Value	Percentage	Value	Percentage	Value	Percentage
Revenue from oil distribution	SOT	100%	6,112.33	94.58	5,141.42	97.07	11,077.86	97.57
- by sea	TTT/VGT SOP/	100%	5,697.32	88.16	4,240.03	80.05	9,779.70	86.14
- by land	SOP AS	95.37%	415.01	6.42	901.39	17.02	1,298.16	11.43
Revenue from services	SOT	100%	48.83	0.75	120.46	2.27	233.58	2.06
Revenue from solvent sales	SOC	100%	255.20	3.95	13.09	0.25	9.30	0.08
Revenue from leasing	SOC	100%	-	-	-	-	*19.60	0.17
Other revenue			46.33	0.72	21.85	0.41	**13.78	0.12
Total			6,462.69	100.00	5,296.82	100.00	11,354.12	100.00

* Revenue from leasing amounting to 19.60 million baht is generated from leasing the land and assets of Sea Oil Public Company Limited (SOC) where the lessee utilizes the property for operating palm oil refining businesses, with details as shown in part 9.2 of Connected Transactions.

** Other revenue comprises of earned interests, breach of contract fines, government compensation from the COVID -19 situation, etc.

1.2.2 Characteristics of Products and Services

❖ Fuel and lubricant distribution business

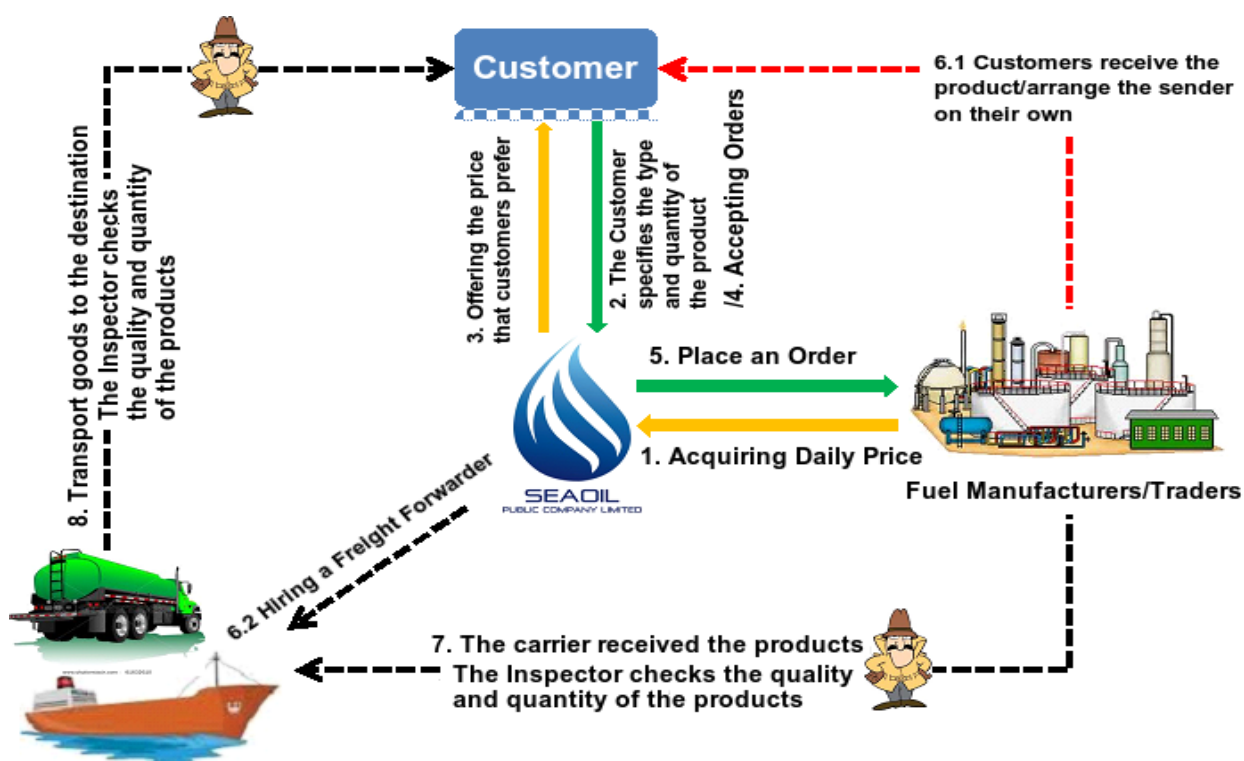
The Company is a distributor of fuel and lubricants for motors and is registered as a fuel trader under Section 10 of the Fuel Trade Act, B.E. 2543

When the Company receives an order from customers, the Company will procure products from major oil manufacturers and traders in the country. The Company prioritizes high quality oil with properties in accordance to the needs of customers. In the event where customers require the Company to be the oil carrier, the Company will employ qualified and trustworthy independent carriers to deliver to customers at designated locations. The delivery will

be by barges to customers' ships in the middle of the sea. In the case of customer's ship is docked, the Company may deliver the oil through tanker trucks or barges. For onshore customers, the Company will deliver the oil through tanker trucks.

(fuel traders under Section 10 means fuel traders with an annual sales volume of a single type or the combination of more than one type of fuels at 30,000 metric tons (approximately 36 million liters) or more, but less than 100,000 metric tons (approximately 120 million liters); traders of a single type of liquefied petroleum gas (LPG) with an annual sales volume of more than 50,000 metric tons per year but less than 30,000 metric tons; or traders possessing storage tanks with a fuel storage capacity, whether a single type or the combination of more than one types of fuel, exceeding 200,000 liters)

Diagram showing a brief summary of the fuel distribution business process



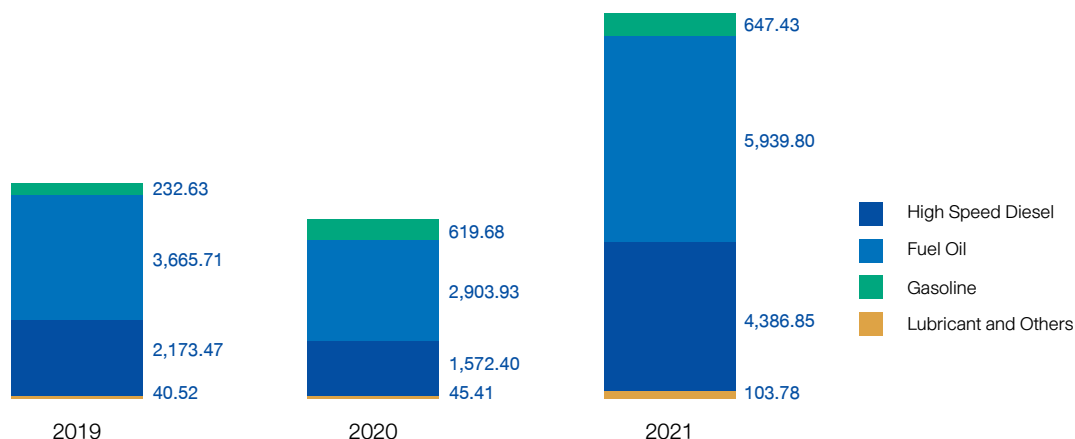
The types of oil distributed by the Company are as follows:

- Fuel comprising of high speed diesel, fuel oil, gasoline, and Jet A1
- Lubricants comprising of engine oil, transmission fluid, hydraulic oil, lubricants for main engines, lubricants for turbines and compressors, etc.

The 2019-2021 oil sales of the Company and subsidiaries are as follows:

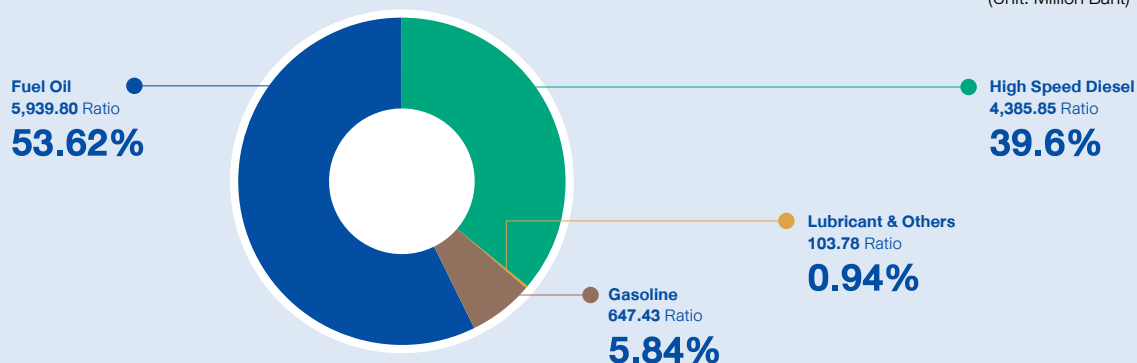
Product-Based Income from Oil for 2019 – 2021

(Unit: Million Baht)



Revenue from Oil Trading by Type of Product 2021

(Unit: Million Baht)

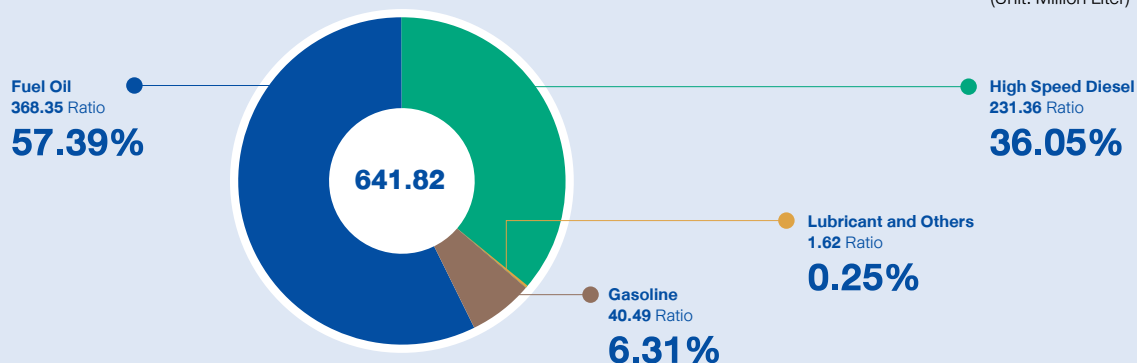


Revenue from sales by product types of the Company and its subsidiaries in 2019-2021 is shown below

Sales revenue (Unit: Million Baht)	Year 2019		Year 2020		Year 2021	
	Value	Percentage	Value	Percentage	Value	Percentage
Petroleum as fuel	6,071.81	99.39	5,096.01	99.12	10,974.08	99.06
- High speed diesel (HSD)	2,173.47	35.56	1,572.40	30.59	4,386.85	39.60
- Fuel oil	3,665.71	59.97	2,903.93	56.48	5,939.80	53.62
- Gasoline	232.63	3.81	619.68	12.05	647.43	5.84
Lubricants and others	40.52	0.66	45.41	0.88	103.78	0.94
Total	6,112.33	100.00	5,141.42	100.00	11,077.86	100.00

Product-Based Oil Distribution Volume 2021

(Unit: Million Liter)



Oil sales volume Unit : Million Liters	Year 2019		Year 2020		Year 2021	
	Amount	Percentage	Amount	Percentage	Amount	Percentage
Fuel	407.46	99.87	459.78	99.84	640.21	99.75
- High speed diesel (HSD)	117.50	28.80	119.81	26.01	231.36	36.05
- Fuel oil	274.15	67.19	275.88	59.91	368.35	57.39
- Gasoline	15.81	3.88	64.09	13.92	40.49	6.31
Lubricants and others	0.54	0.13	0.75	0.16	1.62	0.25
Total	408.00	100.00	460.53	100.00	641.82	100.00

❖ Food, Material, and Other Services Management Business

The Company's business operations can be divided into 3 classifications as follows:

- 1) Catering and services / catering and housekeeping services for employees in accommodation barges of oil and gas drilling businesses, in accommodation rigs, and in oil and gas fields, both at sea and on land. The catering and housekeeping service can be divided as follows:
 - 1.1 Services regarding food, food preparation for residents, and boxed meals preparation for employees working outside accommodation areas.
 - 1.2 Hygiene maintenance services, equipment and utilities preparation, as well as insect and waste management for public areas and accommodations.
 - 1.3 Services regarding laundry washing, drying, and ironing, maintenance of hygiene and orderliness of equipment and utilities in accommodation rooms, as well as dry cleaning services for employees in accommodation rigs, accommodation barges, or in oil and gas on land.
- 2) Catering services business of foods and drinks for regular customers, both public and private, as per agreements specified in the service contract.
- 3) Provision supply, or the procurement of raw materials for food preparation, supplying supplies, and providing additional services which is an extension from the catering and

service business. It is the business of procuring raw materials for food preparation, supplying supplies, and providing additional services to seafaring vessels and oil rigs. Items provided include food, water, equipment, etc. The Company will procure raw materials for food preparation and rations, as well as other products and services that is of high quality and hygienic as per the needs of customers.

❖ Manufacture and Distribution of Solvents Business

The condensate separation facility operations under Sea Oil Petrochemical Company Limited (SOC) is a business engaged in manufacturing condensates (light hydrocarbon compounds) into solvents used in various industries including tires and solvents in paint production. The manufacturing process relies on the boiling point differences between hydrocarbon compounds. The main products are rubber solvent and white spirit, with the by-product or part of diesel. In 2021, SOC's revenue from solvent distribution amounted to 9.30 million baht which is the remainder product since SOC has ceased all productions as of 2020 due to the cost of raw materials being inconsistent with sales price. SOC has leased land, buildings, and equipment for Natural Energy Refinery Holding Company Limited to operate a palm oil refining facility business. The monthly rental fee is charged at 2.80 million baht so as to reduce expenses

and increase revenue for SOC. In 2021, the total rental revenue is 19.60 million baht, with details as shown in part 9.2 of Connected Transactions.

(2) Marketing and Competition in the Industry Oil Distribution Business

Sales and Marketing Strategies

The Company has policies to determine the sales price by considering costs and related expenses comprising of fuel and/or lubricant costs, clearance and custom costs, surveyor costs, transportation costs, and financial costs(only in the case of credit sales) plus gross margin . The method as described is called the cost plus pricing method. The Company has a set profit margin (“lowest gross profit”) classified as fuel distribution to barge groups, land transport groups, and other industry groups. The Company’s selling price is based on the market mechanisms the and competition in each period to be able to compete with other operators. The lowest gross profit will be reviewed and considered at least once a quarter by the Credit Committee. In the case of selling price has to be set for a profit margin that is lower than the lowest gross profit, the Company has specified in the sales policy that such sales must be approved by authorized persons as per the authorization structure in all cases.



Products and Services Distribution Channels

Oil Distribution Business

The Company operates the fuel and lubricant distribution business with 2 main distribution channels namely by sea and by land or other.

- Fuel and lubricant distribution by sea may be classified as follows:
- Domestic distribution of oil for vessels with domestic navigation routes.
- International distribution of oil for vessels of customers with demand from abroad

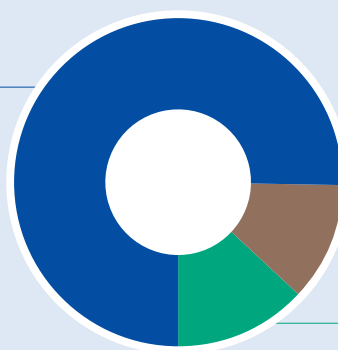
The target market are seafaring vessels including oil tankers, cargo ships, fishing boats, vessels in the oil and gas rigs fleet including supply & service boats and crew boats; and wholesalers distributing products for various types of vessels. The Company provides services to end users and wholesalers anchored in the middle of the sea or docked at harbors

- Fuel and lubricant distribution by land
The target customers are various industries, land and air transport business operators, domestic and international oil wholesalers, etc.

Fuel Sale Revenue by Distribution Channel 2021

(Unit : Million Baht)

International
8,359.61 Ratio
75.46%



Inland
1,298.16 Ratio
11.72%

Domestic
1,420.09 Ratio
12.82%

The Company earns revenue by selling fuel and lubricant through a variety of distribution channels, as seen below:

Sales Revenue (Unit: Million Baht)	Year 2019		Year 2020		Year 2021	
	Value	Percent	Value	Percent	Value	Percent
Marine	5,697.32	93.21	4,240.03	82.47	9,779.70	88.28
- Domestic	895.77	14.65	650.88	12.66	1,420.09	12.82
- Overseas	4,801.55	78.56	3,589.15	69.81	8,359.61	75.46
Inland	415.01	6.79	901.39	17.53	1,298.16	11.72
Total	6,112.33	100.00	5,141.42	100.00	11,077.86	100.00

Industry Outlook and Competition

With over two decades of experience and expertise in the fuel and lubricant distribution to mariners, the Company's executives and employees have extensive experience and expertise in the oil distribution business. The Company believes that the oil distribution sector will continue to develop as long as customers place a priority on quality and service. The Company strictly controls the quality of oil, procuring and transporting goods to customers to ensure that customers receive high-quality products that meet their needs, receive products on time and in the quantities specified in their orders, while putting a premium on customer service to achieve maximum satisfaction with an emphasis on safety, sanitation, social and environmental responsibility.



Petroleum production and distribution industry

In 2020–2021, Thailand's fuel production and distribution are summarized as follows:

(Unit : Million Liters)	Year 2020				Year 2021			
	Production		Distribution		Production		Distribution	
	Amount	Percent	Amount	Percent	Amount	Percent	Amount	Percent
Diesel fuel	28,236	55.49	23,946	59.63	27,672	56.20	23,042	61.28
Gasoline	13,019	25.58	11,709	29.16	12,467	25.32	10,762	28.62
Jet Fuel	3,261	6.41	2,745	6.84	2,102	4.27	1,775	4.72
Fuel oil	4,722	9.28	1,751	4.36	5,326	10.82	2,019	5.37
Kerosene	1,651	3.24	7	0.02	1,675	3.40	6	0.02
Total	50,889	100	40,158	100	49,242	100	37,604	100

(Information from the Department of Energy Business, Ministry of Energy)

According to the current state of domestic oil production and consumption in 2021, the amount of oil produced in the country in 2021 decreased by 3.24 percent from the year 2020, and the volume of oil sales in the country in 2021 decreased by 6.369 percent from the year 2020, owing primarily to the COVID-19 situation, which slowed economic activity. Particularly, jet fuel sales (Jet A1) fell precipitously as a result of worldwide travel control measures. However, the volume of fuel oil sold in 2021 climbed by 15.28 percent over 2020. The Company projects that oil consumption will increase in 2022 as the global economy recovers and economic activity increases as a result of government stimulus measures, investment expansion, and the lessening of domestic and international travel restrictions.

Service channel, catering business, other raw materials and services

- Catering and housekeeping services are provided for the ships and barges, employees on offshore oil rigs in the Gulf of Thailand and onshore oil rigs. General customers receive food and beverage services according to the conditions of the contract.
- Procurement for ingredients, provisions and other services (provision supply) for ships sailing within the country (Domestic), ships sailing outside the country (External), and oil and gas drilling rigs in the Gulf of Thailand.

Target customers Food supply service, raw materials and other services

These include customers engaged in petroleum production and exploration in the Gulf of Thailand and the Andaman Sea, inland oil rigs, platforms or ships at sea, and various types of marine vessels, as well as general customers looking for food and beverage services both the public and private sectors.

Competition Conditions

Catering and Service

When it comes to hiring catering and service operators, the concessionaire of the oil rig, accommodation

platform or ship will hold a bidding from various operators who are well-equipped in terms of personnel, equipment, location, experience, and service history by considering hiring entrepreneurs who offer the best price and service condition.

(3) Product Procurement and Service

Oil Distribution Business

The Company will contact major fuel producers or traders ("suppliers") to supply the products to the customers. The Company's fuel must be of acceptable quality and conform to the requirements and standards agreed with the customer. The Company will purchase oil from major fuel producers or traders in the country, including PTT Oil and Retail Business Public Company Limited, Thai Oil Public Company Limited, the Shell Company of Thailand Limited, Chevron (Thai) Co., Ltd., Bangchak Petroleum Public Company Limited, and IRPC Public Company Limited, as well as oil distributors from major manufacturers, via land and sea distribution.

Catering and Service

The Company established a catering and supply management unit and recruited employees with skill and experience in catering services, as well as the acquisition and preparation of sites and equipment for the business operations, such as cold rooms, storage locations, refrigerated transport cabinets, general transport containers, and transport vehicles, including training to develop personnel to have quality, safety, occupational health, and the environment according to the standards of GMP, HACCP, and Food Safety Hygiene Practice, ISO 9001:2015, to support the needs and standards of the customers.

The business of acquiring raw materials for food preparation, supplying supplies, and providing additional services (Provision Supply)

The Company will provide procurement services for raw materials used in food preparation, as well as supplies and other services that meet the needs of customers, by acquiring from a variety of distributors qualified to meet customer requirements and acting

as an effective distributor to ensure customer satisfaction. The Company will accept customer orders before forwarding them to the supplier for additional arrangements regarding the supply and delivery of the products to the customer's specified location.

4) Assets Used in Business Operations

Oil Distribution Business

As of 31 December 2021, the Company's assets are the lease of office space in the building and building improvements, furniture, office equipment, vehicles, and assets under construction, with a book value of 20.28 million Baht. In the case of gasoline and lubricant sales, the Company's assets are not used to acquire commodities or to offer transport services from the beginning to consumer.

Catering Services and Supply Management

As of 31 December 2021, the Company owned assets and equipment used in its business operations,

including storage facilities, refrigerated shipping containers, and general cargo containers, totaling 9.29 million Baht. These assets and equipment were used for catering, cleaning, and laundry businesses, as well as the provision of raw materials for food preparation, supply, and other services.

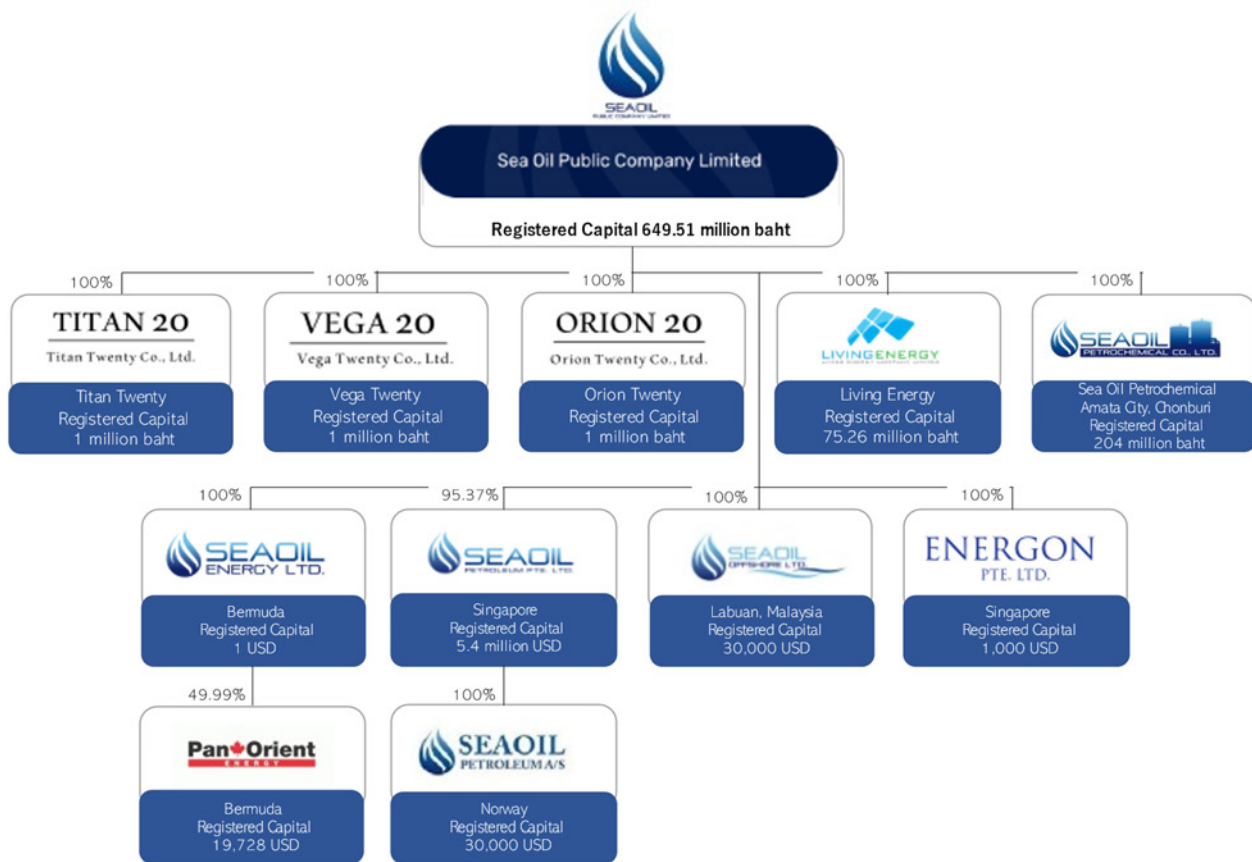
Business engaged in the manufacture and distribution of solvents

The business operations have been changed to property rentals. Sea Oil Petrochemical Company Limited has leased assets which consist of land, building and machinery and equipment to be rented to businesses under common management for use as a location for palm oil refinery operations for a 36-month period beginning 1 June 2021. As a result, the Group considers these leased assets to be investment properties. The Company owns properties for rent with a book value of 244.45 million Baht as of 31 December 2021.



1.3 Group Shareholding Structure

1.3.1 The Structure of the Company and its subsidiaries as of 31 December 2021 is shown in the diagram as follows:



Information on the name of the Company and its subsidiaries, location of head office, type of business, telephone numbers, and types of all sold shares of the Company and its subsidiaries are detailed in item 5, general Information, and other important information.

Investments in Subsidiaries and Joint Ventures

As of 31 December 2021, the Company had the following investments in subsidiaries and joint ventures:

Investment in Sea Oil Energy Limited (“SOE”) which operates in other companies, petroleum production and exploration business registered in Bermuda in the amount of 32 Baht (US \$1) or 100 percent of the registered capital issued, which the Company has paid in full.

Investment in Sea Oil Petroleum Pte. Ltd. (“SOP”) which operates the business of selling oil and related products registered in Singapore of 0.75 million ordinary shares, 1 USD per share and 4.40 million preferred shares with a par value of 1 USD per share. The aforementioned preferred shares are non-voting and accumulate dividends per share of 5.65% per year. Therefore, the Company has 75% voting rights, including investment in Sea Oil Petroleum Pte. Ltd., amounting to US\$ 5.15 million or equivalent to 174.15 million Baht. The investment equals 95.37 percent of the registered capital issued by the Company, and the Company has fully paid the investment.

As of 31 December 2020, SOP has invested in ordinary shares of Sea Oil Petroleum AS (“SOPAS”), a selling oil and related products business, registered in Norway for 30,000 Norwegian Kroner with par value of 1

Norwegian Kroner per share, amounting to 30,000 Norwegian Kroner or equivalent to 103,191 Baht, or 100% of the total registered capital.

Investment in Sea Oil Petrochemical Company Limited (“SOC”), which manufactures and distributes solvents and various liquid petroleum products, the total of 2.04 million shares with a par value of 100 Baht per share, or 100 percent of the total issued and sold shares, for a total of 189.82 million Baht for investment in SOC.

In 2020, the investment in SOC had lower return than the book value of investment due to decrease of performance of subsidiaries. The book value technique is used to determine the fair value of investments, which is then adjusted for the fair value of property, plant, and equipment. The fair value minus the cost of subsidiary’s disposal is at 48.52 million Baht. As a result, a loss of 141.31 million Baht was realized on the impairment of an interest in the subsidiaries.

The investment in Sea Oil Offshore Limited (“SOO”), which is engaged in the business of selling oil and related products, is registered in Malaysia’s Federal Territory of Labuan in the amount of 0.98 million Baht (\$30,000), or 100% of the registered capital issued, and the Company has fully paid the investment. (At present, it is in the process of liquidation).

Investment in Living Energy Company Limited (“LIV”) which operates an investment business in other companies. From businesses under common control, 0.75 million ordinary shares have a par value of 249.80 Baht per share, for a total of 188 million Baht. The Company recorded other direct expenses related to the purchase of investments amounting to 5.16 million Baht, totaling investment costs in financial information of 193.16 million Baht (at present, it is in the process of liquidation for dissolution).

As of 24 July 2020, LIV has transferred the Solar Group, which are all subsidiaries, to the purchaser via the

Entire Business Transfer method for a total business transfer value of 215 million Baht. LIV has ceased operations following the sale of the subsidiaries. After receiving a dividend from LIV, the value of the Company’s investment in LIV surpasses the value of the net assets. Therefore, the Company recognized loss from impairment of investment in LIV in the separate financial statements since the third quarter of 2020, amounting to 111.08 million Baht. As a result, the remaining net investment in LIV was at 82.08 million Baht.

Investment in Energon Pte. Ltd. which operates by investing in other companies, registered in Singapore on 29 November 2019. The Company has invested in 1,000 ordinary shares with a par value of USD 1, totaling 1,000 USD or 30,407 Baht, amounting to 100 percent of the total registered capital.

The Company has investments in ordinary shares of Titan Twenty Company Limited, which operates by selling oil and related products of 10,000 shares at a par value of 100 Baht per share, amounting to 1 million Baht, or 100% of the total registered capital.

The Company has investments in ordinary shares of Vega Twenty Company Limited, which operates by selling oil and related products of 10,000 shares at a par value of 100 Baht per share, amounting to 1 million Baht, or 100% of the total registered capital.

The Company has investments in Orion Twenty Company Limited, which operates by distributing oil and related products, amounting to 10,000 shares. The par value of each share is 100 Baht, which equates to 1 million Baht or 100% of the total registered capital.

Investment in joint venture

As of 31 December 2021, the Company and its subsidiaries had invested 1,016.02 million Baht in joint ventures with Pan Orient Energy (Siam) Limited (“POES”), a Bermuda-incorporated company engaged in the exploration, development, and production of petroleum and natural gas in Thailand according to

the equity method, amounting to 1,016.02 million Baht. This is the result of a subsidiary, Sea Oil Energy Limited (SOE), acquiring 9,863 shares of POES, or 49.99 percent of the POES's total issued and sold shares.

In 2021, POES has announced the dividend payment of 27.43 million CAD by paying to SOE in the amount of 13.71 million CAD or 345.28 million Baht.

1.1.2 Individuals with potential conflicts of interest who hold shares in subsidiaries or associates (None)

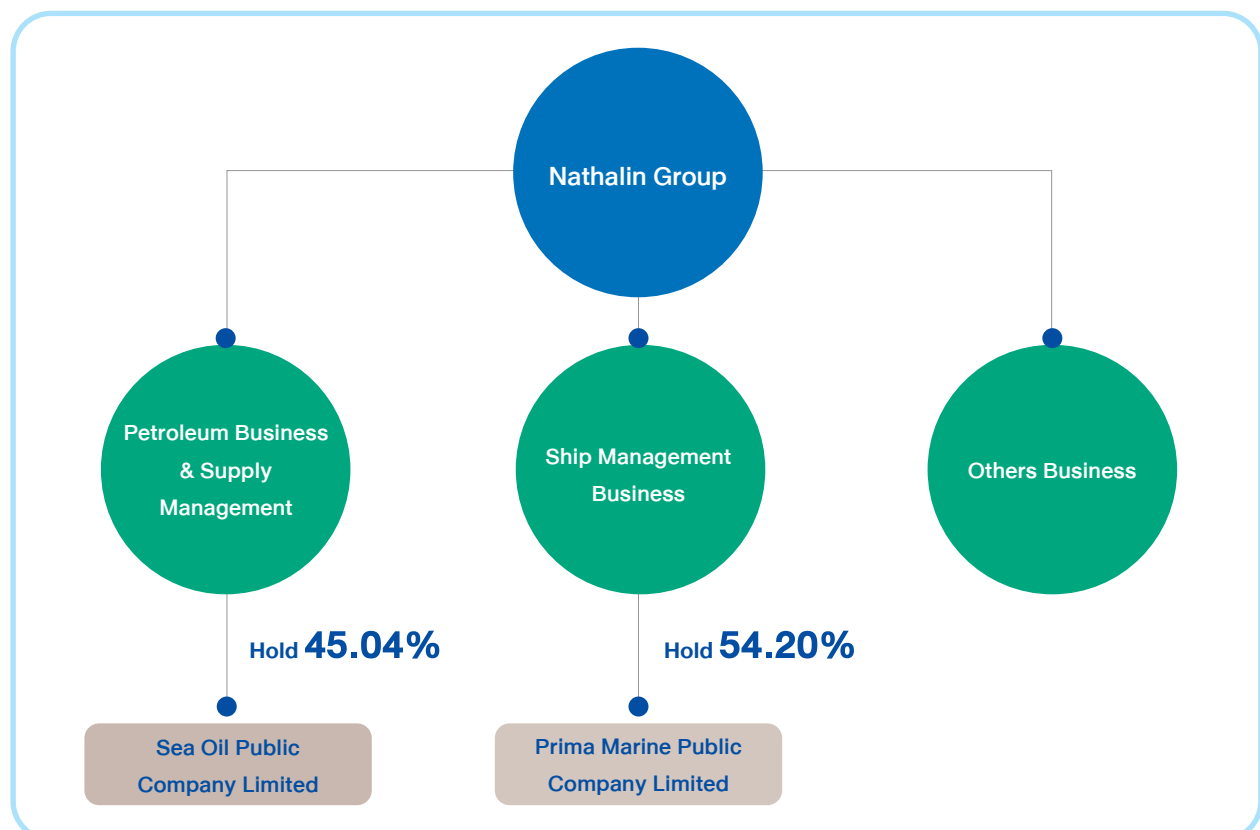
1.3.3 Relationship with the Business Group of the Major Shareholders

Nathalin Company Limited is the Company's largest shareholder, owning 45.04 percent of the Company's shares. The Company is one of Nathalin Company Limited's ("Nathalin") affiliates. The Nathalin Group's operations are focused on the oil transportation industry. For more than 30 years, the Nathalin Group has provided marine oil transportation services. The

Company is the only member of the Nathalin Group that engages in the fuel distribution business. Nathalin Company Limited has signed a non-competition agreement with the Company in order to confirm and certify that Nathalin Company Limited, whose business operations include persons who may have conflicts of interest and related persons of Nathalin Company Limited, according to the Notification of the Securities and Exchange Commission regarding the determination of definitions in the Notifications relating to the issuance and offering of securities, has the scope of business that is determined by its agreement not to conduct business with or acquire control of any companies that conducts business of a comparable character and/or nature to compete with the Company's current business.

The Company earns revenue by the sale of products and services to the Nathalin Group. The Company has a policy of setting prices for products sold to members of the Nathalin Group as well as for products sold to general customers.

The structure of Nathalin Group as of 31 December 2021 is shown in the diagram as follows:



1.3.4 Shareholders

(a) The following is a list of the Company's 10 largest shareholders as of 9 March 2021:

List of Shareholders	Shareholding Structure	
	Number of Shares	Percent
1. Nathalin Company Limited*	274,266,016	45.04
2. Panboonhom Group**	69,623,398	11.43
3. Mr. Apisit Rujikeatkamjorn	19,050,000	3.13
4. Mr. Thada Olaric	17,788,715	2.92
5. Mr. Seksan Sethasakol	16,526,790	2.71
6. Mr. Nopporn Luangtana-anan	8,330,611	1.37
7. Miss Wiorn Thongtang	6,815,703	1.12
8. Ms. Premruethai Netvijitranon	6,000,000	0.99
9. Miss Kingkamon Kasemwilas	5,969,590	0.98
10. Miss Charlinee Ketkaew	5,904,230	0.97

Remark * Nathalin Corporation Company Limited owns 9,999,991 shares of Nathalin Company Limited, representing 99.99 percent of the total shares sold and Mr. Cherdchoo Panboonhom owns 9,998 shares in Nathalin Corporation Company Limited, accounting for 99.98 percent of all shares sold.

** Panboonhom Group consists of Mr. Cherdchoo Panboonhom, Ms. Wilaisri Panboonhom and Ms. Neeracha Panboonhom.

(b) a major shareholder who, due to the circumstances, exerts significant influence over the formulation of management policies or the functioning of the Company.

Nathalin Company Limited, the Company's largest shareholder, appointed 3 directors: Mr. Prompong Chaisrisawatsuk, Mr. Suraphon Meesathien, and Ms. Neeracha Panboonhom.

1.4 Amount of Registered and Paid-up Capital

As of 31 December 2021, the Company had a registered capital of 649,509,110 Baht, split into 649,509,110 ordinary shares with a par value of 1 Baht per share, and a paid-up capital of 649,507,473 Baht, divided into 649,507,473 ordinary shares with a par value of 1 Baht per share.

1.6 Dividend Payment Policy

The Company's dividend payment policy is to pay a minimum of 30% of net profit after corporate income tax and all other types of reserves, as required by law and as specified in the Company's Articles of Association. The Board of Directors has the authority to approve dividend payments based on a variety of factors that benefit shareholders, including reserves for debt repayment, loans, investment plans for business expansion, and the need to support the Company's cash flow in the event of market conditions changing. Except for the payment of interim dividends, the Board of Directors' resolution on the matter must be approved by the shareholders' meeting. The Board of Directors has the authority to approve the payment of interim dividends and report to the shareholders' meeting in the next meeting.

1.5 Issuance of other securities (None)

2. RISK MANAGEMENT

2.1 RISK MANAGEMENT POLICY AND PLAN

The Company recognized the importance of corporate risk management constituting one of integral parts of the good corporate governance and crucial foundation for facilitating the Management's effective performance, achieving the corporate goals, and driving its organization to sustainably grow.

The Board formulated the risk management policy and framework for all relevant risks covering corporate risk factors, whether in organizational or operational level, by considering the occurrence probability and impact severity, introducing preventive measures and mitigating potential risks, implementing reporting systems and monitoring processes and evaluating the outcomes on a regular basis, to assure that the compliance structure, duties, and responsibilities are suitable and effectively support the risk management process, as well as promoting the risk management in all organization levels in a continuous and satisfactory manner, and meeting international standards for the purpose to foster the sustainable culture of sustainable risk management.

In this regard, the Board assigned the Audit Committee to verify and monitor the risk management to be suitable and effective, and report the risks which might affect any business plan or organization strategy for the Board's acknowledgement. The Board appointed the Risk Management Committees having the President and Chief Executive Officer acting as the chairperson, and the executives of each department and advisors acting as the working group, assuming the following duties:

- 1) Establish and review the risk management framework and structure, criteria of acceptable risks, criteria for risk evaluation, and risk management processes in compliance with international standards, corporate strategies, and variable circumstances, and present the same to the Risk Management Committees.
- 2) Consider and identify the risk factors which might affect the Company's operation, evaluate impacts from these risk factors, and consider and assure the appropriateness and effectiveness of risk management plans.
- 3) Monitor the progress of the risk management required to be reported by the risk owner's division, to mutually consider and ensure appropriate and effective risk management achieving any acceptable risk level in compliance with the risk management policy, and report on acceptable risk in line with the Risk Management Committees for their acknowledgement on a quarterly basis.

Thanks to the coronavirus disease (COVID-19) outbreak affecting economic conditions all over the world, and affecting industry sector whether tourism, shipment, transport, consumption, export, change in business environment, fluctuation of oil price in global market, new risk factors incurring from technologies of the digital era, the Company was required to modify its business operation strategies for the purpose to be ready for coping with variable circumstances, whether in operation, investment, human resource management to be ready and adaptable to the changing situation and technologies, active risk

management models to be ready for possible and unexpected events, as well as consider various risks for implementing preventive measure and conducting risk management to be line with the corporate strategies and goals for ensuring business continuity and mitigating impacts on all stakeholders throughout the supply chain.

2.2 OPERATIONAL RISK FACTORS

2.2.1 Existing and Emerging Operational Risks

• Strategic Risk

(1) Risk from Business Operation and Expansion

The Company consistently concentrated on development of opportunities to expand its investment in both domestic and foreign energy and petroleum business, including catering & supply management business for promoting its continuous long-term growth. Thanks to the change in business environment, coronavirus disease (COVID-19) outbreak, oil price fluctuation in global market, worldwide climate change, and environment policy of the United Nations which might change the consumption behaviors, replacement of fossil fuel use which trended to decrease with other forms of energy, amendment of laws and regulations of the countries which the Company made investments and might incur investment risk regarding the existing business expansion since the new project might not be achieved according to the target determined. To mitigate effects of such risks, the Company modified its investment strategies to be various and studied the opportunities to expand its our business to potential and profitable new businesses in a long term, carried out the policy to invest in affiliated companies and associates, evaluated and analyzed several risks by determining acceptable risk threshold, appointed an investment management department to primarily conduct data analysis, hired professional advisor for conducting analyses and advising on the appropriateness of new investment projects for expansion of existing businesses whether fuel distribution and catering & supply management

service. The Company adapted its strategies for management, risk management throughout supply chain, cooperation with business partners and allies, supporting the participation of all stakeholders, procuring a variety of products and services, as well as environment friendly products, for responding to customers' demand and supporting the government environment policy, together with developing the personnel's potentials and readiness for long-term business expansion and stepping forward to business operation in the digital era under the changing circumstances.

(2) Risk from oil price fluctuation

Fluctuation in oil price is caused by several factors e.g., demand and supply of the market, oil reserve volume of each country, climate condition of each season and oil production policies of OPEC countries, etc. The oil price in global market is subject to continual fluctuation, whereas a significant decline of crude oil price might affect the investment projects in petroleum exploration and production business. The Company mutually with its joint ventures conducted the risk management in oil price, closely monitored oil price conditions by analyzing the effects of oil price level on the Company's revenue and profit, and sought for the guideline for managing its production costs and operating expenditures to achieve the highest effectiveness and to assure a safe oil production process, as well as modified its production plan to be appropriate to the oil price condition as much as applicable.

Fluctuation in oil price in global market might affect the Company's revenue from overall oil distribution, however, it exerts no significant impact on the Company's profit. Since the Company's pricing policy using Cost Plus Pricing Method, and the Company was classified as oil trader under Article 10 without inventory reserve, the Company exerted no direct impacts of oil price fluctuation.

(3) Risk from dependence on major oil supplier

The Company adopted a policy to purchase oil from major producer or trader for the purpose of the quality assurance and verification and gained trust from one of major distributor to be their distribution agent. Purchasing in a high volume saves the Company's cost and enable the distribution at a competitive price. Regardless, as distributions of some specific products e.g., Low Sulfur Fuel Oil (LSFO) or Aviation Fuel, etc., are required the purchase order from niche distributors and are subject to a risk from shortage, limited allotment in the event of insufficient productivity and production cessation for maintenance, the Company also made purchases from other oil producers and distributors. Before placing each purchase order, the daily sale prices from at least 2 oil products and distributors would be compared. The Company placed purchase orders by considering many factors e.g., type of goods, prices, and carriage distance of fuel transport to the destination as agreed with its customers.

Risk from change in innovation, technology, and cyber security

As the development of innovation and technology are drastically advancing, and many new technologies whether energy, financial, and marketing are invented, resulting in swiftly changeable environment of business operation which may affect the Company's business continuity, the Company realized the importance of these risks incurred from change in innovation and technology, thereby the Company prepared itself to cope with the advancing to the digital era, applied these innovations and technologies into the formulation of its organization strategy, modified its business operation pattern by applying these technologies in every operation process in order to achieve the highest efficiency, developed its operation system, database, invested in networks for ensuring information technology system security and complying with the laws, facilitated its human resource development to be ready for technological

changes, as well as studied in the investments in new technologies to advance its existing business operation and future investment projects.

Since the Company are engaging in its business by relying upon information technology systems to drive the Company to be prepared for any business strategy, while cyber threats are continuously advancing and its adverse effects are trended to be more severe for every organization with respect to the Company's credibility, confidence of customers and investors, or may also impact the business strategy, the Company thereby took into consideration and sought preventive measures against these risks. The Company's committees placed an importance on compliance with the information technology risk management. Awareness training of IT security relevant to the existing threats were provided to all committees, executives, and personnel on a regular basis. In this regard, the Company adopted IT system security policy, and guideline in proper and safe computer and internet use, developed system and program to monitor and manage any attacking threats, conducted testing and evaluation of defending systems on a regular basis, formulated the plan for countering any attacks or threats, by applying ISO 27001: Information Security Management System Standard including the requirement to implement access control, classification of confidentiality, maintenance of information integrity, data archival for enabling fast and accurate data recovery, maintenance of availability of information system for the purpose of business continuity.

Risk from Organization Capability

As change in technology, adaptation of business strategies for sustainable business growth, and development of human resource and operation are important for driving an organization to success, the Company thereby reviews and modifies organizational management structure to be line with the change in strategies, and procurement and selection process,

developed work operation by applying technology and innovation, created working environment which promotes personnel's flexibility, encouraged participation in creating new innovations for the Company, provided education and exchange of knowledge whether internally or by using outsourced instruction, as well as fostered organization culture to be aware of chances and risks affecting the Company's business for the purpose of sustainability in upcoming future

Financial Risk

(1) Risk from interest rate fluctuation

As the Company was granted with floating interest rate loans, increasing of interest rate will affect the Company's cost of these loans and profitability. However, most of the Company's loans are short-term and the Company adopted the risk management policy by increasing various financial tools for managing cost of interest rate to be suitable for business operation, specified the gross profit rate for goods distribution by referring to the Company's financial costs. Thereby, costs of interest are compensated with the gross profit of goods sale which will mitigate the impact of interest rate fluctuation on the Company.

(2) Risk from exchange rate

As change in exchange rate impacted, both directly and indirectly, on the Company's business achievement e.g., recognition of revenue, cost, and transaction conducted in foreign currency, the Company adopted the policy to make full Forward Contract with commercial banks, to mitigate the effect of exchange rate fluctuation which may impact the Company's business achievement.

(3) Risk from corporate liquidity

Having continuously expanded its investment, especially in petroleum and catering and service businesses, which cost the Company a considerable number of its fund and might affect its revolving fund and financial liquidity, the Company carefully and diligently planned and managed its investment, by

taking into consideration of the cash flow estimation on a regular basis, closely monitoring all of its liquidity ratios, for planning both short-term and long-term funding, as well as procuring various of appropriate financial tools for the Company's business operation.

Moreover, the Company always carries on its business with responsibility to all creditors and financial institutes by satisfying the terms and conditions of sale & purchase agreements, or loan agreements with unblemished and prompt payment history, resulting in the financial institutes to grant or expand the Company's high credit limit for business expansion or revolving fund. Consequently, the Company was granted with adequate credit limits from the financial institutes.

Operational Risk

(1) Risk from competitiveness and easy market entry of new entrepreneur

Regardless of a considerable number of existing entrepreneurs, the Company expands its business operation into the field of marine fuel distribution for serving domestic and overseas customers, thereby the Company encountered the high competitiveness, particularly, in a price war. Moreover, to carry on the marine fuel business requires no high investment in fixed assets, this business therefore was easy and open for new entrepreneurs. The key factors in carrying on marine fuel business were sale personnel's high expertise and knowledge in the products, A key factor to success in marine fuel business is knowledge of salesperson expertise in product, standard of prompt and complete delivery in accordance with customer requirements and development of international service standard. The Company realized the importance of its personnel which are deemed as its valuable resources for business operation, thereby the Company paid appropriate consideration and provide training to all personnel on a regular basis and developed their potential and create recognition on significant of continuous knowledge.

The company adopted the strategies to transform competitors into business alliances and seek cooperate in business development and create benefits for each other both in short and long term and enabling the Company's businesses to be adaptable and swiftly achieve its business goals.

(2) Risk from debt payment delinquency or delay

The Company implements the policy in fuel and lubricant oil sale by granting credit to its customers which incur the Company's risk in delayed debt settlement or debt delinquency. Thereby, the Company appointed its Credit Committees to consider and approve the credit limit and credit term for new customers by taking their business outcome and financial condition into consideration, as well as reviewed the credit limit granted on a regular basis, demanded the debt payment from customers in default, and suspended the sale if any customer faces any liquidity risk, and initiated the lawsuit respectively.

For the subsidiaries in overseas engaging in oil trading business, the credit risk from each customer would be prevented by considering each customer by credit analysis, credit rating, and reviewing their credit status on a regular basis, implemented ship arrest measure as prescribed by the international marine law by the competent court's order for the customers in default for exercising the claiming, and secured trade credit insurance from mitigate the risk of non-performance debt.

(3) Risk from employing limited number of carriers in marine oil transport

Under the applicable law, to transport up to 500 tons of fuel oil shall be performed by double hull ships occupied by a few freight business operators and was not enough for market demand. However, the Company tried its best to find additional freight business operators, to prevent such risk, including raising transporter selection standard to screen qualified transporter and examine the quality of the freight ship in service on every product delivery to assure the best quality of delivery to customer.

Safety, Security, Health, and Environment Risks (SSHE Risk)

The company is aware of the risk in safety, health and environment occurred from operation in business groups which may cause the Company to suffer loss, injury, illness and occupational diseases which will result in the disruption and adversely affect its business continuity as well as causing the impact on the community, society and environment such as the risk of accidents in workplace, risk of accident from water and inland transportation, hygienic risks from catering & services business, etc., the Company thereby specified the guidelines and operational standards to manage the risks of safety, health and environment as follows:

- Specify and announce the Quality, Safety, Occupational Health and Environment Policy, CSR Policy for encouraging all employees to realize the importance of operations in compliance to the policy and the Company's goals, by considering the possible impacts on all stakeholders.
- Established QSSHE department to manage all risks related to quality, safety, occupational health and environment and appoint Safety Committees for each operation site and working groups to be ready to respond to all emergency situations and cases.
- Define preventive measures and procedures of Oil Inspection in quantity and quality along with rehearsing the emergency plan to comply with the law & Regulations and guidelines for international standards Including related regulations.
- Produce standard manuals and operational procedures such as Quality, Safety, Health and Environment Manual according to GMP, HACCP and Food Safety hygiene Practice, ISO 9001: 2015.
- Specify the quality, security, safety, occupational and environment measures, and operation processes, examination of oil quality and quantity, as well as evaluating, analyzing of risks and impacts, and setting up controlling and

preventive measures, rehearsal of responding to all kinds of emergency cases in compliance with the applicable laws, regulations, guideline and international standards, which cover and include all kinds of possible operation risks.

- Provide training regarding safety, security, occupational health and environment protection e.g., QSSHE awareness training, defensive driving training, using of protective equipment, ISO 9001:2015 and ISO 14001, GMP, HACCP and Food Safety Hygiene for raising awareness of business operation in compliance to QSSHE standards and in line with the Company's policies and targets.
- Arrange activities for enhancing of security, safety, occupational health and environment, activities for energy preservation and supporting and recovery of natural ecosystem.
- Monitor, control, track down and measure the working condition and environment to be complied with the laws, regulations and standards, by measuring; light density in workplace, total dusts, loudness, noises, heat from working environment, and certifying electric system and equipment, sewage, and environmental pollution index.
- Implement waste management to prevent any impact on environment and community e.g., waster segregation, disposal, or sale to the licensed authority with standardized waste management system, provide waste and grease trap, analyze wastewater by certified agencies.
- Assign an inspector to ensure the oil delivery process is satisfactory for the standards both in quality and quantity with safety and measures, to prevent oil spills during transportation, to inspect the standard of shipping vessels, equipment, and rehearsals of management methods in case of an accident during delivery, for preventing of negative impacts on the community, environment, and all stakeholders.

- Communicating, raising consciousness, and providing defensive information for all employees' acknowledgement regarding health care, compliance with safety and security measure, using equipment to prevent the spread of germs and viruses, and screening out the risk according to the safety, security and occupational health measures before granting access to operation areas.
- Follow up on risk management results through various risk indicators and report the same for Management Review Meeting and the Audit Committees' acknowledgment.

Social and Community Risks

The Company realizes the importance of taking care of all stakeholders by taking into consideration of the social and community risks, such as human rights violations in supply chain, the impact of business operations on the community, society, and environment. The Company established a CSR working group for the organization to comply with the corporate social, community and environmental responsibility policy, and business ethics policy. The Company continuously supported and promoted the development and implementation of good corporate governance policy, cultivated a good consciousness in conducting business with social responsibility, honesty, transparency, and business ethics, ensured the strict legal compliance with rules and regulations related to the Company's business operations. The Company will not support any infringement of any intellectual property, copyright, will not tolerate all kind of corruptions. The Company gave the priority to basic human rights, fair practices, promoted respects for rights and freedoms with no discrimination, supported equality and violated no rights of any other person, paid respects to the right for the employees' freedom of expression without any intervention, and provided a communication channel for listening to opinions of stakeholders and a channel for making

complaints to the Company. The Company also adopted the policy for protecting the whistleblowers of any dishonest activities in the organization.

Compliance Risk

Compliance Risk occurred from the impact from changes in relevant laws, and regulations from both domestic and foreign governments in which the Company made oversea investments. Changes in regulations and policies may render the Company's failure or insufficiency to comply with such changes which will affect the Company's reputation and corporate image, to be adversely affect in financial condition, operation, competitiveness, and investment. The Company applied risk management measures by monitoring the amendment of laws, regulations and policies to be updated to the current situation and be prepared for these changes for analyzing and seeking suitable strategies, implemented good corporate governance policy, and business code of conduct, communicated with all employees for their acknowledgement and compliance, created organizational value for recognition of the signification of working with accountability to all interest persons whether to customers, business partners, communities and environment, monitored the changes in legal conditions by Compliance Department, and Risk Management Committee, and created a legal database and tracking changes process for all departments to work in full compliance with the laws, rules and regulations.

2.2.2 Investment risk of securities holders

Risk from the majority shareholder

As at December 31, 2021, there was a majority shareholder, Nathalin Company Limited and the persons under Article 258, holding 56.90% of the Company's paid-up shares. Thereby, as the Company's majority shareholder, Nathalin Company Limited holds the controlling power to make decisions for the Company in any cases required to

be decided favorable majority votes, except for the matters required, by laws or the Company's Articles of Association, to be resolved by not less than three-fourths of favorable votes at the general shareholders' meeting such as capital increase, capital decrease, partial or entire business transfer. Consequently, the other shareholders might face the risk of incapability to collect sufficient votes to exercise checks and balances over matters proposed by the majority shareholder for consideration at a shareholders' general meeting.

Moreover, the Company clearly defined the scope of authority of the Board, Audit Committees, Nomination and Remuneration Committees, and Executive Committees and measure against related transactions. If the Company is required to make any transaction with any person who may cause conflicts of interest, the Company shall strictly comply with the process for approval of related transactions and the conditions of the Securities and Exchange Commission, Capital Market Commission, and the Stock Exchange of Thailand. Any person who may have conflicts of interest shall not be entitled to cast any vote for such transaction. The Company also adopted the compliance policy to protect the rights of its minority shareholders, such as the disclosure of significant information to shareholders through various channels, allowing any minority shareholder to propose any agenda of the general shareholders' meeting and to nominate candidates for the Company's directors and providing shareholders with opportunity to freely address any questions at the meeting.

2.2.3 Risk from investment in foreign securities

- None -

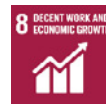
3. DRIVING BUSINESS FOR SUSTAINABILITY

3.1 Policies and Sustainability Management Goals

The Company is committed to developing according to management for business operational sustainability under good governance with responsibility towards society and the environment, considering all groups of stakeholders by doing business with caution, prudence, and business ethics, and creating balance throughout the business value chain in economic, social, and environmental aspects in order to create long-term value and by doing business with transparency under good corporate governance policy. Risk management and internal audits are part of every process within the organization in order to operate efficiently and build confidence in doing business for trading partners, customers, shareholders, investors, and all stakeholders, including participation in social development and natural resource conservation, to create a balance for stakeholders, which helps the organization develop and lead towards sustainability in the future in accordance with the vision and mission of the Company.

The Board of Directors and management have considered and reviewed significant issues affecting the organization's business operations and sustainability for the environmental, social, economic, and good corporate governance, as well as the various changes that have occurred in economic conditions due to internal and external factors, such as technology change, climate change, the governance structure for sustainability, etc. The Board of Directors has approved the vision, sustainability goals, and corporate mission in accordance with the current business environment to build confidence in all groups of stakeholders as well as to adjust business strategies to meet the expectations and satisfaction of customers to increase potential and competitiveness, prepare for environmental change, review and analyze stakeholders, support engagement throughout the business value chain, manage risks

affecting sustainability, develop personnel potential, communicate to create sustainable values and corporate culture, set indicators that can monitor and assess operational efficiency both in economic, social, and environmental terms, and report in accordance with the Global Reporting Initiative (GRI Standards). The Company has established policies and strategies for sustainable development in accordance with the Sustainable Development Goals (SDGs) of the United Nations as follows:



- **Creation of Economic Value by Delivering Quality Products and Services, and Continuous Investment for Business Growth.**



The Company conducts business in accordance with good governance, transparency, and ethics, be responsible for all groups of stakeholders, builds financial stability and good performance continuously, commits to improving quality and service standards, promotes the development of new innovations and technologies to meet the expectations and satisfaction of customers in order to increase competitiveness, builds good business partner relationships as well as supports the participation of all groups of stakeholders for effective business value chain management, and seeks investment opportunities to create value and business growth continuously.



- **Personnel development and participation in social responsibility**



The Company gives the importance on respecting human rights and equality, as well as human resource development in every process in order to drive the organization with maximum efficiency. The Company also promotes the development

of skills, knowledge, and abilities of employees, manages proper and fair welfare and compensation, creates work environment where is safe for employees' lives and properties, as well as participating in social responsibility in order to improve the quality of life both in terms of job creation and community economy, supports and promotes youth education which is an important foundation of society including anti-corruption.



• Conducting business with environmental responsibility



The Company gives the importance on operating business under environmental responsibility, focuses on management throughout the business process to prevent impacts on communities and the environment. The Company also promotes knowledge, creation of consciousness to employees at all levels in order to conserve natural resources, environmental protection, and efficient use of resources, as well as supporting and campaigning for product usage and various equipment which is friendly to environment.

Vision : “Towards leading organization in the energy business, service and procurement business domestically and internationally, for sustainable growth under good governance with responsibility towards society and the environment”

The business code of conduct is a standard that sets out the best practices for directors, executives, and employees in doing business under the framework of ethics, integrity, and honesty by adhering to the performance of duties and responsibilities to all groups of stakeholders equally and fairly, as well as respecting human rights and social responsibility for stable and sustainable growth. The important details are summarized as follows:

- Directors, executives, and employees focus on performing their duties with honesty, transparency, fairness, and accountability and conducting business with integrity under the framework of good corporate governance by adhering to the principles of good governance, code of conduct, and business ethics, as well as being responsible to society, the environment, and all stakeholders and maintaining the interests of the Company and its shareholders without taking any action that may cause damage to the Company. A conflict of interest prevention policy has been established to consider related transactions according to laws, regulations, and regulations of the Stock Exchange of Thailand.
- The Company promotes knowledge and creates awareness among employees at all levels about working with social responsibility in the conservation of natural resources and the environment, as well as using energy and resources cost-effectively and efficiently. The Company continuously develops environmental management systems to reduce the impact of climate change, such as reducing the use of paper, reusing materials that can still be used, and applying technology to various operations of the Company Group. As a result, the use of various resources is reduced, which helps reduce unnecessary waste. The Company has also launched a campaign and promoted the use of environmentally-friendly equipment and products.
- In terms of anti-corruption, directors, executives, and employees do not demand, accept, or agree to accept any benefit that is dishonest or not in the tradition of trading with trading partners and/or creditors, and do not engage in any behavior that shows the intention of corruption and conduct business strictly in accordance with the rules, regulations, and laws. The Company also establishes guidelines for gift-giving, entertainment expenses, charitable donations, or grants no action to promote or support the practice of avoiding or breaking the law in

accordance with the anti-corruption policy, as well as adhering to the policy of non-infringement of intellectual property and copyright and open channels for receiving complaints, suggestions, or whistleblowing of corruption related to illegal acts and business ethics.

In 2021, the Board of Directors monitored and supervised operations in accordance with sustainability goals and strategies. The policies were reviewed and updated to be in line with the current legal and environmental requirements, including organizing, training, and seminars to provide knowledge and understanding to directors, executives, and employees on corporate sustainability and sustainability risks to be considered for application in the organization. Various policies were revised to be in line with the sustainability strategy and goals as follows:

- Business continuity management policy: to assist management in emergency and crises in order to support business continuity and reduce the impact on all stakeholders by developing a preventive plan and preparing to manage various crisis.
- Policy formulation for sustainable development: to create long-term value and develop the organization toward sustainability in accordance with the Company's vision and mission, as well as to serve as a framework for sustainability management in accordance with international standards.
- Improvement of social and environmental responsibility policy: focusing on safety, quality of life, conservation of natural resources, cost-effective and efficient use of energy, participation in improving the quality of life, considering environmental impacts throughout the supply chain, and continuously developing environmental management systems, etc. for sustainable business operations.
- Improvement of information technology security management and security policies: determining measures to deal with cyber threats in the digital age's changing environment.
- Improve policy of quality, safety, occupational health, and work environment.
- Develop environmental protection, risk management planning, and increase transportation control measures to prevent environmental impacts Comply with ISO 14001 standard.

3.2 Managing impact on stakeholders in the business value chain

3.2.1 Business value chain

Marketing and Sales	Production and Raw Material Procurement	Transportation / Product Delivery and Service	Operation Support	After-Sales Service
Fuel Distribution Business				
- Cost Plus Margin pricing policy to set the price appropriately. - Communicating and providing accurate and complete information. - Sales personnel with expertise in the business who is able to provide accurate advice.	- Procurement of products that meet the needs of customers. - Procurement of products from reliable and quality manufacturers. - Procurement of diverse manufacturers without monopoly.	- Increase distribution channels in various ways both by car and by boat. - Evaluate the quality of delivery in every delivery trip. - Evaluate the quality and service of the subcontractor. - Increase distribution channels through dealers. - Control the delivery of goods to be on time.	- Control the quality of transportation to be safe, and establish measures to prevent impacts on the community and the environment. - Arrange to have an oil delivery controller or inspector to check the completeness of the quantity and quality of the products according to the orders. - Select quality carriers and vehicles, and have a vehicle condition check.	- Having channel for customers' suggestion and complaints. - Having customer satisfaction assessment. - Increasing payment channels to be more convenient and faster.

Marketing and Sales	Production and Raw Material Procurement	Transportation / Product Delivery and Service	Operation Support	After-Sales Service
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Catering Services and Supply Management

- Customers service both on land and at sea. - Personnel with experience and expertise in food service. - Food and service safety standards. - Organizational credibility. - Setting reasonable and fair price service.	- Selection of suppliers with standards. - Selection of distributors which support products produced by the community. - Selection of environmentally friendly products. - Hiring local staff to generate income for the community. - Selection of raw materials and quality products.	- Control the delivery of goods and services to customers on time. - Deliver safe and quality products and services. - Create nutritional values for the service recipients' health in the long term, such as improving healthy recipes and ingredients, varying menu arrangements, and adding a healthy menu for customers. - Provide nutrition information for each menu as an alternative.	- Control and check the quality of products and raw materials before packing and shipping to customers. - Control Cleanliness and safety in the workplace area. - Recruit and select service employee.	- Having customer satisfaction assessment. - Providing suggestions that are beneficial to the health of customers.
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Stakeholders from operating activities

Customers / Employees	Customers / Trading Partners / Employees / Communities	Customers / Trading Partners / Communities and Environment	Customers / Trading Partners / Employees / Social and Communities / Financial Institutions / Government Agencies	Customers / Employees
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3.2.2 Stakeholder analysis in the business value chain

The Company recognizes the importance of stakeholder participation throughout the business value chain which is a part of the social sustainability goals in promoting human rights by giving them the opportunity to express their opinions freely in order to analyze important issues for corporate sustainability development. The process of creating participation is as follows:

- 1) Analyze groups of stakeholders from direct and indirect business operations.
- 2) Analyze both positive and negative impacts and expectations of stakeholder groups.
- 3) Prioritize the impact from the risk assessment.
- 4) Provide communication channels to listen to suggestions or complaints from all groups of stakeholders, both internal and external.

For example, providing a service satisfaction assessment, receiving complaints through letters,

e-mails, or websites, organizing meetings with customers to listen to suggestions or service problems to improve more efficiency.

- 5) Assign the person responsible for dealing with important issues or complaints.
- 6) Follow up on performance to resolve issues happened.

In addition to creating the participation of external stakeholders, the Company also gives importance on the participation of stakeholders within the organization. This will result in cooperation between various departments at all levels of the organization which is an important factor of the organization's sustainable drive. For instance, the creation of working groups from representatives or executives within the organization to exchange ideas and diverse perspectives which will drive the implementation of the organization's strategy to be effective.

Summary of stakeholders' expectations that affect the organization's business operations.

Stakeholder Groups	Engagement Channel	Expectations or Issues of Interest	Guidelines for meeting expectations
Shareholders Investors	- Shareholders' meeting - Investor relations - Channels for receiving suggestions through the Company website.	- Business growth and long-term added value creation. - Good performance and regular dividend payment - Business transparency - Opportunity to exercise the rights	- Conduct business in accordance with good governance, transparent, and ethical. Be responsible for all groups of stakeholders. Build financial stability and good performance continuously. - Disclosure of information transparently in accordance with international standards. - Provide opportunities and encourage shareholders to participate in management and recommendations through the annual shareholders' meeting such as proposing an agenda, nominating a person to be appointed as a director, inquiring performance and channels to contact investor related to the Company and the Company's website.
Customers	- Attend meeting together - Service satisfaction assessment - Suggestion and complaint channel through the Company's website and email.	- Variety of product, quality, delivery on time, and accurate quantity - Fast service - Safety, occupational health, and environmental impact - Customer information Protection	- Diversify the products - Improve the quality and service standards, and promote the development of new innovations and technologies. - Privacy Policy and Information System Security Control Measures ISO 27001 - Service standards ISO 9001:2015 and ISO14001:2015 - GMP standard, HACCP and Food Safety hygiene Practice - Environmentally friendly transport processes
Trading partners and subcontractors	- Service assessment form - Suggestion and complaint channel through the Company's website and email - Activities to build trading partners' relationship	- Transparent and fair trading partners' selection - Controlling subcontractors to comply with the code of conduct, and being responsible to customers and service providers	- Respect for human rights, equality without discriminatory - Contain an efficient, transparent, and verifiable procurement system - Comply with the agreement - Communicate policies on quality, safety, occupational health and environment, and business ethics for business partners to acknowledge and practice together
Employees	- Attend meeting together - Suggestion and Complaint channels - Activities to build organizational relationship - Various working groups	- Fair remuneration and benefits - Safe working environment - Potential development - Career growth and development	- Establish human resource development policy, and suitable and fair compensation and benefits. Create a safe working environment for life and property - Respect for human rights and fair treatment of workers - Establish the Work From Home policy during the Covid-19 pandemic situation. Emphasizes the safety of employees' health as important. - QSSHE policy

Stakeholder Groups	Engagement Channel	Expectations or Issues of Interest	Guidelines for meeting expectations
Communities / Society, Environment, and Government Agency	- Local community's survey and question - The Company's channel for receiving complaints	- Environmental impact of operations caused by transportation and waste disposal - Business operation with morality - Complying with relevant laws and requirements - Climate change	- Conduct business with fairness according to business ethics. Responsible and consider the impact on stakeholders CSR policy and QSSHE policy ISO14001 : 2015 - Co-develop and be responsible to communities and society, and care for the environment such as improving the quality of life, job creation and community economy, support and promotion of youth education, etc. - Create awareness of environmental conservation, environmental protection, and efficient use of natural resources. - Support and campaign for the use of environmentally friendly products and equipment. - Anti-corruption - Participate in Care The Bear project which is carbon and paper use reduction campaign ISO14001 : 2015

3.3 Sustainability management in environmental dimensions

3.3.1 Environmental policies and practices

The Group considers the environmental impact that may occur from business operations throughout the supply chain by focusing on promoting knowledge and creating awareness among employees at all levels to conserve natural resources and protect the environment, as well as using energy and resources cost-effectively and efficiently, continuously developing environmental management systems to reduce the impact of climate change, such as reusing materials that can still be used and applying technology to various operations of the Group. As a result, the use of various resources and unnecessary waste are reduced. The Company has also launched a campaign and promoted the use of environmentally friendly materials, equipment, and products.

The Company has established policies on quality, safety, occupational health, and environmental protection by focusing on risk management to protect the environment and determining transport control measures to have safety standards that can prevent environmental impacts. The Company has procedures

for recruiting sea freight forwarders that are certified for hull and personnel, are in compliance with legal requirements, and strictly adhere to the law, as well as foster awareness of participation in social responsibility and the utilization of resources with the most value and benefit. From the direction of the organization's safety and environmental operations that have been defined, the management and employees of all departments realize and cooperate in creating good practice by focusing on compliance with environmental law requirements, customer requirements, and needs of all stakeholders, as well as compliance with international regulations, causing the Company to have a systematic operation and receive certification for the environmental management system (ISO 14001 : 2015) in the year of 2021

In addition, the Company has promoted knowledge and understanding of the policies of quality, safety, occupational health, and environment to contractors and subcontractors related to business operations, which will help environmental management to achieve the objectives and prescribed goals to reduce the impact on the community and the environment from the operation.

The environmental measurement results are in accordance with the specified values. No complaints from all stakeholders or relevant agencies are found. The requirements of the law have been complied with, whereas the ability has been upgraded to exceed the requirements of the law, such as environmental protection in every work process, from the procurement process of raw materials considering the product life cycle to the selection and control of contractors that meet standards without causing environmental problems, continuous training of employees to have knowledge and understanding, control of the transport process with regard to the surveillance of emergencies that affect the safety and the environment of the community, and control and management of waste in accordance with legal and international standards.

3.3.2 Environmental performance results

From the formulation of quality, safety, occupational health and environmental policies, and the environmental operation according to the international standard, the Company has set objectives and environmental goals, and also controls and follows up with operations on the following issues:

1) Energy Management

The Company has designated an energy and resource conservation project in 2021, which is defined as a measure to reduce energy consumption and various resources that may result in wasted energy consumption and other waste. The project has established control methods in various fields, including control of the use of electricity, control of the fuel consumption of cars and Company vehicles, control of water use, and control of the use of paper in the office. The overall results of the project implementation in the past year have achieved the objectives and reduced consumption of energy and resources as follows:

- Electricity: In 2021, the target was to use electricity not more than 24,500 units per month and not more than 294,000 units per year, in

which the Company was able to control the use of electricity according to the target, which used only 291,611.11 units of actual electric power, lower than the target by 2,388.89 units and was able to control to decrease from the year 2020 by 16,980.89 units.

- Water Energy: The target was to use water energy at no more than 7,000 liters per month and no more than 84,000 liters per year. Only 83,000 liters were practically used, lower than the goal by 1,000 liters.
- Fuel Consumption for Company Vehicles: The target was not more than 170 liters per month and not more than 2,040 liters per year. In the overall picture of the whole year, the consumption was able to be controlled as the target and decreased from 2020 by 215 liters.
- Office Paper Usage: The target was not more than 120 reams per year. The actual usage was lower than the target, which was only 52 reams, and decreased by 104 reams from 2020.

In addition, the Company also organized the Work Safety Week Project in 2021 with campaign activities to provide knowledge on energy management, waste separation, safe operation, and gameplay involving energy knowledge to enhance knowledge, understanding, and awareness of energy conservation for employees in the organization.

2) Water Management

The Company has an important work process that requires water, namely cleaning buildings, cleaning the preparation process of raw materials, and cleaning containers. Therefore, the Company attaches great importance to water management in terms of energy consumption control and water quality and monitoring the wastewater that will occur by requiring that there be rigorous planning of operations related to the use of water and using water to the maximum benefit, such as the classification of raw materials that can be washed together, planning for clearing areas, cleaning to reduce the use of water for flushing,

bringing water from the process to water the plants, planning for cleaning containers, etc. In 2021, a total of 83,000 liters of water were consumed, a decrease of 13,000 liters compared to the previous year.

In addition, the Company also attaches importance to quality control of tap water used by measuring and monitoring the total dissolved solids in tap water to control wastewater at the source. However, the results of the measurement in 2021 showed that the value did not exceed the standards prescribed by law.

3) Garbage, Waste, and Pollution Management

For waste from the Company's current operating activities, including general waste such as paper, cardboard, and plastic wrapping material for raw materials, wet/biodegradable waste such as vegetable and fruit scraps, recycle waste such as plastic water bottles, and hazardous waste such as paint cans, light bulbs, forklift engine oil, and used vegetable oil, which is waste from offshore processes and wastewater from onshore processes, the Company has set up regulations that are promulgated throughout the organization by considering the requirements of the law, the needs of the stakeholders, as well as related standards regarding waste separation control at the source, control of the use of resources that will cause waste, systematic waste management, and the use of reliable and licensed third-party services, which can be monitored as follows:

- **General Waste:** collected in blue trash cans and forwarded to the municipality for disposal/landfill, in which the Company follows up the collection of garbage and pays the monthly fees to the municipality properly.
- **Wet Waste:** collected in green trash cans, with a specification of the type of garbage on the bag, and forwarded to the municipality for disposal/landfill, in which the Company follows up the collection of garbage and pays the monthly fees to the municipality properly.
- **Recycle Waste:** collected in yellow bins and sold to buyers that have the license and license

tracking as well as continually visiting the site to inspect the waste disposal plant.

- **Hazardous Waste:** collected in red trash cans and sold to antique buyers that have the license and license tracking as well as continually visiting the site to inspect the waste disposal plant.
- **Used vegetable oil:** sold to agencies/community groups in the licensed business of producing biodiesel or having clear evidence that the used vegetable oil is actually utilized or processed without causing any new problems to the environment.

For the waste water, the Company has a preliminary wastewater treatment system before releasing it into public waterways, namely a waste/grease trap to trap sediment, garbage, and fat to prevent natural water becoming bad. Wastewater pH conditions are monitored once a month, whereas the wastewater is measured in an external laboratory once a year according to the standards announced by the Ministry of Natural Resources and Environment.

4) Preparedness and Response to Emergencies

The Company has a risk assessment for both safety and the environment and attaches great importance to emergencies that may happen. The roles and duties of executives and employees in each area are defined to perform surveillance, respond, suppress, and solve problems in case of emergencies in a timely manner. In addition, the Company has established an emergency plan, with regular drills for understanding the suppression process. For the emergencies that the Company sees as events that have already resulted in both safety and environmental impacts, the Company has set up an emergency plan to prepare for and monitor them as follows:

- **Fire Prevention and Suppression Plan:** Although the Company is a type of business that has the minimum risk of fire, the Company has already considered the possibilities and the severity. If the incident occurs, it will affect the welfare and safety of employees, damage the property,

building structures, goods, and raw materials, and cause pollution, which directly affects the environment. Therefore, the Company has provided a plan for the prevention and suppression of fire with annual rehearsals.

- **Transportation Contingency Plan:** Since the Company has a process of transporting goods by truck, including raw materials, dry food, chilled, frozen, and fuel oil, using public routes, the Company considers the safety and well-being of road users and the impact on the environment if a transportation emergency occurs. Therefore, it has established a journey management plan and a transportation emergency plan in the event of an accident or accident on the road.
- **Chemical Leak Contingency Plan:** The Company transports goods and products containing various types of cleaning chemicals and fuel. The Company believes that if an emergency situation involving a chemical leak happens, it will pollute the environment and the community. Therefore, a chemical leak emergency prevention and suppression plan has been established. SDS has been set up in areas where chemicals are used. Transport vehicles have storage and containers in case of a chemical leak. In addition, the Company continually conducts emergency drills.

5) Monitoring and Measuring of Working and Environmental Conditions

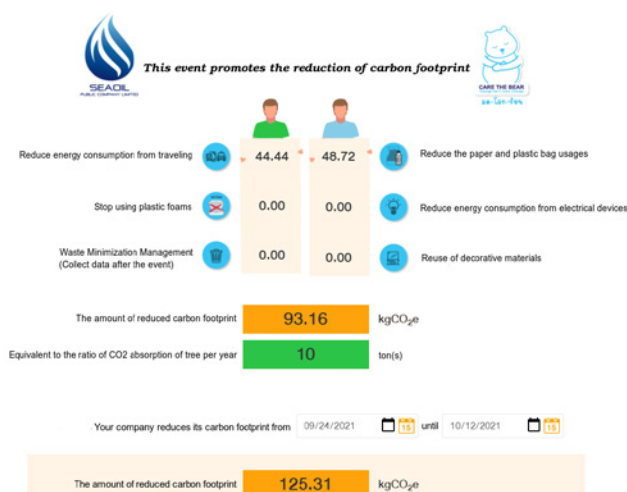
From the environmental problems assessment, environmental risk assessment, and hazard identification and risk assessment in safety, occupational health and working environment, although the results of the assessment were not significantly high, the Company pays attention to monitor and measure the working environment and environment in various issues that may cause an impact on the worker and the environment outside. Such as, measuring the intensity of light in the workplace area, measuring the noise level in the workplace area, measuring the heat value in the workplace area, measuring the total dust in the workplace area, measuring the total dust outside the Company area, measuring the noise level outside the Company area, measuring waste water according to

the standards announced by the Ministry of Natural Resources and Environment which is still within the overall standard.

6) Climate Change Management

The Company places importance to climate change, which affects the severity of natural disasters that occur in the economy and society, and the environment greatly. It is an urgent agenda for countries around the world to accelerate solutions to help drive global warming reduction by reducing greenhouse gas emissions from corporate activities. Therefore, the Company has joined the “Care The Bear” project of the Stock Exchange of Thailand to be part of environmental management in the campaign to adjust the behavior of people in the organization to reduce greenhouse gas emissions from various activities, such as electronic shareholder meetings (e-AGM), online meetings in the organization, webinars, and working from home, to reduce the carbon footprint of commuting vehicles. The project’s guidelines regarding the reduction of the use of paper and foam, the use of environmentally friendly products, and the reduction of energy consumption were applied to the organization. The principle of greenhouse gas reduction calculation is in accordance with the Greenhouse Gas Management Organization standard, (public organization) by using the principle of 6 Cares, aiming to change the dimension of consumers to help reduce global warming consistent with Sustainable Development Goals (SDGs), Article 13: “Climate Action”.





The Company has just started participating in the Care The Bear Project in September 2021 and has communicated information about the project, organized training on the environment and global warming for employees in the organization to be acknowledged and aware of its importance. Currently, the Company is in the process of collecting data on various activities to support greenhouse gas reduction projects throughout the supply chain for further verification and assessment of the organization's carbon footprint.

7) Environmentally Friendly Transportation Process and Environmental Conservation Awareness Creation

The Company's carriers will have a plan to deliver fuel products by marine to ensure the preparation of oil transportation by adhering to the Navigation in the Thai Waters act on the marine pollution control. The Company has an inspector to supervise the delivery from the beginning to the final destination

and control the transportation operated by the carrier to be in accordance with the correct standards in terms of safety of life and the environment. In the case of an emergency, there are international standard procedures, such as the marine oil spill. The carrier will have to deploy buoys (Boom Oil) to prevent oil from leaking to certain extent. The oil spills in the sea will be removed until they can ensure that there will be absolutely no pollution released into the environment.

In 2020-2021, the Company's business has no emergency concerning the oil spill in the sea during the transportation.

8) Oil Samples and Containers Disposal Activities

The Company has established a practice for systematic oil disposal and has selected a high-standard oil disposal service provider to prevent the future potential to pollute the environment. The plastic bottles will be recycled using the correct methods as according to the industry standards and does not increase the amount of waste to destroy the environment. The Company's operation will consider the stakeholders and the environment as the main priority.

3.4 Sustainability Management in the Social Dimension

3.4.1 Policy and Social Practices

The Company places great emphasis on respecting human rights and equality. The Company also recognizes the importance of systematic human resource development in order to drive the organization forward with maximum efficiency, encourage employees to develop their skill, knowledge, and abilities with proper welfare and fair compensation, create a work environment that is safe for the lives of employees and properties, as well as taking part in social responsibility by improving the quality of life through employment and community economic development. This includes providing support and promote youth education, which creates an important foundation of society, including anti-corruption.

In 2021, the Company is committed operate with ethics and fair, in compliance with the law and rules related to the Company's business operations, as well as refrain from taking any action that promotes or encourages unlawful practices or circumvents the law. This includes refrain from providing the support on any actions that appear to infringe on intellectual property or copyright, infringement of personal information and against all forms of corruption, as well as a fair worker treatment and respect the human rights. Therefore, various policies have been established as a framework for fair business operations, such as the conflict of interest policy, measures to prevent the use of inside information that has not been disclosed to the public for personal gain, business conduct policies, anti-corruption policy, human resources and personnel development policy, social and environmental responsibility policy and privacy policies and social media policy, etc.

3.4.2 Social Performance

• Respect for Human Rights and Fair Treatment of Workers

The Company places great emphasis on labor and the promotion of the systematic human resource development in order to drive the organization forward with maximum efficiency, focuses and promotes employees' knowledge and skills development with proper welfare and fair compensation, creates a safe working environment for the life and property of employees. The Company has established policies on quality, safety, occupational health and environment to have a work system that focuses on safety and hygiene at the workplace, which is basic human rights.

The Company has prepared a statistics report on accidents at work for the year 2021. The report finds no work accidents within the organization that require first aid case, medical treatment case or lost work day case. In 2019 – 2021, the Company had zero incident.

Occupational Injury and Illness Incidence Rate is Zero

Occupational Injury and Illness Incidence Rate	2019	2020	2021	Target
LTIFR	Employee	0	0	0
	Contractor	0	0	0
TRIR	Employee	0	0	0
	Contractor	0	0	0
TROIR	Employee	0	0	0
	Contractor	0	0	0

The Development of Personnel Management

The Company recognizes the importance on the development of knowledge, abilities and potential of all personnel of the organization. The human resource and personnel development policy has been formulated, including the development of skills necessary to perform the job, leadership development, preparation of training plans, coaching and educational support.

In 2021, the Company dealt with the COVID-19 pandemic which has continued from 2020 by considering employees' safety and hygiene as first priority. Work From Home measures have been established so that employees can work effectively using the policy of the top management to optimize the use of technology. One of the approach is to increase the channel for document approval from executives by using e-signature to apply in the operations for convenience, promptness and increase operational efficiency.

Provide employees with health benefit. The Company provides COVID-19 insurance for all employees, which is an additional health insurance for specific diseases in order to protect employees if they become infected with COVID-19, they will be well taken care of. The preventive measures has been determined by providing antigen test kits (ATK) for employees to perform an initial self-examination at least twice a month or as needed for the employee at risk to prevent the spreading as part of the operations of corporate social responsibility.

The Company provides welfare to employees and their families, such as social security, compensation fund and provident fund contributions to employees. This also includes providing scholarships to children of employees with good grades which is an educational support for youth, giving employees the right to have health insurance for their husbands, wives, and children with group insurance. This is another way to increase health coverage for employees' families and reduce expenses for the Company's employees.

There is also an annual health check-up benefit for all employees.

The Company is recruiting and hiring employees to support the business expansion, as well as determining the appropriate welfare and fair compensation structure which is competitive to the market in order to have qualified personnel with knowledge, abilities, and experience to drive the organization for a continuous growth.

The Company encourages employees to express their opinions or propose guidelines for organizational development by providing a box for comments, suggestions, and complaints within the Company and encourages employees to apply their skills, knowledge, and abilities to work for maximum efficiency and effectiveness.

However, the Company has not had any labor disputes in the past 3 years.

Average number of training hours per person
Full-time employees

Year 2020, the number of training hours
per person is 14.50 hours per person.

Year 2021, the number of training hours
per person is 28.77 hours per person.

The cost of personnel development in 2021 is



• Anti-corruption

In 2021, the Board of Directors acknowledged the Anti-Corruption Policy Compliance Monitor Report from the Audit Committee every quarter, which there were no complaints regarding corruption in the Company. In addition, the Company has adhered to the guidelines to prevent the risk of corruption in various activities as strictly defined, such as reimbursement of certification fees, donations and sponsorships. This also includes

the policies that are communicated along with the training to provide knowledge on practical guidelines to executives, employees, and related parties for acknowledgement and adherence to anti-corruption practices. The examples are, asking for cooperation from customers and trading partners to refrain from receiving any gifts or benefits during any festivals or customs. In this regard, the Company has reviewed the business risk assessment and operating procedures that create opportunities for fraud in various forms and impose penalties on those who violate the Company's policies and regulations.



The Company has provided channels for shareholders, investors, trading partners, customers, communities, employees, or all stakeholders to express their opinions, make suggestions, as well as make complaints and the whistleblowing of corruption by the Board of Directors, executives, and employees of the Company in a variety of channels via telephone, mail, e-mail, website, etc. According to the anti-corruption policy, the Company has measures to maintain confidentiality and protect the personal information of the complainants. There is a procedure in place for bringing such complaints to the attention of the Chairman of the Board of Directors. The Chairman of the Audit Committee or the Chairman of the Corporate Governance Committee will continue to consider, investigate, and issue disciplinary or legal measures against persons who are dishonest or commit offenses, and will either notify the complainant of the outcome of the consideration, or report the progress to the complainant until the process is completed. Anti-corruption measures is a mechanism that will build confidence in the organization to conduct business with transparency, fairness, and accountability.

The Company places great emphasis on basic human rights, respects the rights and freedoms through non-discrimination action, promotes equality without infringing on the rights of others as well as respect employees' right to express their opinions. This includes the freedom to express opinions without interference. The Company provides communication channels to for the stakeholders to express their opinions freely.

• Community Employment and Economics Support

The Company has been selected as a catering and service provider for both onshore and offshore oil rigs. Therefore, the Company has hired at least 200 additional employees, which includes skilled workers. Most of the employees are local people in the areas where the Company operates, such as at Lan Krabue District, Kamphaeng Phet Province, which employs labor in the area. The Company has purchased ingredients, fruits, and agricultural products from the community, which is considered as a community economics support during the COVID-19 pandemic.

• Responsibility Towards Customers and Consumers

The Company focuses on creating customer satisfaction as well as building good relationships and creating added value for customers. The Company has a policy to control lost goods and transportation to ensure quality, control of product quantity during transportation and maintain service standards as the main priority in order to achieve the maximum customer satisfaction.

The Company has added additional standards to control the marine and car transportation by assigning inspectors to supervise the delivery of oil from the depot to the final location for the customers to be confident and receive the correct amount of oil with quality, which is the Company's responsibility towards the consumers as according to the principle of the business operation with social responsibility. The Company received the Best Practice Award for the quality standard of logistics business management from the Department of Business Development,

Ministry of Commerce. The Company operates the delivery under safety and in accordance with oil transportation standards, in which the Company recognizes the responsibility to the customers. Therefore, the customer satisfaction assessment has been conducted twice a year. The oil distribution business has a total satisfaction average of 97.74%.

The customer satisfaction assessment will consider the ordering system, shipping standards and document system standards. The evaluation results obtained will be used by the Company to develop and improve the work system under the quality management system ISO 9001: 2015. The Company operates in accordance with the requirements, which consider the development of service as the main priority. The complaints are managed and developed to be in line with the Company's policy as well.

For catering and service, the Company provides services in accordance with international standard ISO 14001: 2015 which focuses on quality control, cleanliness, occupational health, and safety. As a result the Company is gaining acceptance and confidence from the customers regarding safety, security, occupational health, and environmental protection from customers as well. In 2021, the Company provides catering services to all customers in 4 projects with zero incidents, including no accidents at work, illness or food poisoning that occurs to service personnel or customers' personnel. The average customer satisfaction assessment results in 2021 was 95.30%.

2021 Customer Satisfaction Assessment Result
Customers of oil distribution business is at 97.74%

2021 Customer Satisfaction Assessment Result
Customers of catering and services is at 95.30%

Activities and Projects for Society and Environment of Sea Oil Public Company Limited in 2021

- The Company donated money and medical equipment to Sanam Hospital, Lan Krabue District, on 21 July 2021, which is located at His Majesty the King's 80th Birthday Anniversary building in Lan Krabue Sub-district Municipality, Lan Krabue District, Kamphaeng Phet Province to establish the field hospital for the district to help patients infected with the coronavirus 2019 (COVID-19).



- Sea Oil Public Company Limited organized an activity to provide money to support the Songkhla Provincial Labor Protection and Welfare Office on 1 May 2021, "National Labor Day" in Songkhla Province to purchase face masks, hand sanitizers, and equipment for various field hospitals, temples, mosques, or businesses to prevent the spread of the coronavirus 2019 (COVID-19).



- Sirindhorn by Sea Oil Public Company Limited donated contributions to the Srinakarin Day Fund under the Royal Patronage of Her Royal Highness

Princess Maha Chakri on 18 July 2021 at Khon Kaen Province to honor and express gratitude to Her Royal Highness Princess Maha Chakri Sirindhorn and help patients with low-income in Srinagarind Hospital.



- Activity “Sea Oil joined together to enhance safety and foster Buddhism

On 15 December 2021, at Khao Noi Temple, Sathing Mo Sub-district, Singhanakhon District, Songkhla Province, the Company had donated fire extinguishers. The objective is to promote and support the temple to be aware of the fire prevention and with the presence of fire extinguishers at the risky points around the temple area, the fire can be prevented in a timely manner.



- Fire fighting and fire drill training on 14 December 2021



- Safety Week 2021 Project (Safety at Work Week, Sea Oil Public Company Limited)



- Safety Talk and Site Tour Project



- First aid training



- Toolbox Talk and Jobs safety analysis meeting



- inspection and spraying COVID-19 disinfectant both indoor and outdoor of office spaces



- Hygiene Inspection - S1 project



- Waste separation project, Inspection Songkhla Province



- Care The Bear Project to become a part of environmental management and global warming reduction

Care the Bear Members



Projects



Activities



Project Media



Edit Profile

SEA OIL PUBLIC COMPANY LIMITED

The MR meeting No. 2/2021
October 12, 2021



SEA OIL MR Meeting #2/2021
Date: October 12, 2021
Time: 13.00-15.00 hrs.
Online meeting via the Microsoft Team program.

This meeting is to review internal and external changes related to the quality management system and satisfaction of customers and stakeholders in order to operate in accordance with the quality objectives.



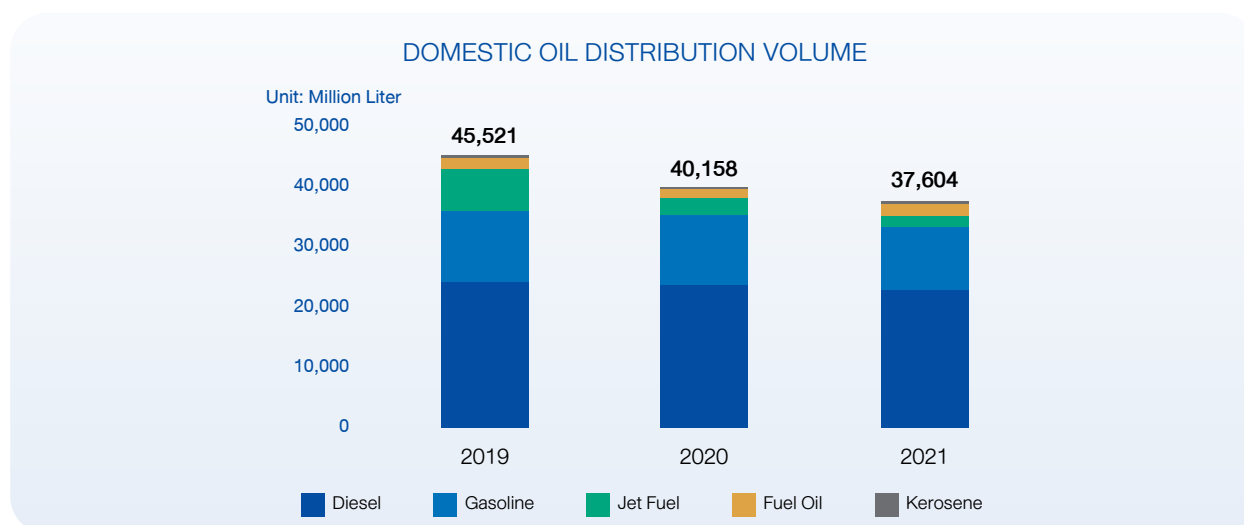
4. MANAGEMENT DISCUSSION AND ANALYSIS: MD&A

EXECUTIVE SUMMARY

In 2021, overall condition of Thai Economic showed a slight expansion comparing to drastic economic shrinkage in 2020 resulting from the coronavirus disease (COVID-19) outbreak. In 2021, the value of goods export, private consumption and investment increased due to a support from the recovery of world economic condition and easing of lockdown measures whether in Thailand or worldwide, since the COVID-19 prevention and control became more effective. The expansion of accommodation and food service, and carriage remained decreasing comparing to the year then ended. However, the Office of the National Economic and Society Development projected that Thailand economic in 2021 trended to continuously recover driven by the crucial supporting factors; the increasing of domestic demand, recovery in tourism and service sector, expansion in export due to world economic and trade expansion, unless there is any limitations or other risks which may affect the economic recovery in 2022. The crude oil price condition in global market persistently fluctuated, particularly in the fourth quarter of 2021. The global crude oil price continuously increased resulting in 70 USD per barrel average Brent oil price in 2021,

increased by 75% comparing to 2020; in line with increasing demand in the global market caused by easing of lockdown measures, world economic recovery as well as production control policy of OPEC and their allies to maintain the balance between crude oil demand and supply in global market. Increasing of oil price in global market in 2021 benefitted the Company whether in part of revenue from overall fuel distribution, and investment in the Company's petroleum exploration and production. Nonetheless, the Company had closely monitored the conditions of oil market price to enhance its operation. Based on the information from the Department of Energy Business, the overall fuel distribution volume in Thailand during 2019 – 2021 continuously decreased due to the impacts from COVID-19 outbreak and travelling limitation measure. The Company forecast that the oil consumption in 2022 will increase in the same direction to recovery of the world economic condition, providing the greater number of economic activities, from the government stimulus measure, investment expansion, and easing of travelling limitation both domestic and international.

National fuel distribution overview from 2019 – 2021 are shown in the following graph (Source: Department of Energy Business)



IMPORTANT EVENTS AND OPERATION SUMMARY FOR 2021

In 2021, the Company continuously encountered challenges from variable business circumstances created by the COVID-19 outbreak. Despite of easing in control measure in several regions and more effective disease control, the Company modified its management strategy to cope with uncertain situations for assuring its business continuity by appointing committees for Business Continuity Plan (BCP Committee), managing COVID-19 crisis, implementing work from home and flexible working hour policy, focusing on personnel health and safety, providing RT-PCR screening process facilitated by hospital officers for all employees, supporting COVID-19 examination (Antigen Test Kit) for all employees and visitors who needed to visit the Company's office, preparing all equipment and technological system to be applied in daily operation for achieving the highest efficiency and promptness, allowing working at any places, managing supply chain whether for customers, contractors, carriers and etc., formulating preventive measures to be strictly complied regarding safety, health and possible impacts, as well as supporting and providing devices for patients in neighboring communities, as shown details in Part 2: COVID-19 Crisis Management. Consequently, the Company's business operation on oil distribution and catering & service remained continuously operable.

The Company determined to drive its organization to achieve continuous growth under the sustainable management guidelines, by taking the impacts on all

interested parties into consideration, creating balance throughout business value chain whether in the dimensions of economic, society, and environment, and creating long-term value. In 2021, the Company expanded its fuel distribution to both Asia and Europe continents, as well as entered into additional service agreements for catering & service and provision supply to squadrons. The Company recognized the importance on business operation according to global level sustainability target, economic growth and creating balance to community and environment. Regarding management of sustainability in community and environment, the Company focused on risk management from prevention against possible adverse effects on operation process whether for the Company, carriers and contractors, adopted the standardized control measure for oil shipment for ensuring safety and prevention against effects on community and environment, founded energy and resource preservation, and waste and pollution management projects as well as prepared and responded to various emergencies. Consequently, the Company was certified for ISO 14001: 2015 Environment Management Standard in catering & services, the Company has applied the condition of climate change as one of the targets of organizational environment management. In 2021, the Company participated in Care the Bear Project together with the Stock Exchange of Thailand to be a part of environment management with respect to global warming campaign, and implemented core principles of such project to be used in organization level, as shown details in Part 1 Topic 3: Business Driving for Sustainability.

OPERATION OVERVIEW IN 2021

Consolidated Statement of Profit/Loss (Unit: Million Baht)	Consolidate Financial Statement		
	Y 2020	Y 2021	% Increase (Decrease)
Revenue from sale, service rendering and lease	5,274.97	11,340.34	114.98
Gross profit	195.11	251.01	28.65
Other incomes	21.85	13.78	(36.93)
Sale and management expenditures	(255.15)	(271.77)	6.51
(Loss) reversal of financial asset impairment	(8.71)	4.07	(146.70)
Profit from disposal of Cancelled Operations	60.73	-	(100.00)
Financial cost	(28.94)	(20.61)	(28.77)
Profit (Loss) share from joint venture	40.69	257.50	532.89
Net Profit (Loss) For the Period / Profit (Loss) For the Period from Continuing Operations	9.11	240.03	2,535.99
Net Profit (Loss) For the Period / Profit (Loss) For the Period from Cancelled Operations	22.43	-	(100.00)
Net Profit (Loss)	31.54	240.03	661.00
Net Profit (Loss) Attributable to:			
Owners' equity of the parent	18.45	230.95	1,152.00
Non-Controlling Interests	13.09	9.08	(30.65)

OPERATION OVERVIEW IN 2021 AS AT 31 DECEMBER 2021

From the Group's consolidated financial statement, the Company and its subsidiaries generated 240.03 million Baht net profit, increased by 208.49 million Baht or 661.00% comparing to the year then ended, consisting of 230.95 million Baht net profit in part of owners' equity of the parent and 9.08 million Baht non-controlling interests. The increasing of total net profit inured from:

PROFIT SHARE FROM JOINT VENTURE

The Company and its subsidiaries realized 257.50 million Baht profit share from Pan Orient Energy (Siam) Limited Joint Venture, increased by 216.81 million Baht or 532.89% comparing to the year then ended, due to the significant increase in production volume and crude oil price in global market comparing to the year then ended, causing the revenue from oil production and distribution to increase.

Average Brent crude oil price in 2021 was 70 USD per barrel, increased by 75% comparing to 2020 with 40 USD per barrel average price, nonetheless, comparing to the year then ended the overall volume of production and sale also increased.

From the evaluation report on crude oil reserves for Thailand on-shore Concession L53/48 as made by Sproule International Limited in Canada (Sproule). Sproule is an evaluator of crude oil reserves from all sources in L53/48 in Thailand as at 31 December 2021, using evaluation standards which are certified and subject to regulations of Securities Administrators National Instrument 51-101 – Standards of Disclosure for Oil and Gas Activities of Canada consecutively used in all annual evaluations, there was 4,625,000 barrels of 2P oil reserve (Proved Reserve and Probable Reserve), decreased by 3% comparing to 4,753,000 barrels of 2P oil reserve as at 31st December 2020. There was 1,018,000 barrels of crude oil production and distribution increased by 14% in 2021 equivalent

to 2,789 barrel per day productivity. The volume of 2P oil reserve increased by 890,000 barrels equivalent to 87.43% of reserve replacement ratio.

REVENUE

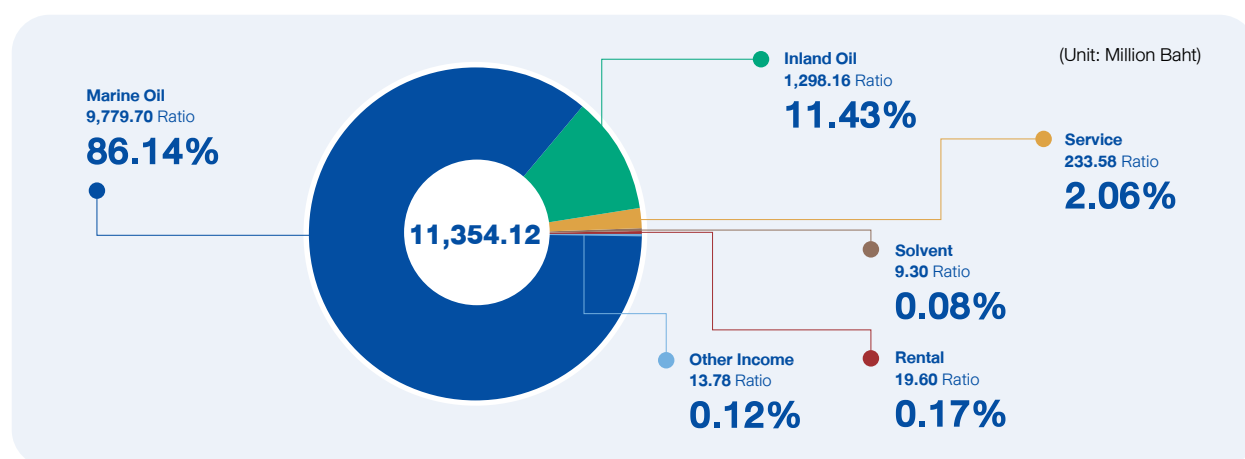
The Company and its subsidiaries generated 11,340.35 million Baht total revenues from sale, service rendering and lease, increased by 6,065.38 million Baht or 114.98% comparing to the year then ended, majorly inured from the increasing volume of oil distribution resulting from expansion of oil export

to overseas, and expansion of new market both in Asia and Europe continents, and the oil market price which was drastically increased comparing to the year then ended.

In addition, the Company generated the increasing revenue from catering & service, due to the Company had successfully concluded 2 additional service projects since July 2020, and 1 project since October 2021, and increasing revenue from provision service since January 2021.

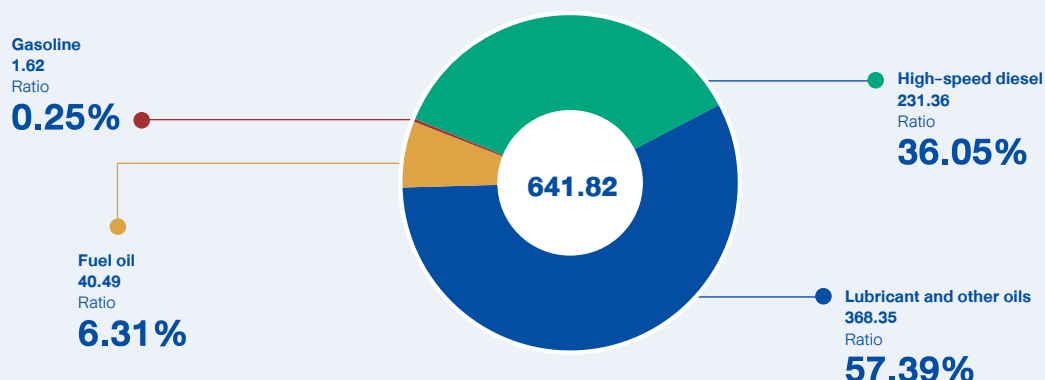
REVENUE STRUCTURE Unit: Million Baht)	Y 2020		Y 2021		Increase (Decrease)	
	Value	Percent	Value	Percent	Value	Percent
Revenue from oil distribution	5,141.42	97.07	11,077.86	97.57	5,936.44	115.46%
• Marine	4,240.03	80.05	9,779.70	86.14	5,539.67	130.65%
• Land	901.39	17.02	1,298.16	11.43	396.77	44.02%
Revenue from service rendering	120.46	2.27	233.58	2.06	113.12	93.91%
Revenue from solvent distribution	13.09	0.25	9.30	0.08	(3.79)	(28.95%)
Revenue from lease	-	-	19.60	0.17	19.60	100.00%
Other incomes	21.85	0.41	13.78	0.12	(8.07)	(36.93%)
Total	5,296.82	100.00	11,354.12	100.00	6,057.30	114.36%

2021 Income Structure



Oil Distribution Volume of each category in 2021

(Unit : Million Liter)



In 2021, the Company and its subsidiaries generated 11,077.86 million Baht revenue from oil distribution, increased by 115.46% comparing to 2020, inured from the increasing of oil distribution volume resulting from expansion of oil export market to overseas, expansion of new market both in Asia and Europe continents, and the drastic increasing of oil market price comparing to the year then ended.

Average oil sale price of the Company and its subsidiaries increased by 54.03% comparing to 2020. Nonetheless, the overall oil distribution volume continued to increase by 39.37% comparing to the year then ended, which mostly inured from expansion of oil export market to CLMV nations.

REVENUE FROM EACH CATEGORY OF OIL DISTRIBUTION

For the Group's revenue from each category of oil distribution, in 2021 the Company generated 4,386.85 million Baht revenue from high-speed diesel distribution, equivalent to 39.60% of the total revenue from oil distribution, with 231.36 million liters distribution volume in 2021, mostly inured from marine distribution to foreign customers.

In 2021, the Company generated 5,939.80 million Baht revenue from fuel oil distribution, equivalent to 53.62% of the total revenue from oil distribution, with 368.35 million liters distribution volume in 2021,

mostly inured from marine distribution to foreign customers, and freights.

In 2021, the Company generated 647.43 million Baht revenue from gasoline distribution, equivalent to 5.84% of the total revenue from oil distribution, with 40.49 million liters distribution volume in 2021, mostly inured from land distribution to foreign customers, especially for CLMV countries.

INCOME FOR CATERING AND SUPPLY MANAGEMENT

The Company generated revenue from catering and supply management provided for permanent staff on oil and gas drilling sites whether in land or marine, consisting of revenue from catering and housekeeping service for permanent staff on oil and gas drilling sites in the Gulf of Thailand, and other land or marine sites, catering service for the house of representatives, and provision supply for various squadrons.

In 2021, the Company generated 233.58 million Baht revenue from catering & supply management, increased by 93.91% comparing to 2020, inured from the Company's conclusion of 2 additional project contracts since July 2020, and 1 additional contract since October 2021, and earning of additional revenue from provision supply since January 2021.

REVENUE FROM SOLVENT PRODUCTION AND DISTRIBUTION

During the 1st and 2nd quarter of 2021, the Company generated 9.30 million Baht revenue from solvent production and distribution, equivalent to 0.08% of the total income. The solvent production and distribution can be divided as follows:

- Domestic oil distribution which was the white spirit distribution equivalent to 51.69% of the total products.
- External oil distribution which was the solvent and diesel by-product distribution from customers in neighboring countries e.g., Laos, Myanmar equivalent to 48.31% of the total products'

REVENUE FROM LEASE

19.60 million Baht revenue from leasing was inured from land, building, machines and equipment lease agreement concluded by between Seaoil Petrochemical Co., Ltd. and Natural Energy Refinery Holding Co., Ltd., which are subjected to the same regulation, for conducting business of palm oil refinery for 36 months lease term commencing from 1 June 2021 to 31 May 2024.

OTHER INCOMES

The Company and its subsidiaries generated 13.78 million Baht other incomes, decreased by 8.07 million Baht or 36.93% comparing to 2021, inured from interest income, penalty from breach of oil sale and purchase agreement, government subsidy regarding the impact from the COVID-19 outbreak and revenue from after sale service provision.

SALE AND SERVICE COST AND GROSS PROFIT

Sale cost consists of oil distribution cost, and solvent production, and distribution cost, while service cost inures from supply management service cost, lease cost from lease on land, machines and equipment. In 2021, the Company and its subsidiaries bore 10,820.68 million Baht oil, lubricant oil sale cost, and solvent production and distribution cost equivalent to 97.60 of the revenue from oil and solvent distribution, which generated 266.49 million Baht gross profit from

oil and solvent distribution to The Company and its subsidiaries in 2021, increased by 58.89 million Baht or 28.37% comparing to 2020, thanks to the significant increasing oil distribution volume and global oil market price.

In 2021, the Group's gross profit rate from oil and solvent distribution was 2.40%.

In 2021, the Company bore 252.62 million Baht catering & supply management cost equivalent to 108.15% of the total revenue from service rendering, and the Company generated (19.04) million Baht gross profit from service rendering, decreased by 52.52% comparing to 2020. This is due to the increasing service cost during the COVID situation in part of personnel, and preventive equipment, development of service standard to satisfy international standards, as well as various expenses incurred at the beginning of new projects.

GROSS PROFIT

The Company and its subsidiaries generated 251.01 million Baht gross profit, increased by 55.90 million Baht or 28.65% comparing to the year then ended, due to the increasing volume of oil distribution caused by expansion of oil export market to overseas, expansion of new markets whether in Asia and Europe continents and drastic increase of oil market price. However, the Group's gross profit ratio decreased due to higher competition either in existing markets or entering in new markets, as well as drastic increasing of catering & services business cost whether in part of raw material supply, preventive equipment, and personnel cost due to the COVID-19 outbreak.

EXPENDITURE

The Company and its subsidiaries had 271.77 million Baht expenditure in sale and service rendering, increased by 16.62 million Baht or 6.51% comparing to the year then ended, due to the increasing of goods carriage cost, and sale personnel cost, resulting from expansion in domestic and foreign markets.

FINANCIAL COST

In 2021, the Company and its subsidiaries had 20.61 million Baht financial cost, decreased by 8.33 million Baht or 28.77% comparing to the year then ended, due to the debenture and loan repayment to financial institutes of the Company resulting in the decreasing of financial cost.

CORPORATE INCOME TAX

In 2021, the Company and its subsidiaries had 6.00 million Baht corporate income tax, decreased by 12.23 million Baht or 67.09% comparing to 2020, inured from the decrease in subsidiaries' net profit.

STATEMENT OF FINANCIAL CONDITION AS AT 31 DECEMBER 2021

Statement of financial condition (Unit: million Baht)	Consolidate financial statement		
	Y 2020	Y 2021	% Increase (Decrease)
Current assets	757.05	1,740.82	129.95
Non-current assets	1,446.47	1,355.78	(6.27)
Total assets	2,203.52	3,096.60	40.53
Current liabilities	572.41	1,369.60	139.27
Non-current liabilities	210.44	49.72	(76.37)
Total liabilities	782.85	1,419.32	81.30
Total owners' equity	1,403.16	1,648.01	17.45
Non-controlling interest	17.51	29.27	67.21
Total shareholders' equity	1,420.67	1,677.28	18.06

ASSETS

The Company and its subsidiaries had 3,096.60 million Baht total assets, increased by 893.08 million Baht or 40.53% comparing to the end of 2020, due to the current assets, increased by 983.77 million Baht or 129.95%, resulting from the increasing of account receivables, other receivables and cash inure from the increasing sale volume whether in domestic or international, in line with the expansion of oil distribution business.

Most of the decreasing of non-current assets was due to the decreasing of investment in joint venture; investment value of joint venture was realized by equity method upon dividend payment.

LIABILITIES

The Company and its subsidiaries had 1,419.32 million Baht total liabilities, increased by 636.47 million Baht or 81.30% comparing to the end of 2020, due to the increasing of current liabilities incurred from the increasing of short-term loan from financial institutes

and increasing account payables in line with the growing business.

SHAREHOLDERS' EQUITY

The Company and its subsidiaries had 1,677.28 million Baht shareholders' equity consisting of 1,648.01 million Baht owners' equity of the parent and 29.27 million Baht non-controlling interests. The overall shareholders' equity increased from 2020 by 256.61 million Baht or 18.06%, due to 40.59 million Baht capital increase by issuance of ordinary shares for paying dividend and 264.48 million Baht total profit statement deducted by 48.46 million Baht dividend payment.

As at 31st December 2021, there were 649,509,110 registered ordinary shares, 1 Baht par value each, (as at the end of 2020, there was 608,915,628 shares, 1 Baht par value each), 649,507,473 ordinary shares were issued and paid-up (as at the end of 2020: 608,914,791 Baht).

STATEMENT OF CASH FLOW

Statement of cash flow For the accounting period ended on 31st December 2021 (Unit : Million Baht)	Consolidate financial statement	
	Y 2020	Y 2021
Net cash from (used in) operating activities	94.20	(61.69)
Net cash from (used in) investing activities	327.49	338.28
Net cash from (used in) financing activities	(520.31)	(47.53)
Net increase (decrease) of cash and cash equivalent	(98.62)	229.06
Cash and cash equivalent at the beginning of accounting period	198.09	101.32
Profit (loss) from exchange rate of cash or cash equivalent	1.85	9.74
Cash and cash equivalent at the end of accounting period	101.32	340.12

NET CASH FROM OPERATING ACTIVITIES

In 2021, the Company and its subsidiaries had 61.69 million Baht net cash from operating activities, decreasing from 2020, mostly due to the increasing of account receivables.

NET CASH FROM INVESTING ACTIVITIES

In 2021, the Company and its subsidiaries had 338.28 million Baht net cash from investing activities, mostly inured from dividend payment of POES joint venture.

NET CASH USED FOR FINANCING ACTIVITIES

In 2021, the Company and its subsidiaries used 47.53 million Baht for financing activities, mostly spent for loan repayment to financial institutes, interest payment, and dividend payment to shareholders.

For the statement of cash flow of the foregoing activities, the Company and its subsidiaries earned 238.80 million Baht net increase of cash and cash equivalent comparing the end of 2020. Consequently, the Company and its subsidiaries had, as at 31st December 2021, 340.12 million Baht cash and cash equivalent.

ECONOMIC TREND IN 2022

According to the data from the Office of the National Economic and Social Development Council (NESDC), despite of new COVID-19 outbreaks, Omicron Variant, Thai economic condition was projected to continuously recover due to the driving of expansion in domestic demand, the government's easing of outbreak controlling measures, and behavior

adaptation in public and business sectors to be more resilient and more protective against the outbreak. This recovery will be supported by the recovery of service provision sector, particularly, tourism and export industry. In case of no limitation or other risk factor from uncertainty of the COVID-19 outbreak and inflation caused by increasing energy price and consumption goods in global market, the Company forecasted that overall fuel oil demand will increase in line with the global and national economic expansion whether in transportation, tourism, and export sectors.

The Company adopts the policy to pay dividend for not less than 30% of the Company's net profit after corporate income tax and legal reserves as specified by law and the Company's articles of association. Nevertheless, dividend payments are made by taking various factors favorable to all shareholders e.g., financial condition, and future business investment plan into consideration.

FACTORS AND POTENTIAL INFLUENCES ON FUTURE OPERATION AND FINANCIAL STATUS

The key factors in oil price fluctuation consist of economic shrinkage in Asia Region, world economic condition, and COVID-19 outbreak which may affect the Company's overall income if the oil price drastically declines and oil demand either domestic or foreign decreases due to world economic condition. Nonetheless, the Company adopts a policy to determine sale price by Cost Plus Pricing Method to maintain the profit level. The Company realized the potential impact from the changing business

circumstance, adjusted our business operation strategy and working style in a suitable manner for such changing circumstance, managed supply-chain, and risks in several respects to cope with such changing circumstance, took all interested persons into consideration, as well as took part in society, community, and environment protections (as shown in the details on activities and projects in Part 1 Topic 3. Business Driving for Sustainability) for our nation to successfully overcome all crises and for our business's continuous and sustainable growth.

KEY FINANCIAL RATIO

Key financial ratio	Consolidated Financial Statement Ending on 31st December		
	2019	2020	2021
Liquidity ratio (time)	0.81	1.32	1.27
Acid-test ratio (time)	0.78	1.15	1.23
Account Receivable Turnover Ratio (time)	9.58	7.76	11.73
Average Collection Period (Day)	37.59	46.40	30.69
Gross profit ratio (percent)	2.97	3.70	2.21
Operating profit ratio (percent)	(0.48)	(1.30)	(0.15)
Net profit ratio (percent)	1.14	0.60	2.12
Return on shareholder ratio (percent)	4.44	1.32	15.14
Return on asset ratio (percent)	2.56	1.22	9.06
Debt to Equity ratio (time)	1.10	0.55	0.85
Net Debt to Equity ratio (time)	0.75	0.31	0.27
Interest coverage ration (time)	1.81	2.61	(2.99)

CALCULATION FORMULAR

Liquidity ratio	= Current assets / current liabilities
Acid-test ratio	= Cash + Short term investments + Current receivables, Notes receivables and Inventory) / Current liabilities
Account receivable turnover ratio	= Net credit sales / (Doubtful accounts + Notes receivables (average)
Average collection period	= 360 / Account Receivable Turnover Ratio
Gross profit ratio	= Gross profit / Net revenue from sale and service rendering
Operating profit ratio	= Operating profit / Net revenue from sale and service rendering
Net profit ratio	= Net profit / Total income
Return on shareholder ratio	= Net profit / Shareholders' Equity (average)
Return on asset ratio	= Net profit / Total assets (average)
Debt to equity ratio	= Total liabilities / Shareholders' Equity
Net debt to equity ratio	= (Total liabilities – Account payable) / Shareholders' Equity
Interest coverage ratio	= Operating cash flow + Operating interest payable + tax / Operating and investing interest payables

5. GENERAL INFORMATION AND OTHER IMPORTANT INFORMATION

General Information

Company Name	: Sea Oil Public Company Limited (“Company” or “SEOIL”)
Head Office	: 88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai, Bangna, Bangkok 10260, Thailand
Type of Business	: The Company conducts 2 core businesses as follows: 1. Supply of marine bunker fuel and lubricant products to both domestic and international shipping vessels and supply of fuel to in-land businesses i.e. industrial factories and other businesses like land transportation business and bus service business. 2. Supply management, catering and other services to vessels and oil & gas exploration business both offshore and onshore.
Registration Number	: 0107554000194
Telephone	: (+662) 398-9850, (+662) 398-9851
Facsimile	: (+662) 398-9852
Website	: www.seaoilthailand.com
Registered Capital	: 649,509,110 Baht, divided into 649,509,110 Ordinary Shares, 1 Baht each
Paid-up Capital	: 649,507,473 divided into 649,507,473 Ordinary Shares, 1 Baht each (As of December 31, 2021)

Reference

Securities Registrar	: Thailand Securities Depository Company Limited 93 The Stock Exchange of Thailand Building, Rachadapisek Road, Din Daeng, Bangkok 10400, Thailand Telephone: (+662) 009-9000 Fax: (+662) 009-9991
Auditor	: PricewaterhouseCoopers ABAS Ltd. By Ms. Sukhumaporn Wong-Ariyaporn Certified Auditor No, 4843 or Ms. Waraporn Woratitikul Certified Auditor No, 4474 or Mr. Vichien Khingmontri Certified Auditor No, 3977 15 th Floor, Bangkok City Tower, 179/74-80 South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120, Thailand Telephone: (+662) 286-9999, (+662) 344-1000 Fax: (+662) 286-5050

Other Significant Information

Sea Oil Public Company Limited has 9 direct subsidiaries, 1 indirect subsidiary and 1 Joint venture company as follows:

Company Name	: Sea Oil Energy Limited
Registration Date	: 15 October 2014
Head Office	: 27 Reid Street – 1 Floor Hamilton HM11, Bermuda
Type of Business	: Invest as Joint Ventures
Registered Capital	: 1 US Dollar, divided into 1 Ordinary Shares, 1 US Dollar each
Paid-up Capital	: 1 US Dollar, divided into 1 Ordinary Shares, 1 US Dollar each
Company Name	: Sea Oil Petroleum PTE. LTD.
Registration Date	: 22 April 2015
Head Office	: 7 Temasek Boulevard, Suntec Tower One #08-02/02A, Singapore 038987
Type of Business	: Marine fuel and lubricants supplier in Singapore
Registered Capital	: 5,400,000 US Dollars, divided into 1,000,000 Ordinary Shares, 1 US Dollar each and 4,400,000 Preferred Shares.
Paid-up Capital	: 5,400,000 US Dollars, divided into 1,000,000 Ordinary Shares, 1 US Dollar each and 4,400,000 Preferred Shares.
Company Name	: Energon PTE. LTD.
Registration Date	: 29 November 2019
Head Office	: 7 Temasek Boulevard, Suntec Tower One #08-02, Singapore 038987
Type of Business	: Investment in shares of companies or other legal entities
Registered Capital	: 1,000 US Dollars, divided into 1,000 Ordinary Shares, 1 US Dollar each
Paid-up Capital	: 1,000 US Dollars, divided into 1,000 Ordinary Shares, 1 US Dollar each
Company Name	: Seaoil Petrochemical Company Limited (Previously “Nakornchai Prakarn Chemical Company Limited”)
Head Office	: 700/340 Moo. 6 Donhuaroh, Muang, Chonburi 20000, Thailand
Type of Business	: Condensate Splitter
Registered Capital	: 204,000,000 Baht, divided into 2,040,000 Ordinary Shares, 100 Baht each
Paid-up Capital	: 204,000,000 Baht, divided into 2,040,000 Ordinary Shares, 100 Baht each
Company Name	: Titan Twenty Co., Ltd.
Registration Date	: 1 October 2020
Head Office	: 88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai, Bangna, Bangkok 10260, Thailand
Type of Business	: Fuel Distribution Business (Oil Trading) and related business.
Registered Capital	: 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each
Paid-up Capital	: 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each

Company Name : Vega Twenty Co., Ltd.
Registration Date : 1 October 2020
Head Office : 88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai,
 Bangna, Bangkok 10260, Thailand
Type of Business : Fuel Distribution Business (Oil Trading) and related business.
Registered Capital : 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each
Paid-up Capital : 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each

Company Name : Orion Twenty Co., Ltd.
Registration Date : 1 October 2020
Head Office : 88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai,
 Bangna, Bangkok 10260, Thailand
Type of Business : Fuel Distribution Business (Oil Trading) and related business.
Registered Capital : 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each
Paid-up Capital : 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each

Company Name : Sea Oil Offshore Limited (In Liquidation process)
Registration Date : 22 January 2015
Head Office : Unit B, Lot 49, 1 Floor, Block F, Lazenda Warehouse 3,
 Jalan Ranca - Ranca, 87000
Type of Business : International Bunkering Services
Registered Capital : 30,000 US Dollars, divided into 30,000 Ordinary Shares, 1 US Dollar each
Paid-up Capital : 30,000 US Dollars, divided into 30,000 Ordinary Shares, 1 US Dollar each

Company Name : Living Energy Company Limited (In Liquidation process)
Head Office : 88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai,
 Bangna, Bangkok 10260, Thailand
Type of Business : Production and distribution of electrical energy
Registered Capital : 75,260,000 Baht, divided into 752,600 Ordinary Shares, 100 Baht each
Paid-up Capital : 75,260,000 Baht, divided into 752,600 Ordinary Shares, 100 Baht each

Indirect subsidiary

Company Name : Sea Oil Petroleum AS
Registration Date : 31 December 2020
Head Office : Ramdalveien 6A 3128 Nøtterøy, Norway
Shareholding Structure : Sea Oil Petroleum Pte Ltd. Singapore, 100%
Type of Business : Fuel Distribution Business (Oil Trading) and related business.
Registered Capital : 30,000 Norwegian Krone, divided into 30,000 Ordinary Shares,
 1 Norwegian Krone each
Paid-up Capital : 30,000 Norwegian Krone, divided into 30,000 Ordinary Shares,
 1 Norwegian Krone each

Joint Ventures

Company Name	: Pan Orient Energy (Siam) Limited (“POES”)
Registration Date	: 30 January 2007
Head Office	: Bermuda
Type of Business	: Onshore petroleum and gas exploration and production of Thailand, 100% procession on L53/48 Concession
Registered Capital	: 19,728 US Dollars, divided into 19,728 Ordinary Shares, 1 US Dollar each
Paid-up Capital	: 19,728 US Dollars, divided into 19,728 Ordinary Shares, 1 US Dollar each
Shareholding Ratio	: Sea Oil Energy Limited holds 9,863 shares, equivalent to 49.99% of the total shares issued and paid-up capital of POES. Pan Orient Petroleum Company Pte. Limited (registered in Singapore) holds 9,865 shares, equivalent to 50.01% of the total shares issued and paid-up capital of POES.

Legal Dispute

None.

SECTION 2 CORPORATE GOVERNANCE

6. CORPORATE GOVERNANCE POLICY

The Company's board of directors realizes the importance of good corporate governance and is committed to develop and improve the Company's corporate governance. The codes of conduct according to the principles of good corporate governance, as prescribed by the Securities and Exchange Commission for registered companies in 2017, have been appropriately applied to the business context of the organization and the current environment of the business operation. The goal is for the Company to have an efficient, transparent and fair management system, as well as operate the business with responsibility to all groups of stakeholders, which will create value for the organization and enable it to achieve sustainable growth.

6.1 Overview of the Corporate Governance Policy and Guidelines

6.1.1 Policy and Guidelines Regarding the Board of Directors

Recruitment of Directors and High-Level Executives
The Company's board of directors has appointed the Nomination Remuneration and Corporate Governance Committee (NRCGC) to support the Board in recruiting the appropriate person to assume the position of director in the Company, sub-committees and high-level executives of the Company, as well as set the appropriate and transparent remunerations, according to the recruitment policy and remuneration specification. In recruiting the directors, their characteristics according to the laws and related rules and regulations, expertise and experience which are useful and consistent with the strategy of the business operations of the organization, will be considered. The requirements of knowledge and expertise are specified in the Board Skill Matrix.

Furthermore, the Company realizes the importance of having diversity in the structure of the board of directors and accepts the appropriate difference. This diversity is the factor that will increase the efficiency in the decision making and carrying out duties of the directors and helps to promote the balance of perspectives, ideas and diversified experiences. Therefore, in recruiting the person to assume the position of directors, the consideration will be made based on the compositions as specified by the law and policy and diversity in the structure of the board of directors, without restriction or discrimination of gender, religion, age or any other differences.

- Specifications of remuneration of directors and executives

The Board of directors has appointed the Nomination Remuneration and Corporate Governance Committee to consider the appropriateness of specifying the remunerations of the board and the sub-committee according to the remuneration policy and criteria. The results of said considerations will be presented to the shareholders' meeting for approval annually. Structure of the remunerations, for both cash and in-kind, consists of monthly compensation, meeting allowance, compensation based on performance, annual health examination fee, health insurance premium. Consideration of compensation will be based on experience, duties and responsibilities of the directors. The compensation rate should be appropriate when compared to the other organizations of similar business size and industry, and able motivate the directors, who have knowledge and ability, to continue working with the Company.

Regarding the remunerations of the Chief Executive Officer and the Managing Director, the considerations will be based on the remuneration principle and policy. The determination of the remuneration as

salary, bonus and long-term motivation compensation will be according to the Company's performance and work performance of each executive. The Nomination Remuneration and Corporate Governance Committee, consisting of independent and non-executive committee members, is the one to evaluate the performance of the Chief Executive Officer and the Managing Director annually and present the results of its consideration to the Company's board of directors to determine the remunerations of the Chief Executive Officer and the Managing Directors by based on the criteria which have been jointly agreed.

- Independence of the Board of Directors from the Management

The Company clearly classifies the responsible duties of the board of directors and the management. The Company's board of directors is the one to set the policy, the strategic framework, follow up and evaluate the work performance of the management, in order to ascertain that the policy and the operation procedures are appropriate and carried out in practice effectively and to the maximum benefits of the company and the stakeholders. Furthermore, it is set that the Chief Executive Officer and the Managing Director must not be the same person.

- Development of the Directors and the Executives
The Company has the policy to promote the knowledge and expertise development in different areas for the directors and the executives, such as those related to the work duty of the directors and the executives, corporate governance, sustainable development of the organization, risk management of the organization, etc. The board of directors specifies that there should be an orientation for all new directors. The Company's secretary is assigned as the person to inform the new director about the role and the responsible duty of the board of directors, overview of the business operation, shareholding structure, good corporate governance policy, ethics in business operation, laws and legal terms related to the business operation of the Company, in order to be prepared in carrying out the duty as director. In addition, the Company also has an executive development project along with the succession plan.

- Evaluation of Work Performance

The Company's board of directors arranges for an evaluation of its work performance on an annual basis so that the board of directors can jointly consider the performance and problems in order to analyze and find ways to improve and resolve the matter. The Company's board of directors evaluates its overall work performance and/or on specific issue. The evaluation can be classified into 3 types: 1) Self-evaluation of the entire board of directors as a whole, 2) Self-evaluation of each individual director of the board, 3) Self-evaluation of the sub-committee.

- Corporate Governance of Subsidiaries and Associates

The Company has set the investment policy of the subsidiaries and associates in order for the investment of the company to be according to an appropriate principle. The said policy specifies that the investments must be made in the businesses that have potentials in earning revenues and profit, have a feasibility analysis, have sufficient cash inflows for debt and interest payments, have appropriate returns at an acceptable risk level, have executives and personnel with expertise and experience to operate the business, and investment must not be made in the illegal or immoral businesses. The investment must be approved by the Company's board of directors or the shareholders' meeting of the Company according to the prescribed related laws, rules and regulations or terms of the Company. It is also specified that the performance of the subsidiaries or associates, in which the Company has invested, must be reported to the Company's board of directors every quarter.

6.1.2 Policy and Guidelines Regarding Shareholders and Stakeholders

The Company realizes the importance of looking after and taking into consideration all groups of stakeholders who are related to the business operation of the Company, such as shareholders, employees, trading partners, society and community, etc. The Company will not act in any way to violate the rights of the stakeholders, and also realize the importance of building good relations with the business partners and support the engagement of the stakeholders, in order to have an efficient management of the

business chain. Furthermore, the Company also supports the protection and maintenance of rights of different groups of stakeholders fairly according to the rights prescribed by related laws or agreement with the Company. The roles of the Company regarding its treatment of each group of the stakeholder are specified in the corporate governance policy, the business ethics, the social and environmental responsibility policy, the policy on quality, safety, occupational health, and environment, which are disclosed as Annex 5 in the Company's website (www.seaoilthailand.com) and performance report related to the treatment of stakeholders as indicated in the Form 56-1 (One Report), under topic number 3: driving a sustainable business.

The Company's board of directors places importance on looking after the rights of the shareholders, treating the shareholders equally and promoting the shareholders to exercise their basic rights, in order for the shareholders to participate in the decision making of important matters of the Company through the shareholders' meeting by exercising their rights as follows.

Right to propose the agenda of the shareholder's meeting, right to participate in the meeting and vote in the shareholders' meeting, right to authorize a proxy to attend the meeting and vote on the resolution on his/her behalf, right to propose the name of an individual for consideration as a director of the Company, right to vote or remove individual director, right to receive information data sufficiently and in a timely manner, right to appoint and set remuneration of an auditor, right to vote on the resolution in determining the annual remuneration of the directors, right to participate and be informed of any important changes of the Company, right to express opinions and ask questions at the shareholders' meeting, right to have a share in the Company's profit, etc. This is for the purpose of protecting the rights of the shareholders and promote the shareholders to exercise his/her own rights, including the right to be treated as an equal shareholder. The Company's board of directors has specified the procedures regarding the shareholders' meeting in the corporate governance policy and has acted according to its policy in 2021 as follows:

• Right of the Shareholders and Equal Treatment of Shareholders

The general meeting of shareholders of 2021 was held on 9 April 2021. It was held during the COVID-19 pandemic situation. As the Company realized the importance of health safety of the shareholders, the Company thus adjusted the format of the general meeting of the shareholders in 2021 to be done electronically (E-AGM). The Company was committed to act according to the principles of good corporate governance under the related rules and regulations, and laws. This can be summarized as follows:

Proceedings before the Meeting

- Provide an opportunity for the shareholders to propose agenda of the meeting, propose appropriate individuals to be candidates in the election of directors in place of the directors who had resigned according to the term of the position, during 16 November 2020 until 17 February 2021, as well as have the shareholders send in questions to the Company in advance prior to the meeting day. The Company has specified the related criteria and forms in the Company's website www.seaoilthailand.com.
- The Company has publicized the resolutions of the Company's board of directors regarding the date of the general meeting of the shareholders, format of the meeting, the day in which the shareholders have the right to attend the meeting, the agenda of the meeting, as well as the details and the comments of the board of the directors on each agenda, immediately on the day in which the board of directors has issued the resolution. This is carried out through the channels of information disclosure of the Securities Exchange in order for the shareholders to be informed of the information in advance.
- The Company has publicized the invitation letter of the shareholders' meeting, and the documents of the annual general meeting of the shareholders on the Company's website at least 30 days prior to the date of the shareholders' meeting. This is done so as to provide an opportunity for the shareholders to study information related to

the meeting in advance prior to receiving the invitation letter of the meeting in the document format, which the Company will send to the shareholders in advance according the time period specified by the law, before the date of the shareholders' meeting. This also includes the English version for the foreign shareholders.

- Provide an opportunity for the shareholders that cannot attend the meeting to give consent to another person to be a proxy or to give consent for an independent director to be the proxy to attend the meeting and vote on his/her behalf. The Company has supported the use of the letter of consent form b and c (shareholders can choose to vote) and has sent the consent form along with the meeting invitation letter to every shareholder via postal service.
- Provide an opportunity for shareholders to send in questions regarding the agenda of the meeting in advance prior to the day of the meeting.

Proceeding on the Day of the Meeting

- Strictly followed the preventive measures of the pandemic for directors, executives, auditors, inspectors of vote counting and related staff teams.
- Provide an opportunity for every shareholder to ask about details in order for the related directors and executives to explain prior to casting votes for the resolution, and can vote to elect director on an individual basis.
- Use the technology system in organizing the shareholders' meeting via electronic format, for registration, voting and providing quick, precise, trustworthy results, consistent with the laws and has been approved according to the security and safety maintenance standard of online meeting via electronic media.
- All of the directors and high-level executives attended the meeting in order to provide explanations and answer questions of the shareholders, as well as auditors, and independent

legal consultants who attended the meeting and are representatives in observing the vote counting.

- Conduct the meeting according to the agenda as specified in the meeting's invitation letter and no new agenda was added at the meeting.

Actions after the Meeting

- Disseminating the resolutions of the shareholders' meeting, voting results of approving, disapproving and abstaining within the next business day through the information disclosure channel of the Stock Exchange of Thailand and the Company's website.
- Preparing the minutes of the meeting in their entirety by recording the names of directors who attended and did not attend the meeting; voting methods; vote counting methods; important clarifications; questions and answers; opinions of the meeting; and resolutions of the meeting separated into the number of "approval," "disapproval" and "abstain" votes on each agenda item and then publishing them on the Company's website and the Stock Exchange of Thailand within 14 days.

Supervision of the Use of Inside Information

The Board of Directors is responsible for establishing measures to supervise the use of inside information by prohibiting the directors, executives, employees and personnel of the Company from using inside information of the Company, its subsidiaries or associates that have or may have an effect on the price movement of the Company's securities or may have a material effect on the Company, its subsidiaries or associates that have not been disclosed to the public. It is required to avoid and refrain from trading in the Company's securities within the prohibition period specified in the Securities Trading Regulations. Communication between departments, access to the areas, giving or requesting information between departments must be approved by the supervisor. In the cases of agencies/third parties requesting inside information, it must enter into a confidentiality agreement with the Company before providing it in

all cases and always be approved by the authorized person.

Asset Utilization and Confidentiality of the Company

The directors, executives and employees of the Company are responsible for maintaining and using the Company's assets, as well as information and confidentiality, by keeping the assets in good condition, protecting the assets from damage or loss, and not using the assets for personal gain or the benefit of others without permission. Employees are aware of and comply with the guidelines for using computer systems and networks properly and appropriately under the Social Media Policy and Information Technology Management and Security Policy. Computer equipment, information, and communication technology systems, including information, are the Company's assets. Executives and employees must not use computers, information, and communication technologies for personal gain and install software or record in the computer system of the Company without permission. These actions are against the policies for Non-Infringement of Intellectual Property and Copyright and the Code of Business Conduct.

Prevention of Conflicts of Interest

The Company has established the Conflict of Interest Prevention Policy based on the principle that any decisions regarding the conduct of business activities must be made solely in the best interests of the Company. However, any conflict of interest actions should be avoided by requiring those involved or stakeholders of the transactions under consideration to notify the Company of their relationship or interest and not participate in the consideration and approval of such transactions. The Audit Committee will carefully consider the suitability of related transactions and transactions with conflicts of interest for presentation to the Board of Directors and/or the shareholders' meeting (as the case may be). In addition, the directors of the Company must report their interests or related parties to the Company according to the rules, conditions, and procedures announced by the Capital Market Supervisory Board.

6.2 Code of Business Conduct

The Company is committed to conducting business under the Code of Business Conduct and managing operations with transparency, accountability, social and environmental responsibility, as well as treating all stakeholders equally and fairly following the Good Corporate Governance Policy for stable and sustainable growth. For the standards of business conduct in a concrete manner, the Group has established the Code of Business Conduct in writing as a guideline for the best practices of directors, executives, and all employees of the Group in conducting business standards under the framework of ethics, integrity, honesty and respect for human rights. All levels of directors, executives and employees in the Group must consider the importance and adhere to the duties assigned by the Company with responsibility and treat all stakeholders equally and fairly to achieve business operations by the vision of the Company to create long-term value, continuous and sustainable growth. The Code of Business Conduct for the guidelines is as follows:

- Respecting and Complying with the Applicable Laws, Rules, and Regulations, including Related Requirements
- Prevention of Conflicts of Interest
- Asset Utilization, Confidentiality of the Company and Supervision of the Use of Inside Information
- Guidelines for all Stakeholder Groups, including Shareholders, Customers, Business Partners and Creditors, Competitors, Government, Employees, Communities, Society and the Environment
- Guidelines for various Operations to Comply with the Anti-Corruption Policy
- Non-Infringement of Intellectual Property Rights and Copyrights
- Code of Conduct for the Directors, Employees and Investor Relations
- Channels for Receiving Complaints and Suggestions

In 2021, the Board of Directors had reviewed the policies and monitored the implementation of the best practices in the Code of Business Conduct for the directors, executives, and employees of the Group to comply with applicable laws, rules, and regulations,

including related requirements. In addition, there is effective monitoring of resource management, conducting business with social and environmental responsibility, taking into account the impact on all stakeholders throughout the business value chain, and strictly implementing the Anti-Corruption Policy without any complaints about corruption. The Company defines the duties and responsibilities of all directors, executives, and employees to know, understand, and strictly adhere to the established Code of Business Conduct. Corporate executives must supervise and consider the importance of managing employees under their chain of command to know, understand and strictly adhere to the established Code of Business Conduct. The review of the Company's Code of Business Conduct complies with the laws, rules and regulations of the government following the constantly changing environment.

Details of the Code of Business Conduct appear in Attachment 5 and on the Company's website www.seaoilthailand.com

6.3 Significant Changes and Developments in the Policies, Practices, and Systems of Corporate Governance over the Past Year

The Company assigns the Board of Directors the roles and duties of determining the Good Corporate Governance Policy and overseeing compliance with the policy. The Board of Directors manages to review the Good Corporate Governance Policy, Code of Business Conduct and the Charter of the Board of Directors and Committees regularly at least once a year to ensure that the policies and practices are appropriate and consistent with the current operations. In 2021, the Company had revised and formulated additional regulatory policies to comply with the new law and environment with operational changes during the COVID-19 pandemic crisis to enhance governance and compliance with Good Corporate Governance Standards for Listed Companies B.E. 2560 (2017) or CG Code of the SET. Additional regulatory policies are as follows:

- **Business Continuity Management Policy**
For the purpose of supporting management under emergency and crisis situations, encouraging business continuity, and protecting the interests of stakeholders, the Company has established prevention and preparedness plans to manage the crisis with the business continuity management system and the working group for business continuity management of the organization with the duties and responsibilities. In addition, the business continuity management plan must be tested at least once a year. The top management of each line is responsible for overseeing the line effectively in business continuity. All executives and employees must be aware of their involvement and strict compliance with the Business Continuity Management Policy.
- **Social Media Policy**
For the purpose of preventing inappropriate actions on social media and harassment against other people or society affecting the image of the organization and other undesirable consequences, the Company has imposed the correct and appropriate measures to use social media for disseminating information and messages on various online media and disciplinary and statutory penalties for violating Social Media Policy.
- **Anti-Corruption Policy**
By improving in Section 4.1 and 4.2 as follows:
4.1 Channels for Receiving Clues or Complaints of Corruption
Improving the road name for postal delivery to be correct as follows:
By post, delivered to the Chairman of the Board of Directors or the Chairman of the Audit Committee
Sea Oil Public Company Limited
88 Soi Bangna-Trad 30, Debaratana Road, Bang Na Tai Subdistrict, Bang Na District, Bangkok 10260

4.2 Measures to Protect and Maintain Confidentiality

Improving the data subjects following the Personal Data Protection Laws as follows:

In order to protect the data owner, the complainant, or the information provider who acts in good faith, the Company will conceal the name, address, or any identifiable information of the data owner, the complainant, or the information provider and keep personal data of the data owner, the complainant, or the information provider confidential by limiting data access, use and disclosure under the consent of the personal data subjects only to those responsible for investigating complaints and destruction of personal data once the retention period expires or the data subjects revoke their consent under the Personal Data Protection Policy.

• Risk Management Policy

Improving the clarity of the policy, as well as defining the duties, responsibilities and framework of the risk management following international standards focusing on risk management for sustainable growth as follows:

The Board of Directors of Sea Oil Public Company Limited considers the importance of corporate risk management as part of Good Corporate Governance and an essential foundation to support management operations effectively, achieve organizational goals, and drive organizational growth sustainably. Risk Management Policy is as follows:

1. Establish internationally appropriate and adequate quality risk management processes, guidelines, and measures, including qualitative and quantitative risk measurements based on their potential and impact.

2. Determine the Risk Limit to limit the damage that may occur within the acceptable level of the Company and measures to prevent, correct, and reduce the risk that may occur.
3. Establish the systems for communicating, reporting, monitoring, and evaluating processes regularly to ensure that the governance structures and responsibilities are appropriate and capable of promoting risk management effectively.
4. Promote the Risk Management Culture to create understanding, awareness, and shared responsibility for risks, controls, and impacts on the organization.

• Quality, Safety, Occupational Health and Environment Policy

Improving the environmental protection in terms of risk management plans and additional measures to control transport and prevent environmental impact following the ISO 14001.





Award received 2021

- CEO SSHE EXCELLENCE
AWARD BY PTTEP

- Certificate of excellent enterprises from
Department of Labor Protection and Welfare



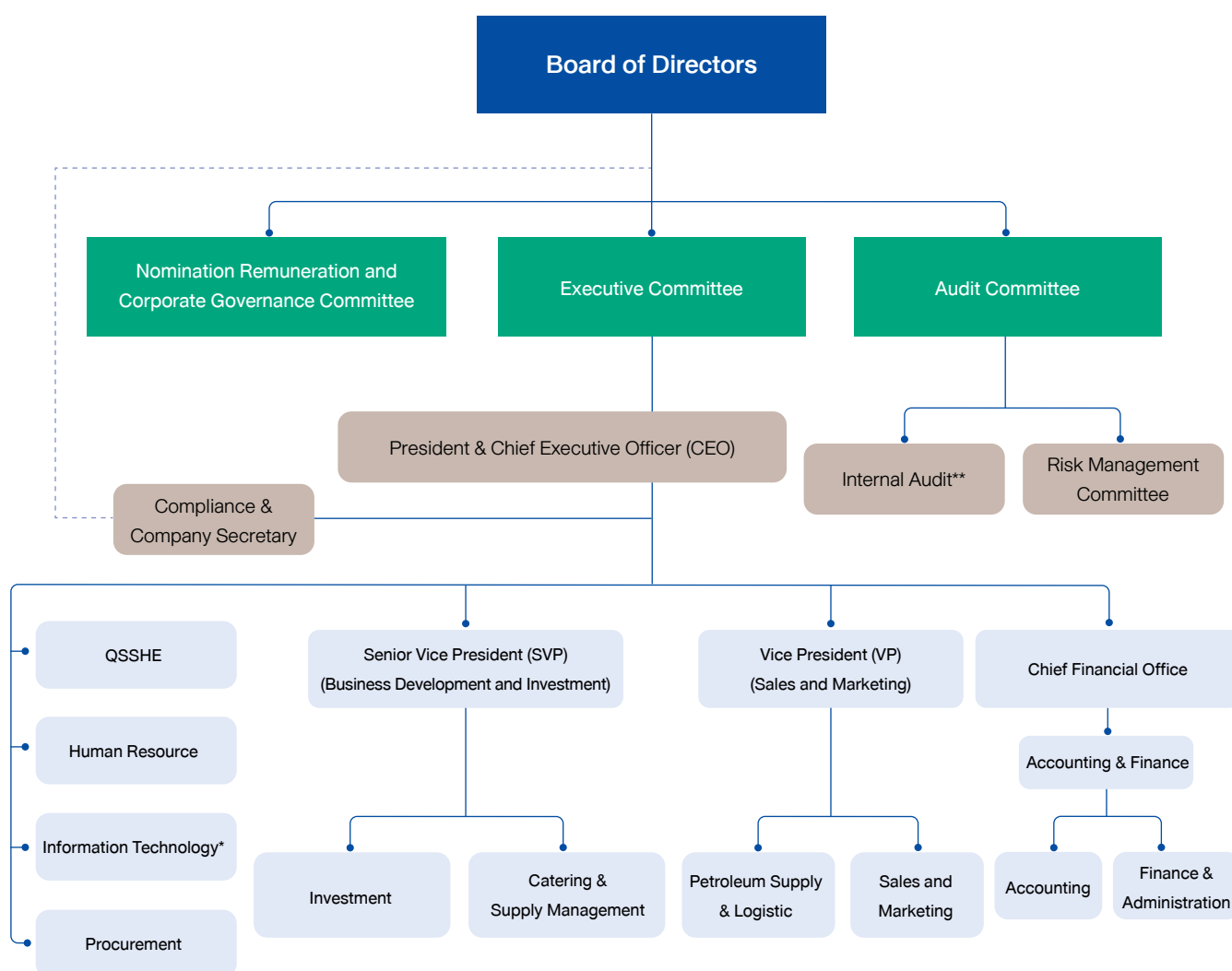
- Certificate of Drugs Free Workplace level 1 from Department of Labor Protection and Welfare



7. GOVERNANCE STRUCTURE AND KEY DATA ON THE BOARD OF DIRECTORS, SUB-COMMITTEE, MANAGEMENT, EMPLOYEES AND OTHERS

7.1 Corporate Governance Structure

The Company's corporate governance structure as of December 31, 2021 can be represented as follows:



remark * Information Technology (IT) The company hire from outsource granted to QSSHE act as supervisor and coordinator.

** Internal audit The Company hire (Outsource)

Public relation granted to coporate secretary and compliance act as supervisor and coordinator.

7.2 The Board of Director Information

As of 31 December 2021, the Board of Directors consists of 8 persons consist of the independent directors 3 persons, the non-executive directors 4 persons and the executive directors 1 person as The President and Chief Executive Officer as follows:

Name	Position
1. Mr. Apisit Rujikeatkamjorn	Chairman
2. Mr. Taweep Soontornsingha	Vice Chairman / Independent Director / Audit Committee / Chairman of Nomination, Remuneration and Corporate Governance Committee
3. Prof.Dr. Ruth Banomyong	Independent Director / Chairman of Audit Committee
4. Dr. Chalermwit Chimtragoon	Independent Director / Audit Committee / Nomination, Remuneration and Corporate Governance Committee
5. Mr. Suraphon Meesathien	Director / Nomination, Remuneration Corporate Governance Committee
6. Mr. Prompong Chaisrisawatsuk	Director
7. Mr. Kosit Fuangswasdi	Director
8. Miss Neeracha Panboonhom	Director / Chairman of Executive Committee / President & Chief Executive Officer

The authorized directors of the Company are Mr. Apisit Rujikeatkamjorn, Mr. Suraphon Meesathien, and Miss Neeracha Panboonhom, 2 of 3 directors have to jointly sign and affix the company's seal.

Miss Neeracha Panboonhom is a director and authorized director of the Company and subsidiaries, which was assigned by the board of directors to take the position. Details are in Attachment 2 Details of the subsidiary directors.

- Annual General Meeting 2021, held on 9 April 2021



The Board of Directors has components and qualifications in accordance with the law and the Company's Articles of association, consisting of qualified persons with knowledge, expertise and experience suitable for the company's governance in order to achieve the objectives and o goals which are divided into details Board Skill Matrix as follows

List of Directors	Energy, Petroleum, Petrochemical	Service and transportation business	Law / Political Science	Accounting / Finance	Business Administration / Marketing / International Business	Engineering / Physics	Industry	Information technology	Public relations communication	Science / Environment
1. Mr. Apisit Rujikeatkamjorn	☺	☺				☺				
2. Mr. Taweep Soontornsingha		☺	☺	☺						
3. Prof.Dr. Ruth Banomyong		☺	☺	☺	☺					
4. Dr. Chalermwit Chimtragoon		☺					☺	☺		
5. Mr. Suraphon Meesathien	☺	☺	☺		☺	☺				☺
6. Mr. Prompong Chaisrisawatsuk	☺	☺		☺	☺	☺				
7. Mr. Kosit Fuangswasdi	☺		☺		☺	☺				☺
8. Miss Neeracha Panboonhom	☺	☺			☺				☺	

Personal information, age, work history, education and experience of the director. Details in Attachment 1, Details of Directors, Management, Controllers who are assigned to take the highest responsibility in accounting and finance.

The company separates authority and duties in determining the company's policy and administration Clearly separated. The company has set the chairman of the board and Chief Executive Officer and President are different person. The Chairman and The Board of Directors have the scope of authority and duties stipulated in the charter. Details in Attachment 7 Charter of the Board of Directors and sub-committees.

7.3 Information of the sub-committees

There are 3 sub-committees of the Company which are the Audit Committee, Nomination Remuneration and Corporate Governance Committee and the Executive Committee, which details are as follows:

7.3.1 Audit committee

As of 31 December 2021, the Audit Committee consists of 3 independent directors as follows:

Name	Position
1. Prof. Dr. Ruth Banomyong	Chairman of Audit Committee
2. Mr.Taweep Soontornsingha*	Member of the Audit Committee
3. Dr.Chalermwit Chimtragoon	Member of the Audit Committee

*Remark: Mr.Taweep Soontornsingha is the Audit Committee who has knowledge and experience in accounting and finance

The Audit Committee is appointed by the Board of Directors to support the corporate governance of the Company's business, especially the process of financial report, the related party transaction, internal control system, internal audit system, the Company's regulatory compliance, and risk management for efficient development of business operation with qualifications in accordance to the rules of the Capital Market Supervisory Board. The scope of authority and duty is defined in the charter. Details appear in Attachment 7 The charter of the Board of Directors and Sub-committees.

7.3.2 Nomination, Remuneration and Corporate Governance Committee

As of 31 December 2021, the Nomination, Remuneration and Corporate Governance Committee "NRCGC" consists of 2 independent directors and 1 non-executive director as follows:

Name	Position
1. Mr.Taweep Soontornsingha (Independent Director)	Chairman of NRCGC
2. Mr.Suraphon Meesathien (Non-Executive Directors)	Member of NRCGC
3. Dr.Chalermwit Chimtragoon (Independent Director)	Member of NRCGC

The Board of Directors has a resolution to set up the NRCGC to support implementation of the Board of Directors in stipulation of criteria and guidelines in terms of Remuneration and Nomination of the qualified person for the position of the directors, sub-committee and executive of the Company, including determination of the corporate governance policy to be in accordance with the principles of good corporate governance of listed companies in the Stock Exchange of Thailand, as well as, promotion of personnel at all levels of the company to make them adhere to and follow the principles of corporate governance

and business ethics to ensure efficient management, transparency, accountability and confidence to the shareholders, investors, stakeholders and all related parties.

NRCGC performs as assigned by the Board of Directors. The scope of its duty and responsibility are Nomination, Remuneration and Corporate Governance, which are defined in the charter. Details appear in Attachment 7 The charter of the Board of Directors and Sub-committees.

7.3.3 The Executive Committee

As of 31 December 2021, there are 4 Executive Committees as follows:

Name	Position
1. Miss Neeracha Panboonhom	Chairman of Executive committee
2. Mrs. Suthida Karuedetkosol	Executive committee
3. Mr. Kasidis Chareancholwanich	Executive committee
4. Miss Sasiprapha Thanuwattanachai*	Executive committee

Remark : Ms. Sasiprapha Thanuwattanachai was appointed as the Executive Director to replace Mrs. Kusuma Vannapruk who resigned that effective from March 1, 2021 onwards.

Executive committee is appointed by the Board of Directors by way of selection from the directors or executive officers who can manage works which are related to normal business operation to administrate regular works which are beyond the authority of the President and Chief Executive Officer to consider and propose vital matters to company board. The authority defined in the charter which defined in the charter. Details appear in Attachment 7 The charter of the Board of Directors and Sub-committees.

The Board of Directors has appointed a sub-working group to help govern the business in various fields with the following working groups:

- The Risk Management Working Group consists of the President and Chief Executive Officer, acting as the Head of the Risk Management Working Group and there are executives from all departments joining as a working group. It has duties and responsibilities as follows;
 - 1) Determining and reviewing the risk management structure framework, Acceptable risk level criteria, Risk Assessment Criteria and Risk Management Processes to comply with standards and corporate strategy and changing conditions presented to the Audit Committee.
 - 2) Consider identifying risk factors that may affect the Company's operations, impact assessment and and consider an appropriate and effective risk management plan.
 - 3) Monitor the risk management process from risk owners for brainstorm to ensure that there is

appropriate and effective risk management and control of an acceptable risk level to comply with the risk management policy. The Risk Management Working Group will report the performance to the Audit Committee quarterly.

- The CSR, Communication and Corporate Social Responsibility Working Group consists of the President and Chief Executive Officer and representatives from various departments (At least 1 person per department) with duties and responsibilities to assess and develop communication organization. Supervise the use of information to be communicated outside the organization. Organization of social activities Community and Environment (CSR) Investor Relation and Public Relation under the Corporate Social Responsibility Policy and abide by the company policy strictly, support the organization of activities to build relationships within the organization. In addition, the management team will set up an annual activity plan and support activities according to plans to achieve goals. Including monitoring and evaluating results from activity, If the management team finds things that need improvement from organizing activities, will be an immediate editing process.
- The Risk Management Working Group, the Communication and Corporate Social Responsibility Working Group have no remuneration or other benefits are received from the company and then adhere to performing duties according to the Company's policy as the greatest importance.

7.4 Management Information

7.4.1 As of 31 December 2021, the management according defined in the Notification of the Securities and Exchange Commission of 8 persons as follows:

Name	Position
1. Ms. Neeracha Panboonhom	President and Chief Executive Officer
2. Mrs. Suthida Karuedetkosol	Senior Vice President - Business Development and Investment
3. Mr. Kasidis Chareancholwanich	Vice President - Sales & Marketing
4. Mrs.Sasiprapha Thanuwattanachai	Chief Financial Officer

Name	Position
5. Mr. Chayawat Teekamitree	Sales & Marketing Manager
6. Mrs. Siranee Komintarachat	Petroleum Supply and Transportation Manager
7. Ms. Titaphorn Namwicha	Accounting Manager
8. Mrs. Saowanee Sutthitham	Compliance Manager and Company Secretary

Remark : Ms. Sasiprapha Thanuwattanachai (CFO) was appointed on March 1,2021 to replace Mrs. Kusuma Vannapruk who resigned the Details of Directors, Management, and Controllers who are assigned to take the highest responsibility in accounting and finance.

7.4.2 Remuneration Policy for Executive

Directors and Management

The Remuneration of Executive Director, The company will pay at the rate of meeting allowance/meeting attendance which was approved by the shareholder's meeting. The Remuneration for Management at all levels is related to the Company's performance in both the short and long term through an annual performance evaluation system and based on Key Performance Indicators (KPIs) of the President and Chief Executive Officer will be considered for performance evaluation from the Nomination, Remuneration and Corporate Governance Committee and present to the Board of Directors for approval of the annual remuneration. Determining indicators to cover financial, the development of various standards, including the corporate governance, service standard and the efficiency of the internal control system, Risk management, leadership, development of personnel and successors as well as indicators of corporate sustainability in order to achieve the goals according to the long-term strategy. For managers in each position, performance indicators are set according to their roles and responsibilities. the President and Chief Executive Officer will consider salary and bonus adjustments according to the remuneration payment criteria that have been considered by the Nomination, Remuneration and Corporate Governance Committee Determine under the budget approved by the Board of Directors.

The Board of Directors and / or the person designated by the Board of Directors is considered and appointed Chief Executive Officer and President by the Nomination, Remuneration and corporate governance

committee to consider recruiting and selecting persons with knowledge and abilities and experience related to the company's business operations and the Chief Executive Officer and President must devote themselves and time to perform their duties effectively. In order for the company to benefit the most from the capabilities of the President and Chief Executive Officer.

In the event that the President and Chief Executive Officer will take the position of Director or Executive in a limited company or listed companies that are not a subsidiary of Sea Oil Public Company Limited must be presented to the Board of the Director Committee for consideration and approval on the suitability of the type of business. Which must not be a type of business that has the same nature and is in competition with the business of the company. In order to perform their duties fully and allocate sufficient time. The scope of authority and duties of the President and Chief Executive Officer are set out in the Charter. Details appear in Attachment 7 Charter of the Board of Directors and various sub-committees

Any operations which the President and Chief Executive Officer or attorney or those who may have conflict (as per Notice of Capital Market Supervisory Commission or Notice of SEC) has an interest or may have conflict on benefit with the Company and/or its subsidiaries and/or relevant companies, the President & Chief Executive Officer shall have no authority to approve operations regarding such matter. This must be proposed at the Board of Directors meeting and/ or Shareholders' meeting to further consideration of

approval (as the case may be) unless it is the approval of normal business transaction with general commercial terms in accordance with the Notice of Capital Market Supervisory Commission and/or the Stock Exchange.

7.4.3 Remuneration for Executive Directors and Management

The Company has paid remuneration to the Executive Directors and Executives in 2021 totaling 8 persons, in total amount of Baht 29.12 million consisting of salary, bonuses, position allowances and meeting allowances for the Member of Executive Committee in total of 28.01 million Baht . In addition, there are other remunerations consisting of provident fund, social insurance and other welfare such as annual health check-up, health insurance premiums, Child scholarship, etc. totaling 1.11 million Baht.

Remuneration or accrued benefits: - None

7.5 Employee Information

As of 31 December 2021, the Company had a total number of the employee by separating the number of employees according to each main line as follows:

the Department	Number of Employee (Persons)
Executive Office and Executive Secretary	5
Compliance and Company Secretary	2
Sales & Marketing	5
Petroleum Supply and Transportation	5
QSSHE	7
Accounting & Finance / Administration	12
Procurement	3
Investment	1
Catering & Supply Management	242**
Human Resource	1
Total	283

****Remark:** Total of Operation Employees under monthly/daily contracts which increased due to the expansion of service business since July 2020

Employee compensation

In 2021, the Company has paid compensation to employees in totaling 84.06 million Baht which is compensation in salary, bonus, position, overtime and allowances in a total amount of 82.06 million Baht and other benefits such as Social Security Fund provident fund and employee welfare in a total amount of 2 million Baht.

Remark : Employee compensation excluding 8 Managers as defined in the Notification of the Securities and Exchange Commission

The company has policies about remuneration, benefits and other welfare. It is appropriately and fairly consistent with the competence of personnel at all levels taking into account the qualifications, experience, position, duties, and responsibilities by passing the assessment and analysis of the job cost to suit the current job nature. Comparable to other companies in the same or similar industry.

7.6 Other important information

Information of Supervising accounting, Company secretary, Internal Audit Supervisor or internal auditors that are external, Head of the Company's Compliance details are appearing in Attachment 1, Details of Directors, Management, Controllers who are assigned to take the highest responsibility in accounting and finance. Those assigned to be directly responsible for the supervision of bookkeeping and company secretary.

Company secretary

At The board of Director's meeting 4/2012, there was a resolution appointing Mrs. Saowanee Sutthitham to take position of the company secretary since 14 May 2012 with the qualification of the company secretary. The company secretary shall perform duties as specified in section 89/15 and 89/16 of Securities and Exchange Act (No. 4) B.E. 2551 enforced on 31 August 2008 by implementing duties with responsibility, prudence and honesty including following the laws, objectives and regulations of the Company,

committee's resolution as well as the resolution at the Shareholders' meeting. The company secretary has responsibilities as stipulated by the laws and as assigned by the Company or the Board of Directors as listed below.

- 1) Prepare and maintain the documents as follows:
 - A. Director Registration.
 - B. Appointment letters of the Directors meeting, minutes of the Directors meeting and annual report.
 - C. Appointment letters of the Shareholders' meeting and minutes of the shareholders' meeting.
- 2) Keep and send the report on conflict of interest of the directors and executives according to section 89/14 to the Chairman of the Board of directors and the Chairman of the audit committee within 7 days since the company receives such report.
- 3) Provide advice concerning the relevant laws, regulations and corporate governance of the Board of Directors to be in compliance with the laws.
- 4) Arrange the Board of Directors and Shareholders' meetings in accordance with the relevant laws and company regulations.
- 5) Coordinate with the supervisory authority such as the Stock Exchange of Thailand (SET), the Securities Exchange Commission (SEC) and disclose data and information to the supervisory authority and public in accordance with the laws.
- 6) Coordinate with internal departments to follow the resolution of the Board of Directors and Shareholders'.
- 7) Coordinate with the shareholders, investors and mass media to propagate news and information of the Company.
- 8) Other implementation prescribed by the Capital Market Supervisory Board.

The Role of investor relations, the company assigns the company's secretary to take responsible in investor relations duty to communicate with the investors and shareholders including the analysts

and related public sectors, the information provided in accordance with the rules and regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission. The Company assigned Mrs. Saowanee Sutthitham, the company secretary and Investor Relation to communicate with investors, shareholders, analysts and related public sectors to provide a complete, correct, and fair information. Investor Relation can be contacted by these 3 channels as follows:

1. Telephone +662-398-9850-1
and Fax +662-398-9852
2. Email: ir@seaoilthailand.com
3. Website: www.seaoilthailand.com

In 2021, the company has organized activities to communicate corporate information, Operating results clarification and answer questions about business with investors, shareholders and analysts such as the online Opportunity Day. Which has the Chairman of the Board, the President and Chief Executive Officer is a provider of information, operating results clarification and guidelines for conducting business of the organization as well as providing opportunities investors, journalists, analysts and the public to inquire

[Auditor's Remuneration of the audit firm that the auditor is affiliated](#)

- 1) Audit Fee, The Company and subsidiaries paid audit fees for the 2021 to Pricewaterhouse Coopers ABAS Company Limited and Overseas PricewaterhouseCoopers ("Auditing Firm and Affiliates") totaling Baht 5.72 million, which is the Company's audit fee of Baht 3.10 million and for both domestic and foreign subsidiaries of Baht 2.62 million.
- 2) Non-Audit Fee, The Company paid totaling Baht 2.83 million consisting of Due Diligence expense of Baht 2.70 million and Miscellaneous expenses incurred during the work such as travel expenses, postage, stamp duty. Photocopying fees, etc. to the audit firm and affiliates total amount of Baht 0.13 million.

8. SIGNIFICANT OPERATING RESULTS IN RESPECT OF CORPORATE GOVERNANCE

8.1 Summary of the Board of Directors' Performance in the Previous Year

In 2021, the Board of Directors reviewed the corporate governance policy and code of conduct to ensure they remain consistent with the Company's vision, goals, and strategies for operating in a changing business climate as a result of the economic crisis and the spread of the COVID-19 virus by adjusting business strategies to ensure the organization's sustainability, adjusting the mission statement to align with the strategy, and reviewing risk issues and enhancing risk management frameworks to address risks influencing the organization's sustainability in the present situation, such as risk of technological innovation change, risk from developing organizational potential, security risk, occupational health and the environment, which covers risks associated with COVID-19 spread, risks associated with climate change, and risks associated with investment and business expansion, etc. The resources are effectively managed to achieve the set goals.

8.1.1 Recruiting, Developing, and Evaluating the Performance of the Board of Directors

1) Nomination of Audit Committee and Independent Director

The Board of Directors has resolved to appoint the Nomination Remuneration and Corporate Governance Committee to consider the nomination, selection, and nomination of suitable individuals to fill the Company's director position when the current director's term expires or there is a need to appoint additional directors or executives, in accordance with the Board of Directors' approved nomination policy for directors and executives. Individuals appointed as directors or executives of the Company must meet all legal requirements. The following are the selection criteria.

Qualifications of independent directors are as follows:

1. An independent director must not hold more than 0.5 percent of the Company's, parent

company's, subsidiary company's, associated company's, major shareholder's, or person with the power to control the company's voting stock. This includes the shareholdings of connected persons of the independent director.

2. An independent director must not be or have been a director who are involved in management, employees, employees, consultants receiving regular salary or controlling persons of the Company, parent company, subsidiary company, associated company, subsidiary of the same level, major shareholder or of the Company's controlling person unless the aforementioned characteristics have been terminated for a period of at least 2 years prior to the date on which an application is submitted to the SEC Office. However, the prohibited characteristics do not apply if the independent director formerly served as a government official or advisor for a government agency that is a major shareholder or has control over the Company.
3. An independent director must not be blood relatives or legally registered as parents, spouses, siblings, or children of executives, major shareholders, controlling persons, or persons who will be nominated to be an executive or person exercising control over the Company or subsidiary.
4. An independent director must not have or had a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the Company in a manner that may obstruct the exercise of their independent judgment, including not being or having been a significant shareholder or controlling person of a person having a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder, or person who has the authority to control the company unless the aforementioned characteristics have been terminated for not less than 2 years prior to

the date of the application to the Capital Market Supervisory Board.

5. An independent director must not be or have been an auditor of the Company, parent company, subsidiary company, associated company, major shareholder or the person who has the authority to control the Company and must not be a significant shareholder, controller, or a partner of the audit company that the auditors of the Company, parent company, subsidiary company, associated company, major shareholder or the person having the authority to control the company are under, unless the aforementioned characteristics have been terminated for not less than 2 years prior to the date of the application to the Capital Market Supervisory Board.
6. An independent director must not be or have been a professional provider of any kind. This includes providing services as legal advisors or financial advisors who receive service fees in excess of 2 million Baht per year from the Company, parent company, subsidiary company, associated company, major shareholder or controlling person of the company and must not be a significant shareholder, controller or a partner of that professional service provider unless the aforementioned characteristics have been terminated for not less than 2 years prior to the date of the application to the Capital Market Supervisory Board.
7. An independent director must not be a director appointed to represent the Company, major shareholders or shareholders who are related to major shareholders.
8. An independent director must not conduct business of the same nature and in significant competition with the Company or its subsidiaries, or be a significant partner in a partnership, or be a director who participates in management, employees, staff, or a consultant who receives a regular salary, or hold more than 1% of the total number of shares with voting rights in other companies that conduct business of the same nature and in significant competition with the Company or its subsidiaries,

9. An independent director must not possess any other characteristics that would preclude them from expressing objective judgments on the Company's activities. The independent director criteria set forth above are consistent with the definitions included in the Capital Market Supervisory Board's Notification.

Qualifications of the Audit Committee

1. The Audit Committee shall consist of at least 3 directors who are qualified as independent directors under the Capital Market Supervisory Board's Notification and the Stock Exchange of Thailand's announcement. They are appointed to the Audit Committee by the Board of Directors or the Company's shareholders meeting.
2. The Audit Committee must composed of independent directors who meet the following criteria:
 - 1) The Audit Committee must not consist of directors who have been assigned by the Board of Directors to make decisions regarding the operation of the Company, parent company, subsidiaries, associated companies, subsidiaries on the same level, major shareholders, or juristic persons who may have a conflict of interest; and
 - 2) not be a director of the parent company, a subsidiary, or a subsidiary of the same level that is a listed company.
3. The Audit Committee must meet the same qualifications and perform the same tasks as those described in the Stock Exchange of Thailand's Notification about the Audit Committee's qualifications and scope of work.
4. The Audit Committee must possess the necessary expertise and experience to carry out its responsibilities as an audit committee. At least 1 audit committee member must have appropriate expertise and experience in accounting or finance to evaluate the financial statements' credibility. In addition, the Company will evaluate other qualifications, such as business experience, business-related expertise, and ethics, to audit and supervise the Company's operations, financial reports, internal control systems, auditor selection, and conflict of interest consideration.

2) Nomination and Appointment of Directors and Top Executives

Nomination of the Board of Directors

Qualifications of the Company's Directors

- 1) The directors shall have knowledge, skills, and experiences that are applicable to operations.
- 2) The directors shall conduct business with integrity and ethics.
- 3) The directors shall be competent to identify and manage the Company's key risks.
- 4) The directors shall be completely committed to their responsibilities.
- 5) The directors shall not operate a business of the same nature and in competition with the Company's business, or become partners or directors in other juristic persons operating a business of the same nature and in competition with the Company's business, whether for the benefit of themselves or another person, unless the shareholders' meeting is notified prior to the resolution of appointment.
- 6) The directors shall be qualified and not possess any prohibited characteristics as determined by the Public Limited Companies Act, the Securities and Exchange Act, the announcements of government agencies that supervise the Company. In case of independent directors, they must also have qualifications as specified by the Company and the Capital Market Supervisory Board. (The details are in the attachment)
- 7) The directors may serve on the Boards of Directors of up to 5 companies listed on the Stock Exchange in order for all directors to perform their duties effectively and devote sufficient time to their obligations as directors of the Company.

Additionally, the Company recognizes the value of diversity of the Board structure and appropriately accommodates disparities, which contributes to decision-making efficiency and director effectiveness by fostering a balance of opinions, ideas, and various experiences. As a result, the elements required by law and policy must be considered in the nomination of the person to hold the position of the Company's director, as well as the diversity of the committee's structure, regardless of gender, religion, age, educational background, professional skills, and other specializations.

The Criteria for the Nomination of Company Directors are as follows:

1. The Board of Directors shall have a minimum of 5 members, at least half (1/2) of the total number of directors must reside in Thailand and possessing the appropriate credentials. According to the Company's Articles of Association, shareholders must elect directors according to the following regulations and procedures:
 - 1) Each shareholder has one vote per share.
 - 2) Each shareholder may cast the total number of votes under 1) for electing one or more persons as director or directors, and in the case of electing more persons as directors, votes may not be appropriated to any person in any number at the shareholder's pleasure
 - 3) The persons who received the highest votes in the respective order are elected as directors in accordance with the intended number of directors; and, in the case where any persons so elected in a next lower order have equal votes such that the number of the elected persons exceeds the number of directors intended to be elected, then the Chairman of the meeting shall have another vote as casting vote.
2. At every Annual General Meeting of shareholders, one-third of the total number of directors must retire. If the number of directors cannot be divided exactly into 3 parts, the number closest to one-third of the directors must retire. The directors who retired during this term may be re-elected to the positions. In this regard, the directors who must retire in the first and second years after the Company becomes a listed company shall be retired through a drawing lot. After such years, the director who has been in office for the longest period shall be the one who retires.
3. In addition to the retirement by rotation, directors shall vacate office upon death, resignation, disqualification, or found to have prohibited characteristics according to law, the shareholders' meeting passed a resolution to remove or the court has issued an order.

4. The shareholders' meeting may pass a resolution to remove any director from office prior to the expiration of the term by a vote of not less than three-fourths (3/4) of the number of shareholders attending the meeting and having the right to vote. The total number of shares must not be less than one-half (1/2) of the total number of shares held by shareholders present and voting at the meeting.
 5. When a director position becomes vacant for any reason other than the expiration of the term, the Nomination and Remuneration Committee shall select individuals who meet the qualifications and do not possess any prohibited characteristics under the public limited company law, the securities and exchange law, and the policy of selecting directors and executives in order to replace them at the next board meeting unless the remaining term of that director is less than two months. The individual appointed as a substitute director will serve for the remainder of the term of the director whom he/she replaces. In this regard, the Board of Directors' resolution must garner the support of at least three-fourths (3/4) of the remaining directors.
- 1) Being an individual who possesses knowledge, talent, and experience in business operations, as well as a commitment to honesty and ethical business conduct, and who has sufficient time to devote to their knowledge and abilities to accomplish their obligations.
 - 2) Having full qualifications and not having any prohibited characteristics under the law governing public limited companies and other relevant laws
 - 3) Shall not operate a business of the same nature and in competition with the Company, or become partners or directors in other juristic persons operating a business of the same nature and in competition with the Company, whether for the benefit of themselves or another person, unless the Board of Directors' meeting is notified prior to the resolution of appointment.
- If the Executive Committee has less than 3 members, the Board of Directors shall immediately, or within three months of the date on which the Executive Committee's membership becomes insufficient, appoint a new Executive Director to maintain continuity in the Executive Committee's activities.

Nomination of the Board of Directors

The Executive Committee shall be appointed by the Board of Directors after being considered and selected by the Nomination, Remuneration, and Corporate Governance Committee by selecting from among the Company's directors or top executives capable of managing operations in accordance with standard business practices to oversee regular activities that surpass the Chief Executive Officer's and President's authority, to analyze the administration, and to assist the Board of Directors in managing the Company's operations in accordance with the policies, work plans, regulations, directions, and goals established by the Board of Directors within the framework allocated.

The Executive Committee must have at least of 3 members. The Executive Committee shall nominate 1 member to be the Chairman of the Executive Committee. The Executive Committee shall have the following criteria:

Nomination of Chief Financial Officer and President

The Board of Directors shall appoint the Chief Executive Officer and President by the Nomination, Remuneration, and Corporate Governance Committee in accordance with the Company's Articles of Association. The Chief Executive Officer and President shall not possess any forbidden traits as required by law. The Chief Executive Officer and President shall have knowledge, skill, and expertise related to the Company's business activities, as well as experience leading an organization, and possess recognized leadership attributes by the relevant business organizations. Additionally, the Chief Executive Officer and President shall consider any conflicts of interest and be able to spend sufficient time to performing their tasks effectively.

Development and succession plan

Each year, the Nomination, Remuneration, and Corporate Governance Committee reviews the succession plan and guidelines for successor development. The Company has established

succession planning principles and standards in order to identify successors for critical roles within the organization and build the capacity to occupy those positions within the given time period. There have been nominated successors. A framework for the development and monitoring of successors has been devised with the following guidelines:

1. Identifying key positions of the organization, creating a profile of key positions of the organization and specifying qualifications, duties, responsibilities, education, skills or experience needed and characteristics / competencies of the position.
2. Employee potential is assessed by considering the performance appraisal for 2 consecutive years, using the average score as a criterion for consideration and considering the results of the competency and personality assessment with the tools of the Human Resources Department from the supervisors and the next supervisors.
3. Establish a group of successors based on the results of the profile matching of available successors.
4. Individual potential development plans are prepared by employees who have considered and planned for their current job in accordance with the position, and follow up periodically.

Orientation for New Directors

The Board of Directors has established an orientation program for new directors to prepare them for their duties. The Board of Directors will focus on increasing awareness and understanding of the directors' roles and responsibilities, the nature of business, an overview of the Company, critical Company rules and standards, and good corporate governance. Additionally, the Board of Directors wants the company secretary to assist new directors with orientation in order for them to perform their obligations as efficiently and effectively as possible, as follows:

- 1) The Director's Handbook contains critical information for new directors' orientation, including the company profile, articles of association, business structure, director structure, board charter, subcommittee, approval power

table, related policies and regulations, meeting plans, and meeting procedures.

- 2) A summary presentation by the Chief Executive Officer and President and/or those assigned on business practices, corporate governance and business ethics, management structure, introduction of corporate executives in various fields, as well as site visits, operation of the Company and its subsidiaries
- 3) There are meetings to discuss with the Chairman of the Board and Directors and top executives.

Board of Directors, Subcommittees, Chief Executive Officer, and President Self-Assessment

The Board of Directors has established an annual self-assessment for the Board of Directors, Chief Executive Officer and President as reviewed by the Nomination, Remuneration and Corporate Governance Committee to use the results of the self-assessment to improve the performance of duties to be more efficient and effective. Self-assessment form for committees and sub-committees and Individual Self-Assessment Form of the Stock Exchange of Thailand are all applied to suit the Company.

The Board of Directors' collective self-assessment covers the 6 areas as follow:

- 1) Structure and Qualifications of the Board of Directors.
- 2) Roles, Duties, and Responsibilities of the Board of Directors.
- 3) The Board of Directors' Meetings
- 4) Responsibilities of Directors
- 5) Relationship with Management.
- 6) Self-Development of the Board of Directors and Executive Committee.

The self-assessment of the sub-committees is composed of 3 topics as follows:

- 1) The Board of Director's structure and features, which contribute to the Board of Director's efficiency.
- 2) The Board of Directors shall form an Audit Committee capable of independently and efficiently carrying out assigned tasks.

- 3) Prioritize reviewing and carrying out the sub-committees' duties and responsibilities.

The individual self-assessment is divided into 3 topics as follows:

- 1) Structure and Qualifications of the Board of Directors.
- 2) The Board of Directors' Meetings
- 3) Roles, duties and responsibilities of the Board of Directors

The overall assessment results are as follows:

Self-assessment of the Board of Directors

- The Board of Directors received an average score of 96.46 percent, which is considered to be excellent.
- The Audit Committee received an average score of 98.89 percent, which is considered to be excellent.
- The Nomination, Remuneration and Corporate Governance Committee received an average score of 99.03 percent, which is considered to be excellent.
- The Executive Committee received an average score of 93.21 percent, which is considered to be excellent.

Self-assessment of individual directors received an average score of 97.92 percent, which is considered to be excellent.

The Chief Executive Officer and President's performance review form is divided into 3 major categories:

- 1) The plan's progress
- 2) Performance measurements are classified as follows: leadership, strategy formulation, strategy execution, strategy planning and financial performance, relationships with the Board of Directors, external relations, management and personnel relationships, succession, product and service knowledge, and personal traits.
- 3) CEO development

The Chief Executive Officer and President received an average score of 85.19 percent, which is considered to be satisfactory. The Nomination, Remuneration, and Corporate Governance Committee will evaluate the Chief Executive Officer and President's performance and make recommendations to the Board of Directors for consideration and approval in order to determine annual remuneration and to improve performance and achieve assigned objectives.

8.1.2 Attendance at meetings and compensation of the Board of Directors on an individual basis

The Board of Directors' attendance at meetings can be summarized as follows:

List of Directors	General Meeting of Shareholders Year 2021	The Board of Directors Meeting 2021	
		Number of meeting attendance / Total number of meetings	Meetings without Executive Directors (Number of meeting attendance / Total number of meetings)
1. Mr. Apisit Rujikeatkamjorn	1 / 1	8 / 8	1 / 1
2. Mr. Taweep Soontornsingha	1 / 1	8 / 8	1 / 1
3. Prof. Dr. Ruth Banomyong	1 / 1	8 / 8	1 / 1
4. Dr. Chalermwit Chimtragoon	1 / 1	8 / 8	1 / 1
5. Mr. Suraphon Meesathien	1 / 1	8 / 8	1 / 1
6. Mr. Prompong Chaisrisawatsuk	1 / 1	8 / 8	1 / 1
7. Mr. Kosit Fuangswasdi	1 / 1	8 / 8	1 / 1
8. Ms. Neeracha Panboonhom	1 / 1	8 / 8	-

Directors and Executives' Remuneration

The Annual General Meeting of Shareholders for the year 2021, held on 9 April 2021, resolved to approve the determination of remuneration for directors and sub-committees for the year 2021, in an amount not exceeding 10 million Baht, which includes monthly remuneration, meeting allowance, performance-based compensation, and other compensation, as follows:

1. Monthly Remuneration
 - Chairman of the Board of Directors for the amount of 40,000 Baht per month
 - Director for the amount of 30,000 Baht per month
2. Meeting allowance
 - Chairman of the Audit Committee for the amount of 30,000 Baht per meeting attendance.
 - Audit Committee for the amount of 20,000 Baht per meeting attendance.
 - Chairman of the Nomination, Remuneration
- and Corporate Governance Committee for the amount of 20,000 Baht per meeting attendance.
- Nomination, Remuneration and Corporate Governance Committee for the amount of 15,000 Baht per meeting attendance.
- Chairman of the Executive Committee for the amount of 16,500 Baht per meeting attendance.
- Executive Committee for the amount of 11,000 Baht per meeting attendance.
3. Remuneration for the persons who sign on behalf of the Company (other than monthly remuneration) for the directors with the authority in the amount of not less than 12,000 baht per person per month.
4. Performance based compensation (Incentive Fee) is determined by operating results.
5. Other compensations such as annual health examinations and health insurance

The remuneration of the Board of Directors and sub-committees are summarized as follows:

List of Directors	Remuneration Year 2021 (Baht)				
	Directors' Remuneration Monthly	Meeting allowance for the Audit Committee	Meeting allowance for the NRCG Committee	Incentive Fee For Performance 2020	Total
1. Mr. Apisit Rujikeatkamjorn	624,000	-	-	340,000	964,000
2. Mr. Taweep Soontornsingha	360,000	140,000	40,000	265,000	805,000
3. Prof. Dr. Ruth Banomyong	360,000	210,000	-	265,000	835,000
4. Dr. Chalermwit Chimtragoon	360,000	140,000	30,000	265,000	795,000
5. Mr. Suraphon Meesathien	504,000	-	30,000		534,000
6. Mr. Prompong Chaisrisawatsuk	360,000	-	-		360,000
7. Mr. Kosit Fuangswasdi	360,000	-	-	265,000	625,000
8. Ms. Neeracha Panboonhom	504,000	-	-		504,000
Total	3,396,000	420,000	100,000	1,400,000	5,422,000

8.1.3 Supervision of Subsidiaries and Associated Companies

Supervision of Operations of Subsidiaries and Associates

The Company has established investment and management policies for its subsidiaries and associated companies.

1. To ensure that the Company's investments are conducted ethically, the Company considers the following investment policy to be a guideline for its operations:

The business to be invested in is one that has completed a feasibility examination and has a consistent income and profit potential.

- The business to be invested in has adequate cash flow to pay off the debt and interest expenses.
- The business to be invested in provides reasonable returns at acceptable risk
- Recruit and nominate the executives and personnel with expertise and experience in certain type of business
- Refrain from investing in illegal or immoral businesses
- Approved by the Board of Directors or the shareholders' meeting of the Company in accordance with the relevant laws and regulations or the Company's Articles of Association.
- Report the performance of subsidiaries or associated companies that the Company has invested in to the Board of Directors every quarter.

2. When considering the amount of investment in subsidiaries and associated companies, they will depend on the business relationship. If it is a business that has a lot of relationships with the Company, the Company may invest more than 50% and it will be considered as a subsidiary of the Company. As for investments in other businesses, the Company may invest from 20% to 49.99%, which is considered as an associate of the Company. However, the Company may consider and review the investment in a subsidiary and associated companies to be in line and appropriate to the Company's business conditions.

In supervising the operations of subsidiaries and associated companies, the Company will send representatives to be the directors of the subsidiaries and associated companies. The representative may be the Chairman, director, top executives, or any person with suitable qualifications and experience in the following business without a conflict of interest with the subsidiaries' and associated companies' businesses. The representative of the Company is required to manage the business of subsidiaries and associated companies in accordance with the rules and regulations as stipulated in the Company's Articles of Association and the laws of subsidiaries and associated companies. Currently, the Board of Directors has assigned the Chief Executive Officer and the President as representatives of the Company to be directors and manage all related subsidiaries and associated companies and also recruit personnel with expertise and experience to manage all subsidiaries and associated companies. All subsidiaries and associated companies are in accordance with all specified rules before entering into the investment transaction and after taking care of the business of the following subsidiaries and associated companies.

The rules, internal control system and connected transactions of the Company and its subsidiaries, the details are shown on section 9 on Internal Control and Connected Transactions.

8.1.4 Compliance Monitoring of Corporate Governance Policy and Practice

The Company has assigned the Board of Directors the roles and duties of determining the policy of good corporate governance and supervising the compliance with the policy. The Board of Directors will arrange to review the corporate governance policy, business ethics, the Charter of the Board of Directors Charter and Sub-committees, at least once a year to ensure the appropriateness of the policies and practices and that they are consistent with the current situation. In 2021, the Company had implemented the Good Corporate Governance Principles for Listed Companies 2017 (CG Code) to its corporate governance principles to be in line with the current operations and to enhance governance and operational efficiency. The details can be summarized as follows:

Principle 1: Recognize the Board of Directors' roles and responsibilities as corporate leaders who create long-term value for the Company, which the Board of Directors has improved, reviewed each committee's charter on a regular basis. This is to ensure that they are up to date with an anti-corruption policy, risk management policy and quality, safety, occupational health, and environment policy and to be in line with sustainable development guidelines covering economic, society, and the environment dimensions. This also includes the determination of the business continuity management policies to support management under emergency and crisis situations and to support the business to continue to its operations.

Principle 2: Determine the objectives and main goals of the business for sustainability. The Company has established the vision and mission that focuses on sustainability in economic, society and the environment dimensions and operate in accordance with sustainability management policies and goals. (Details shown on the Driving Business For Sustainability.)

Principle 3: Strengthen an effective Board of Directors. The Company has reviewed the board structure and composition of the board to be appropriate and consistent with the business strategy. The board skill matrix has been prepared to review skills, the expertise of each director to be used in the selection of directors and the development of knowledge and expertise of directors to cover all aspects. The Company recognizes the importance of diversity in the board structure and accepts differences appropriately. This is a factor that will increase efficiency in decision-making and the performance of the duties of the Company's directors and helps promote a balance of perspectives, ideas, and experiences. Therefore, the Company has considered the elements as required by law and policy, and considering the diversity in the structure of the board without limitation or discrimination of sex, religion, age, or any other differences.

The Nomination Remuneration and Corporate Governance Committee has been assigned with the

duty of nominating directors, sub-committees and top executives with the independence, transparency and clarity. This is to obtain qualified directors corresponding to the predetermined composition as well as to propose the remuneration of the Board of Directors and sub-committees to the Board of Directors to propose to the shareholders for approval of the structure and all payment methods, monthly compensation, meeting allowance and other forms of compensation to be appropriate with the responsibility and motivate the Board to be able to achieve both short-term and long-term goals.

Supervise the policies and operations of subsidiaries and other businesses in which the Company has significant investments. The Company has assigned directors and top executives with knowledge, expertise in the business of subsidiaries and companies that invest in other companies by acting as the representative of the Company according to the investment policy in subsidiaries and associated companies and report the performance to the Board of Directors' meeting at least every quarter.

In 2021, all directors have attended all Board of Directors' meetings. There is an annual performance evaluation of the Board of Directors, the Sub-committees, Chief Executive Officer and the President to serve as a guideline for the development and increase of efficiency of the directors in the performing their duties.

Principle 4: The nominate and develop top executives and personnel management

In 2021, the Company have reviewed the top executives development plan through an annual performance assessment presented by the Nomination, Remuneration and Corporate Governance Committee. This includes the plans to develop top executives' successors according to long-term goals to drive the organization toward sustainable growth in accordance with the vision and missions, as well as setting appropriate remuneration to be in line with duties and responsibilities and comparable to other organizations with similar business and size. The Company has organized training on corporate sustainability and sustainability risks for all executives in order to create

knowledge, understanding and governance guidelines on various risks that may affect the sustainability of the organization.

Principle 5: Promote Innovation and Responsible Business Operations. In 2021, the Company has adjusted its business strategy under the crisis of the COVID-19 pandemic. The Company brought in technology and programs to help with the operations of the Company to be appropriate for the situation and the Company can still operate the business with efficiency and effectiveness, such as developing an online work program, backing up data and performing various operations under the Information Technology Security Management and Security Policy. From the development of technological innovations, all employees are able to work even in emergency situations, changing to the format of electronic shareholders' meeting (E Meeting), including preparing to deal with cyber threats, setting up a regulatory framework, risk management in terms of personnel, processes, and tools or technology to reduce the impact on the Company's stakeholders and to the overall system to be more adequate and suitable for the digital era. This also includes monitoring for the Company to conduct business with responsibility to society and environment, such as safe transportation processes, environmental management, activities to reduce carbon use and reduce global warming and the selection of environmentally friendly products, etc.

Principle 6: Ensure that there is an appropriate risk management and internal control system. The Board of Directors has monitored the implementation of the strategic plans and goals set and monitor risk management and the adequacy of various internal control systems to prevent the effects of the changing environment. The Board of Directors and the Audit Committee have an opinion that the Company has an appropriate, adequate and effective risk management and internal control system in the current business environment with a regular review of risk management. In addition, the Audit Committee has monitored operations in order to comply with the anti-corruption policy, including the training to communicate with all executives and employees to be aware of corruption prevention practices

and channels for receiving complaints or reporting clues about corruption along with the prevention of conflicts of interest.

The Company has established good practice guidelines to show its intention to operate the business with transparency and accountability and to uphold the duties of directors, executives, and employees, including related parties and related persons. This includes to avoid becoming a stakeholder or being a person involved in an action that may cause a conflict of interest.

1. The Company's directors and executives shall carefully consider conflicts of interest regarding connected transactions under securities laws, regulations, notifications, orders, or rules of the Stock Exchange of Thailand with discreet and honesty by considering the interests of the Company as the priority. Any stakeholder will not be able to participate in the approval of such transaction.
2. The directors, executives and employees shall not involve in any action which is a competition with the Company's business.
3. Persons associated with the Company are prohibited to seek benefits in private affairs with the Company, such as selling goods and services to the Company. If there is a need to do so, they shall act as with a third party under general trading conditions that shall be done with general trading partners without bargaining power from the Company's directors, executives, or related persons and shall provide documentation to clarify and disclose information to the Company in all cases. In the event that it is not a transaction under general trading conditions, it shall be presented to the Audit Committee to consider the suitability of such transaction.
4. In the case of any action or any circumstances that suspect that it may or it is a person who may have a conflict of interest with the Company, a written report shall be made, disclosing the suspected items in the required form. They shall be reported to the superiors in the level-based hierarchies and delivered it to the Corporate Governance Office and Company Secretary to consider whether there is a conflict of interest with the Group and how to proceed.

Preventive Measures of the Exploitation of Internal Information for Personal Gain

The Board of Directors has established measures to prevent the misuse of insider trading by relevant persons, including directors, executives, employees, and workers of the Group related to the information (including spouses and minor children of such persons), including imposing penalties on the disclosure of the Company's information or the use of the Company's information for personal benefits in accordance with the policy to prevent the use of inside information for personal benefits as follows:

1. The Company has determined the preventive measure for the use of Company information by stipulating a regulation to prevent directors, executives, and employees of the Company from disclosing important internal information of the Company to the public or used for personal benefits.
2. The directors, management, and employees of the Company shall avoid using inside information for personal benefits for trading or selling the Company's shares or provide internal information which has not yet been disclosed to the public or others. Therefore, it is best to avoid trading in the Company's securities during the securities trading prohibition period specified in the rules governing securities trading. The details are as follows:
 - (1) During a 1 month period prior to the disclosure of the Company's operating results and the submission of the Company's financial statements to the Stock Exchange of Thailand ("SET") and 1 business day after the submission of the financial statements and (2) shall refrain from trading in the Company's securities for a period of 7 days before the date on which the Board of Directors has made important resolutions to be disclosed to the public and 1 business day after the date that the Company has disclosed such information to the public.
3. The Company has provided knowledge and understanding to the directors and executives of the Company regarding the duty to report the holding of securities of spouse and minor children to the SEC Office in accordance with Section 59 and penalties under the Securities and Exchange

Act, B.E. 2535 ("Securities Act") and regulations of the Stock Exchange of Thailand, including the duty to report the interests of directors and executives and a prohibition on the use of material inside information of the Company on stock trading.

4. The Need-to-Know Basis shall be established such as, communication between departments, permission to enter the area, the offer or request of information between departments which shall be approved by the highest supervisor of that departments.
5. Ensure the reporting of securities holdings of directors and executives of the Company to be presented at the Board of Directors' meeting every quarter.

The Company provides accurate, complete, timely and transparent disclosure of important information, both financial and non-financial according to the rules of SEC and SET, as well as important information that affects the price of the Company's securities. This is an important factor in building confidence among investors and stakeholders of the Company on the transparent operation and is a mechanism for reviewing operations. The Company will disseminate information about the Company to shareholders, investors, and the public through the communication channels of SET, annual data sheet, annual report, including the Company's website: www.seaoilthailand.com, both in Thai and English. In addition, the Company has determined to let the Company Secretary act as investor relations in communicating with shareholders, investors, analysts, stakeholders and relevant government agencies in order to receive information equally.

Anti-corruption

The Company is committed to conducting business with integrity under the framework of good corporate governance by adhering to good governance principles, the Code of Conduct, and business ethics. This includes the responsibility to society and all stakeholders by conducting business with transparency, fairness, and accountability. The Company has been certified as a member of the "Thailand's Private Sector Collective Action Coalition Against Corruption" to express intention and

commitment in combating corruption. Therefore, the Company has established clear policy and guideline on anti-corruption in business operations, including guidelines on any entertainment, political assistance donations or sponsorships, channels for receiving complaints or reporting clues and measures to protect complainants or whistleblowers, etc.

In 2021, the Company has taken steps to prevent business operations of the Company and its subsidiaries from being involved in corruption as follows:

1. The anti-corruption policy has been improved to keep it up-to-date and in line with Personal Data Protection Act, with the amended details in Section 6.3, “major changes and developments in the policy”.
2. Review the risks from all business operations processes of the Company and its subsidiaries that may cause corruption, such as bidding on various projects, entertainment, sponsorships or donations to review and find preventive measures
3. Establish a plan to monitor anti-corruption policy compliance and reporting to the Audit Committee on a quarterly basis
4. Provide a variety of safe and discreet channels for whistleblowers to file their complaints with appropriate handling process
5. Provide training to communicate policy and guideline on anti-corruption during employee orientation and regular training for all employees in the organization through online systems. All employees should be aware of the existence of communication channels for receiving complaints and whistleblowing on corruption, as well as measures to protect whistleblowers.
6. The announcement of the No Gift Policy and communicate with trading partners for acknowledgment and compliance
7. Review the procurement system for transparency and fairness to comply with the anti-corruption policy. The committee is set up to purchase high-value assets or equipment and randomly check the quality of suppliers and the preparation of market price information for reference and

comparison for raw materials or products that need to be purchased on a regular basis.

The Thailand’s Private Sector Collective Action Coalition Against Corruption Committee has resolved to certify that “Sea Oil Public Company Limited” is a member of the Thailand’s Private Sector Collective Action Coalition Against Corruption in November 2019 and the Company has continuously improved the corporate governance standard, resulting in the Company received an excellent score for the 3 consecutive years on The Corporate Governance Report of Thai Listed Companies (CGR), from the Thai Institute of Directors Association (IOD).



(2) Whistblowing

In addition, the Company provides measures for reporting clues or complaints on any illegal actions, wrongdoings that are against the business ethics, violates personal data or behaviors that may imply corruption of directors, executives or employees in the organization by providing a variety of communication channels for employees and stakeholders to report clues or complaints to the Company conveniently and appropriately. Any person with an intention to report such wrongdoings or complaints shall specify the details of the whistleblowing or complaint, including name, address, telephone number(s) that can be contacted and send them to the whistleblowing and complaint channels. The Company has specified channels for whistleblowing or receiving complaints as follows:

• Postal address

Chairman of the Board of
Directors or Chairman of Audit
Committee
Sea Oil Public Company
Limited
88 Soi Bangna-Trad 30,
Debaratna Road, Bangna-Tai,
Bangna, Bangkok 10260

• Email

The Chairman of Audit Committee: ruth@banomyong.com

The Chairman of the Nomination, Remuneration and Corporate Governance Committee / Independent Director / Member of Audit Committee : pongandeat@hotmail.com

Independent Director / Member of Audit Committee : drwit777@gmail.com

Compliance Office and Company Secretary : compliance@seaoilthailand.com

• The Company's Website www.seaoilthailand.com

• Suggestion / comments / complaints box within the Company

The Company has measures to protect and maintain confidentiality in order to protect the rights of complainants and informants acting in good faith. The Company will conceal names, addresses or any information that can identify the whistleblowers and keep the information confidential. This will be limited to those who are responsible for investigating complaints only which can access the information in case of complaints about corruption of executives and top executives. The Audit Committee is responsible for protecting whistleblowers or witnesses during the investigation. The Audit Committee will help them avoid any suffering, harm or injustice arising from whistleblowing, complaints, witnessing or providing information. Persons with responsible related to complaints have a duty to keep information, complaints and documentary evidence of the complainant and the information providers confidential. These information shall not be disclosed to any other person who does not have a relevant duty, unless required by law.

The investigative procedures and penalties for employees who violate or do not comply with these procedures will be subject to disciplinary action in accordance with the Company's policy and regulations, manual for employees on discipline

and disciplinary punishment. Directors or employees will be punished according to the law if the act is illegal. The procedure for conducting investigations is as follows:

- 1) When receiving the clues, the Audit Committee will assign internal auditors or appoint a committee to investigate and notify periodically the result of the investigation to the whistleblower or the complainant.
- 2) If the investigation found the information or evidence has reasonable grounds to believe that the accused person committed corruption, the Company shall have the right to inform the accused of the allegation and the defendant's right to prove themselves by obtaining additional information or evidence showing that they are not involved in the alleged corruption.
- 3) If the accused person has committed corruption, whether by directors, executives and employees, it is considered a violation of the Company's anti-corruption policy and business code of conduct. The accused shall be subject to disciplinary action following the regulations as prescribed by the Company. If the Company has determined that corruption is illegal, the offender may be subject to legal penalties. However, the Chief Executive Officer shall have the final decision on disciplinary action according to the Company's rules.

The Company has no policy to demote, punish or negatively affect employees who refuse to participate in corruption even if such actions may limit business opportunities of the Company.

(The details are shown on the Risk Management and Internal Control and Related Transactions).

Principle 7: Maintain financial credibility and disclosure of information. The Board of Directors and Audit Committee ensure a follow up on the financial reporting system and the disclosure of important information to be accurate, adequate, timely and in accordance with relevant rules, standards and guidelines. The Audit Committee and Executive Committee have monitored the operations and performance on a regular basis including the adequacy of financial liquidity, ability

to pay debt. Opportunity Day activities are organized to communicate information about the performance and important developments for shareholders and interested investors. The report on the performance of various investment projects through information disclosure channels of the Stock Exchange of Thailand and on the Company's website.

Principle 8: Encourage engagement and communication with shareholders. The Board of Directors places great emphasis on the equal treatment and the protection of the rights of shareholders to encourage shareholders to exercise their fundamental rights and allow the shareholders to participate in decision making in important matters of the Company through the shareholders' meeting. The exercise of various rights is stated on Section 6.1.2 Policies and Guidelines on Shareholders and Stakeholders.

8.2 Report of the Performance of the Audit Committee in the Past Year

The Audit Committee of Sea Oil Public Company Limited consists of 3 independent directors who are qualified and experienced in accounting and finance, legal and management and possess all qualifications as specified by the Office of the Securities and Exchange Commission. The Audit Committee has performed its duties and responsibilities within the scope as assigned by the Board of Directors, which is specified in the Audit Committee Charter and in accordance with the guidelines of the Audit Committee that are in line with the regulations of the Stock Exchange of Thailand.

List of Audit Committee	Year 2021 (Number of meetings attended / Total number of meetings)
1. Prof. Dr. Ruth Banomyong (Chairman of the Audit Committee)	7 / 7
2. Mr. Taweeep Soontornsingha (Member of Audit Committee)	7 / 7
3. Dr. Chalermwit Chimtragoon (Member of Audit Committee)	7 / 7

In 2021, the Audit Committee held a total of 7 meetings and reported the performance to the Board of Directors of the Company regularly on a quarterly basis. The following details summarize each member of the Audit Committee's attendance:

Each meeting was a meeting with the auditors, internal auditors, the Chief Executive Officer and President, accounting and finance executive and other executives according to the relevant agenda, and joined in 1 meeting with the auditor without the presence of the executives to discuss independently on important issues, including the acknowledgment of the performance, detected observations as well as problems and obstacles during the operation. The Audit Committee independently reports, expresses opinions, and provides recommendations to the Board of Directors, which considers the review of the financial reports, review of the internal control system and internal audit, appointment of internal auditors, review of the risk management. This also includes

the review of compliance with applicable laws and regulations, consider connected transactions that may have conflicts of interest, consider the selection, nomination, appointment, and remuneration of the auditors and consider a report on the implementation of the anti-corruption policy.

In summary, the Audit Committee has performed its duties with care, prudence, and sufficient independence in expressing opinions and giving recommendations for the maximum benefit of the organization and has an annual assessment of their own performance for the improvement of the performance of duties with efficiency and effectiveness and reach the objectives assigned by the Board of Directors. The Audit Committee has an overall opinion that the Company has an internal control system and an internal audit that is sufficient and appropriate for business operations. Moreover, there is good corporate governance to ensure that

the preparation of a report on the Company's financial information that shows material information that is complete, accurate, and reliable in accordance with financial reporting standards. This also includes the disclosure of adequate information and strict compliance with the laws, rules, and regulations related to business operations.

Summary of the Performance of Other Sub-Committees

The Nomination, Remuneration and Corporate Governance Committee of Sea Oil Public Company Limited was appointed by the Board of Directors comprising 2 independent directors and 1 non-executive director. In 2021, The Nomination, Remuneration and Corporate Governance Committee held a total of 2 meetings as follows:

List of Nomination Remuneration and Corporate Governance Committee	Year 2021 (Number of meetings attended / Total number of meetings)
1. Mr. Taweeep Soontornsingha (Chairman of Nomination, Remuneration and Corporate Governance) - Independent Director	2 / 2
2. Dr. Chalermwit Chimtragoon (Member of Nomination, Remuneration and Corporate Governance Committee) - Independent Director	2 / 2
3. Mr. Suraphon Meesathien (Member of Nomination, Remuneration and Corporate Governance Committee) - Non-Executive Director	2 / 2

The Nomination, Remuneration and Corporate Governance Committee is responsible for supporting the Board of Directors to promote the principles of good corporate governance, consider the determination of criteria and policies relating to the nomination, remuneration, and corporate governance of the Company's directors and sub-committees, including recruiting, selecting, and nominating qualified persons according to the established criteria and processes in order to propose to be appointed as the director, the chief executive, and the executive director of the Company. The committee also has a duty to determine the rules and guidelines for good practice in various fields of the group to comply with the corporate governance policy and in accordance with the principles of good corporate governance of companies listed on the Stock Exchange of Thailand, as well as to promote and support personnel at all levels of the Company. This also includes the adherence and compliance with corporate governance principles and business ethics in order for the organization to grow sustainably. In 2021, The Nomination, Remuneration, and Corporate Governance Committee have performed its duties in

accordance with the Charter assigned by the Board of Directors. The key points are summarized as follows:

1. Consider the election of directors to replace those who retire by rotation to present to the Board of Directors and the General Meeting of shareholders by considering according to the nomination criteria, which the proposed directors possess full qualifications according to the Public Company Limited Act B.E. 2535 with knowledge, ability and experience in related business that will be beneficial to the operations of the Company and the independent director/the Audit Committee, to possess full qualifications in accordance with the requirements of the Notification of the Capital Market Supervisory Board and are able to express their opinions independently.
2. Consider the remuneration of the Board of Directors and sub-committees for the year 2021 according to the remuneration policy to present to the Board of Directors and the shareholders' meeting in considering the remuneration, considering the duties and responsibilities of the directors, business size, business environment,

operation performance, including comparing the remuneration rate with the same industry with the companies that have similar business size.

3. Review the policy and charter of the Nomination, Remuneration and Corporate Governance Committee and supervise the Board Skill Matrix to suit the current situation and in accordance with the principles of good corporate governance.
4. Consider the performance assessment and remuneration of the Chief Executive Officer and the President.
5. Consider and review the succession plan and suggest ways to develop the successor to be more effective.
6. Consider the nomination and selection of the qualified candidates for the position of Executive Director/Finance Director.
7. Consider the preparation of the Corporate Governance Work Plan for the year 2021 in order to formulate guidelines for the development of corporate governance in various fields to cover the interest of all groups of stakeholders according to the principles of good corporate governance and in accordance with sustainable business practices.
8. Consider the 2021 Annual General Meeting of Shareholders work plan as a form of meeting via electronic media (E-AGM) to prevent and reduce the risk of the spread of COVID-19 virus and for the meeting to be held with efficiency and transparency under the principles of good corporate governance and the Company's Articles of Association.
9. Consider and review the issues of management system development for corporate sustainability economically, socially and environmentally.
10. Consider the determination of measures and guidelines to prevent corruption, such as reviewing

the procurement system for transparency and fairness, reviewing the system for disbursement of expenses prone to corruption and promoting anti-corruption campaigns in the organization to confirm the intention of participating as part of the Thailand's Private Sector Collective Action Coalition against Corruption.

11. Consider and review the corporate governance policy, business code of conduct, anti-corruption policy, safety, occupational health and the environment policy, promote knowledge and training for employees to be aware of the environmental protection, optimize resource utilization to the maximum efficiency, risk management and increase transportation control measures to prevent an impact on the environment. In 2021, the Company have passed the ISO 14001 certification on environmental management system (EMS).

The Executive Committee of Sea Oil Public Company Limited is a sub-committee appointed by the Board of Directors, which are selected by directors or top executives who can manage tasks related to normal business operations. This includes to manage work that exceeds the authority of the Chief Executive Officer and the President and scrutinize the administration as well as support the Board of Directors in managing the Company's business in accordance with the policies, work plans, regulations, orders, and goals set forth under the framework assigned by the Board of Directors.

In 2021, the Executive Committee held a total of 12 meetings, with details of meeting attendance as follows:

List of the Executive Committee	Year 2021 (Number of meetings attended / Total number of meetings)
1. Ms. Neeracha Panboonhom (Chairman of Executive Committee)	12 / 12
2. Mrs. Suthida Karuedetkosol (Member of Executive Committee)	12 / 12
3. Mrs. Sasiprapha Thanuwattanachai (Member of Executive Committee)	12 / 12
4. Mr. Kasidis Chareancholwanich (Member of Executive Committee)	12 / 12

In 2021, the Executive Committee has performed its duties in accordance with the Charter. The key points can be summarized as follows:

- (1) Consider and formulate the Company's policies, business strategies, goals and action plans, as well as financial goals and budgets by considering various business factors appropriately to be proposed to the Board of Directors for approval.
- (2) Supervise, examine, and monitor the Company's business operations in accordance with the business strategy policy, goals and action plans, financial goals and budgets of the Company that are approved by the Board of Directors for efficiency and effectiveness through considering and reviewing the Company's performance on a monthly basis. The example is tracking reports of outstanding debt at the end of each month, etc.
- (3) Establish the organizational and administrative structure that covers the policy of remuneration rates and benefits as well as the salary structure of the Company with an overview of the selection, training, hiring, appointment, transfer, and dismissal of the Company's employees.
- (4) Consider, approve and take any actions related to the normal financial transactions of the Company according to the Company's limit of authority.
- (5) Consider and approve procurement, investment expansion, as well as the sale of fixed assets of the Company, which will be considered and proposed to the Board of Directors, if the procurement and the investment expansion, as well as the sale of fixed assets of the Company, is beyond the scope and budget assigned by the Board of Directors.
- (6) Consider and grant approval for financial transactions with financial institutions for the purpose of opening a loan account, applying for mortgage loans, guarantees and other things, including buying, selling and registering any land ownership for the purpose of the Company's business operations, as well as entering into a legal contract and/or any action related to such matter under the authority of the specified limit, if exceeding such amount, it shall be submitted for approval at the Board of Directors' meeting.

9. INTERNAL CONTROL AND CONNECTED TRANSACTIONS

9.1 Internal control

The Company recognizes the importance of internal control system and risk management according to the international standard framework COSO (The Committee of Sponsoring Organizations of the Treadway Commission) to ensure that The company operates with efficiency and effectiveness, and has supervised its operations in accordance with the goals, objectives, laws, and relevant regulations efficiently. Also, to protect the Company assets and its subsidiaries including accuracy and reliable financial reports. The Board of Directors has assigned the Audit Committee to review the internal audit system, internal control system, risk management and considered the sufficiency assessment of internal control system which has been reviewed by the Audit Committee. Internal control system consists of 5 components which are 1) internal control 2) risk assessment 3) operational control 4) information and communication system and 5) monitoring system.

The Board of Directors has an opinion that The Company has internal control and internal audit systems that are effective enough and suitable for current business operations and can create reasonable confidence in the reliability of the consolidated and the company's financial statement Sea Oil Public Company Limited and its subsidiaries for the year 2021, showing the financial position performance and cash flow with correctness as it should be, in accordance with financial reporting standards.

The adequacy and suitability of the internal control system

The Audit Committee Meeting No. 1/2022 held on February 24, 2022 reviewed and assessed the sufficiency of 2018 internal control of the Company and subsequently proposed to the Board of Directors in order to ensure that the Company had an appropriate and sufficient internal control for

the Company business. With consideration from the internal audit report in connection with the Company's key performance management, the risk management report, auditor and management inquiries which is considered based on the 5 components of internal control as follows:

1) Control Environment

The Board of Directors and executives of the company had set Good corporate governance policies and practices based on the Code of Conduct, including communicating to employees and giving priority to ethics which continuously monitor and evaluate. The Board of Directors is independent of the management. The roles and duties of the committee, sub-committees, Chairman, Chief Executive Officer are clearly defined with balances and checks. The company emphasize on the development of personnel's potential continually while Succession Plan has set forth to ensure continuity of business operations. System development, internal control has its mean to support the environment and technology transition capability to operate efficiently and effectively in objectives and goals achievement.

2) Risk Assessment

The Company realizes the importance of risk management under environment changing which might affect business operations, both internal and external factors and business continuity. Board of Directors set risk management policy, risk indicated framework as well as assign Risk Management Committee to review risk factors and risk assessment to report quarterly to the Audit Committee for acknowledgment. The risk assessment covers risks in areas such as strategy, operations, finance, corruption. information technology, changes in laws and regulations, etc.

3) Control Activities

The company has established effective control activities in order to reduce the high level risk that might effect objective achievement to an acceptable level, such as setting up policies and regulations on financial transactions, procurement and overall management as well as determine duties and management's hierarchy in authorize approval. To perform consistency in the quality management system ISO 9001 and the environment management ISO 14001 system, specified a framework that shows commitment and adherence to employee good practice to achieve the goal. There are policies and procedures to verify on transaction that may have conflicts of interest and report to the Audit Committee for review every quarter.

4) Information and communication

The company realizes the importance of effective information and communication systems. To support the internal control to be able to operate in accordance with the established guidelines. It consists of quality internal and external information relevant to its operations, as well as to provide the Board of Director with sufficient information for decision-making on various considerations. Company has appropriately provided communication channels to relevant parties and stakeholders in matters of Company's operating results and other channels in obtaining important information such as customer satisfaction assessment, whistle blower and other concerned about corruption.

5) Monitoring Activitiess

The Company has a process for internal control monitoring and evaluating results to ensure that the internal control system completely and appropriately operate. Under the quality management system, working group has been appointed in the internal audit activities to verify operation process accuracy and acknowledged by management in results

verification including correction action and follow up on various issues to strengthen efficiency and effectiveness of standardized operations.

The Audit Committee has reviewed and assessed the sufficiency of the internal control system annually and proposed to the Board of Directors to ensure that the Company has an internal control system that is appropriate and sufficient for the Company's business operations by considering the internal audit report, company's key operational processes and risk management review that does not find any significant weaknesses.

The Audit Committee considered and appointed internal auditors which is an independent agency who directly report to the Audit Committee considering by the independence in operation, the quality of the professional audit knowledge. Annual internal audit plan approved under authorized of Audit Committee by using risk assessment and internal control systems in accordance with COSO standards. Audit Committee has considered the results of internal audits as well as supervise and follow up on operation improvement according to the recommendations of the internal auditors and quarterly report the results of the internal audit to the Board of Directors for acknowledgment.

In summary, the Audit Committee has an overall opinion that The Company has an internal control system, internal audits that are adequate and appropriate for business operations. There is good corporate governance to ensure the completeness, accuracy and reliability of company's financial report in accordance with financial reporting standards, adequate information disclosure and strictly comply with laws and regulations related to business operations. Also, there is a development to improve the operating system, risk assessment monitoring to continuously improve quality and efficiency to suit the current business environment.

9.2 Related transactions

List of companies that may have conflicts in 2021

Parties with Conflict of Interest	Type of Business	Relationship
1. Nathalin Co., Ltd. (Nathalin)	Marine petroleum transportation and Holding Company	- Being SEAOIL's major shareholder holding 45.04% of issued and paid-up capital - Having three mutual directors: 1) Mr.Suraphon Meesathien 2) Mr.Prompong Chaisrisawatsuk 3) Ms.Neeracha Panboonhom
2. Prima Marine PCL. (PRM)	Marine petroleum transportation	- Common shareholders are Nathalin, holding 45.04% of the issued and paid-up capital, and hold 54.20% of Prima's paid- up capital. - Having three mutual directors, 1) Mr. Suraphon Meesathien 2) Mr. Prompong Chaisrisawatsuk 3) Ms. Neeracha Panboonhom
3. N.T.L. Marine Co., Ltd. (NTL)	Marine petroleum transportation	Held by Prima 99.99% of the paid-up capital, Prima has a major shareholder with the Company, which Nathalin holds 54. 20 percent of Prima's issued and paid-up capital. And holds 45.04% of the company's issued and paid-up capital
4. BSC Management Co., Ltd. (BSC)	Employment, placement agency	Held by Prima 100% of the paid-up capital, Prima has a major shareholder with the Company, which Nathalin holds 54.20 percent of Prima's issued and paid-up capital. And holds 45.04% of the company's issued and paid-up shares
5. Thai Marine Tanker Co., Ltd. (Thai Marine)	Marine petroleum transportation	Held by Prima 100% of the paid-up capital, Prima has a major shareholder with the Company, which Nathalin holds 54.20 percent of Prima's issued and paid-up capital. And holds 45.04% of the company's issued and paid-up shares
6. United Offshore Aviation Co.,Ltd.	Air Transportation	Held by Miss Paleerat Panboonhom holds 75% of the total issued. And holds 20% of United Offshore Aviation Co., Ltd. of the issued and paid-up capital
7. KMAN Consult Co., Ltd	Investment Consultant	Company has 1 common director which is Mr. Kosit Fuangswasdi
8. Nathalin Shipping Pte.Ltd.	Marine petroleum transportation	Held by Prima 87.50% of the paid-up capital, Prima has a major shareholder with the Company, which Nathalin holds 54.20 percent of Prima's issued and paid-up capital. And holds 45.04% of the company's issued and paid-up shares

Parties with Conflict of Interest	Type of Business	Relationship
9. Global Bio Power Co., Ltd.	Petroleum refinery	Held by Global Bio Power Holding 100% of the issued and paid-up capital which Global Bio Power Holding is a subsidiary of Nine Elements Co., Ltd with the same major shareholder as Nathalin holding 65.00% of the issued and paid-up capital, and holds 45.04% of the Company's issued and paid-up capital
10. T.I.M. Ship Management Co., Ltd.	Ship management agency	Held by Prima and its subsidiaries 100% of the issued and paid-up capital Prima has a common major shareholder, Nathalin, holding 54.20% of Prima's issued and paid-up capital. and holds 45.04% of the Company 's issued and paid-up capital
11. Natural Energy Refinery Holding Co., Ltd.	Palm Oil Refinery	Held by Nine Elements Company Limited at 100% of the issued and paid-up capital, of which Natural Energy Refinery Holding Co., Ltd is a subsidiary of Nine Element Co., Ltd., having a common shareholder with the Company, Nathalin, holding 65.00 percent of the issued and paid-up capital. and holds 45.04% of the Company's issued and paid-up capital
12. Big C Co., Ltd.	Marine petroleum transportation	Held by Prima and its subsidiaries 100% of the issued and paid-up capital Prima has a common major shareholder, Nathalin, holding 54.20% of Prima's issued and paid-up capital. and holds 45.04% of the Company's issued and paid-up capital
13. Truth Maritime Co., Ltd.	Marine petroleum transportation	Held by a subsidiary of Prima 100% of the issued and paid-up capital Prima has a common major shareholder, Nathalin, holding 54.20% of Prima's issued and paid-up capital. and holds 45.04% of the Company's issued and paid-up capital
14. Truth Maritime Services Co., Ltd.	Marine petrochemical exploration	Held by a subsidiary of Prima 100% of the issued and paid-up capital Prima has a common major shareholder, Nathalin, holding 54.20% of Prima's issued and paid-up capital. and holds 45.04% of the Company's issued and paid-up capital
15. Siam Global House PLC. (Global House)	Construction Materials	Company has 1 common director which is Mr. Apisit Rujikeatkamjorn

The Company has related transactions with persons who may have conflicts of interest in the years 2021 and 2020 which are summarized as follows:

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Million Baht)		Necessity and appropriateness for related transactions	Audit Committee Opinion
		Ended Dec 31,2020	Ended Dec 31,2021		
1. Nathalin Co.,Ltd. (" Nathalin")	1.1 Sea Oil Public Company Limited “The Company”				
	Rental and service fees	3.64	4.03	The Company leases the area of Warich Building , 6th floor, total area of 898.08 sq m. for use as the Company's office, including service fees, utilities, for a 3 year lease term, at the rental rate agreed in the contract. according to the market price can be comparable to the rental rates for nearby areas	Such transactions are reasonable. with rental rates and conditions as agreed according to market price
	Container Rental	0.13	0.13	The company rents 3 containers to store documents and equipment. The lease term is 1 year at the rental rate agreed in the contract. according to market price can be comparable to the rental rates of nearby areas	Such transactions are reasonable, with rental rates and agreed terms. according to market price
	Rental fee for storage space for sample oil bottles	0.03	0.04	The company rents space to store the sample oil bottle The lease term is 1 year at the rental rate agreed in the contract. according to market price can be comparable to the rental rates of nearby areas	Such transactions are reasonable. with rental rates and conditions as agreed according to market price
	Employee lunch benefits	0.39	0.12	The Company hired Nathalin Co., Ltd. to provide lunch for employees. for welfare and for the convenience of traveling The service fee is charged according to the number of boxes that the company has informed and according to the market price.	The above list is reasonable for employee welfare. according to market price
	fees for information technology systems	2.80	2.72	The company hired Nathalin to manage. Information technology system consists of ERP system, support system, equipment maintenance and network system both in the office and cloud system , as well as taking care of overall information system security. because Nathalin has Specializing in Information Technology Systems Certified by international standards ISO 9001 and ISO 27001 .	The transaction is reasonable, which is a normal business support. with a rate proper service Compared to other service providers The service rate is lower than the market price. able to provide services and solve problems promptly, with appropriate service conditions and benefits to the organization

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Million Baht)		Necessity and appropriateness for related transactions	Audit Committee Opinion
		Ended Dec 31,2020	Ended Dec 31,2021		
1. Nathalin Co.,Ltd. ("Nathalin")	Management fees, human resources	0.99	0.98	The company hired human resources management in the part of the personnel development system. Compensation and benefits system because Nathalin has expertise in personnel management There is a work system that supports the operation of personnel. and when considering the service fee There is a lower rate than hiring a large number of personnel to take care of this work.	The transaction is reasonable, which is a normal business support. with reasonable rates of wages and transaction conditions This is according to the market price and is beneficial to the company.
	Legal advisory fee	-	0.05	The Company hired Nathalin's Legal Department to translate and certify documents used in foreign countries (Notarial services) and to review contracts without conflict of interest. with a service fee according to the market price and can provide services within the specified time	Such transactions are reasonable. which is normal business support with reasonable rates of wages and transaction conditions which is according to the market price
	Car rental and service	0.01	0.05	The company pays for rent and car service. car with driver for executives and employees on occasion For business or meetings off-site, with service rates based on the type of vehicle And the rate is comparable to the price of renting an outside car.	Such transactions are reasonable. with rental rates and conditions as agreed at an appropriate rate which is in accordance with the market price
	Meeting room rental fee	-	0.02	rental company Meeting room for Nathalin In case of training or holding a shareholders' meeting The above rate is the same rate that Nathalin charged companies in the group and outsiders who rent the space. and can be comparable with the rental rates of nearby areas	Such transactions are reasonable. with rental rates and conditions as agreed which is according to the market price
	Other current assets • Security deposit for building rental according to the lease agreement	0.16	0.18	Security deposit for building rental incurred under the lease agreement In the event that the company does not have any obligations and/or any outstanding debts The company will receive a refund of the rental deposit. When the lease expires	Such transactions are reasonable. and in accordance with the terms of the lease agreement

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Million Baht)		Necessity and appropriateness for related transactions	Audit Committee Opinion
		Ended Dec 31,2020	Ended Dec 31,2021		
	Administrative expenses accrued Accrued administrative expenses such as electricity costs, information management fees and personnel management fees that the company has to pay to Nathalin	0.52	0.76	Accrued administrative expenses are incurred because the contract payment is not the same as the end of the accounting period. The company must make payment within the 10th day of every month which is in accordance with the conditions specified in the agreed contract.	Such transactions are reasonable. and have conditions as agreed under the contract
1. Nathalin Co.,Ltd. ("Nathalin")	1.4 Sea Oil Petroleum Pte Ltd. ("SOP")				
	Information technology system administration fee	-	0.74	The company hired Nathalin to manage the information. Overseas Subsidiaries Only the part of the ERP system, the cloud network system and take care of the overall security. because Nathalin has expertise in information technology systems Certified by international standards ISO 9001 and ISO 27001 .	Such transactions are reasonable. and have conditions as agreed under the contract service rate according to market price
2. Prima Marine PLC ("Prima")	2.1 Sea Oil Public Company Limited "The Company"				
	income from the sale of goods	5.42	2.91	The Company sells fuel and lubricants to Prima by setting the selling price under the Cost Plus Pricing Method. This is a normal business operation of the company. The selling price and trading conditions are the same as selling the products to other customers .	Such transactions are normal business transactions. It has the same general selling price and commercial terms as other customers.
	Service income Catering Revenue from sales of fresh food	24.11 0.32	29.75 -	The Company is contracted to provide food, cleaning and laundry for oil rig workers. On board a residential boat (Catering and Service) with a service charge per person per day. according to the agreed rate, which is in the normal course of business	The aforementioned transaction is a normal business transaction of the Company in providing catering services . Price and trade terms as agreed
	trade accounts receivable	-	10.63	It is the outstanding balance arising from the provision of the catering and service business and the sale of fuel. with payment terms (Credit term) equal to 30 days from the date of the invoice.	Such transactions are reasonable. The service fee and conditions are in accordance with the agreed contract.

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Million Baht)		Necessity and appropriateness for related transactions	Audit Committee Opinion
		Ended Dec 31,2020	Ended Dec 31,2021		
3. N.T.L. Marine Company Limited ("N.T.L.")	3.1 Sea Oil Public Company Limited "The Company"				
	income from the sale of goods	182.19	229.21	The Company sells fuel and lubricants to N.T.L. Marine Co., Ltd. by determining the selling price under the Cost Plus Pricing Method , which is a normal business operation of the Company. The selling price and trading conditions are the same as selling the products to other customers .	The above list is a list. Trading as the normal business of the company. There are selling prices and official conditions. Trade basically just like any other customer.
	income from the sale of goods	-	10.20	The Company procures supplies and sells food and raw materials (Provision) to N.T.L. Marine Company Limited by setting the selling price according to the cost plus profit method (Cost Plus Pricing Method and the same trading conditions as selling products to other customers	The aforementioned transaction is a normal business transaction of the Company. It has the same general selling price and commercial terms as other customers.
	trade accounts receivable	20.96	56.05	The outstanding balance arising from Sales of fuel and lubricants There is a credit term of 30 days which is the same general commercial terms as for other customers.	Such transactions are reasonable. conditionally Trade generally just like any other customer.
	3. 2 Sea Oil Petroleum Pte Ltd. ("SOP")				
	income from the sale of goods	48.01	107.69	SOP selling fuel and lubricants to N.T.L. by setting the selling price under the Cost Plus Pricing Method as a normal business transaction The selling price and trading conditions are the same as selling the products to other customers.	Such transactions are normal business transactions. It has the same general selling price and commercial terms as other customers.
	trade accounts receivable	9.48	22.84	It is the outstanding balance arising from the sale of fuel and lubricants. There is a credit term of 30 days, which is the same general commercial terms as for other customers.	Such transactions are reasonable and have general trading conditions. same as other customers

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Million Baht)		Necessity and appropriateness for related transactions	Audit Committee Opinion
		Ended Dec 31,2020	Ended Dec 31,2021		
4. BSC Management Co., Ltd. ("BSC")	4.1 Sea Oil Public Company Limited "The Company"				
	Administrative, Staff Catering	0.48	0.87	The company hires BSC to manage the catering staff who work on the rig or on the ship because BSC has expertise in maritime labor law and has an efficient work system The service fee is reasonable and comparable to the market price.	The aforementioned transaction is a transaction supporting the Company's normal business. There are trade terms and service fees according to market prices.
	Administrative expenses accrued	0.15	0.16	Accrued administrative expenses include employee management fees. Catering stationed on the oil rig or on the basis of agreed commercial terms.	
	4.2 Sea Oil Petroleum Pte Ltd. ("SOP")				
	income from the sale of goods	-	7.26	SOP sells fuel and lubricants to BSC Employment Management Company Limited by setting the selling price under the Cost Plus Pricing Method . have the same selling price and trading conditions as other customers	Such transactions are normal business transactions. It has the same general selling price and commercial terms as other customers.
5. Thai Marine Tanker Co., Ltd. ("Thai Marine")	5.1 Sea Oil Petroleum Pte Ltd. ("SOP")				
	income from the sale of goods	12.84	11.13	SOP sells fuel and lubricants to Thai Marine. The selling price is determined according to the Cost Plus Pricing Method. The Company sells such products as a normal business operation of the Company with the same selling prices and trading conditions as selling products to other customers .	The transaction is a normal business transaction of SOP with the same general selling price and trading conditions as other customers.
	trade accounts receivable	2.33	-	Outstanding balance arising from sales of fuel and lubricants with payment terms (Credit term) equal to 30 days as with other customers	Such transactions are reasonable. The general trading conditions are the same as other customers.
6. United Offshore Aviation Company Limited	income from the sale of goods	13.15	19.63	Jet A 1 fuel and lubricants to United Offshore Aviation Company Limited by setting the selling price under the Cost Plus Pricing Method. It is a normal business transaction of the Company with the same selling price and general trading conditions as other customers .	The said transaction is a normal business transaction of the Company with the same selling price and general trading conditions as other customers.

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Million Baht)		Necessity and appropriateness for related transactions	Audit Committee Opinion
		Ended Dec 31,2020	Ended Dec 31,2021		
	trade accounts receivable	1.08	2.80	Occurs from the sale of fuel and lubricants, type Jet A 1, with payment terms (Credit term) equal to 30 days. same as other customers	Such transactions are reasonable. The general trading conditions are the same as other customers.
7. KMAN Consulting Co., Ltd. ("KMAN")	consulting fee	0.69	4.61	The company is obliged to hire a consulting company. To study new investment projects related to the company's business and requires specialized specialists which the Company has compared the service fees with other consultants and saw that KMAN was ready including experience, personnel, and services that cover all aspects and has an appropriate advisory fee that is comparable to the market price	Such transactions are reasonable. and have conditions as agreed under the contract which is comparable to the market price and is beneficial to the Company
8. Nathalin Shipping Pte.Ltd.	Oil Petroleum Pte Ltd. ("SOP")				
	income from the sale of goods	-	22.07	SOP sells fuel and lubricants to Nathalin Shipping by setting the selling price under the Cost Plus Pricing Method. It is a normal business transaction. with the same selling price and trading conditions as other customers	The said transaction is a normal business transaction of the Company with the same selling price and general trading conditions as other customers.
9. Global Bio Power Company Limited	income from the sale of goods	-	20.31	The Company sells fuel and lubricants to Global Bio Power Company Limited by setting the selling price under the Cost Plus Pricing Method. This is the normal business operation of the Company. with the same selling price and trading conditions as other customers	The said transaction is a normal business transaction of the Company with the same selling price and general trading conditions as other customers.
	trade accounts receivable	-	2.05	Outstanding balances arise from sales of fuel and lubricants. with payment terms (Credit term) equal to 30 days as with other customers	Such transactions are reasonable. The general trading conditions are the same as other customers.

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Million Baht)		Necessity and appropriateness for related transactions	Audit Committee Opinion
		Ended Dec 31,2020	Ended Dec 31,2021		
10.T.I.M. Ship Management Company Limited	income from the sale of goods	-	7.96	The Company procures supplies and sells food and raw materials (Provision) to T.I.M. Ship Management Co., Ltd. by setting the selling price according to the Cost Plus Pricing Method. normal business of the company The selling price and trading conditions are the same as selling products to other cus- tomers.	The said transaction is a normal business transaction of the Company with the same selling price and general trading conditions as other customers.
	trade accounts receivable	-	2.37	It is the outstanding balance arising from the sale of goods (Provision) with payment terms (Credit term) equal to 30 days, which is the same general commercial terms as other customers.	Such transactions are reasonable. The general trading conditions are the same as other customers.
11.Natural Energy Refinery Holding Company Limited	11.1 Sea Oil Public Company Limited “The Company”				
	income from the sale of goods • The Company sells fuel and lubricants to Natural Energy Refinery Co., Ltd. Holding is limited by setting the selling price according to the Cost Plus Pricing Method.	-	0.47	The Company sells such products as a normal business operation of the Company. The selling price and trading conditions are the same as selling products to other customers.	The aforementioned transaction is a transac- tion supporting the normal business of the Company. The terms of trade are based on market prices and are reasonable.
	trade accounts receivable	-	0.50	The outstanding balance aris- es from the sale of fuel and lubricants. with payment terms (Credit term) equal to 30 days as with other customers	Such transactions are reasonable. The general trading conditions are the same as other customers.
	11.2 Sea Oil Petrochemical Company Limited (“SOC”)				
	Income from renting properties	-	20.02	The company leases land, factories and properties. to be used as a place for palm oil refinery business At the rental rate agreed in the contract for a period of 3 years, the said rate is comparable to the rental rate of the factory and nearby areas.	entering into such trans- actions It is appropri- ate and beneficial to the Company and its sub- sidiaries. To help reduce expenses and increase revenues for subsidiar- ies. including the rental rate is reasonable can be compared with the market price and nearby factory areas

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Million Baht)		Necessity and appropriateness for related transactions	Audit Committee Opinion
		Ended Dec 31,2020	Ended Dec 31,2021		
	trade accounts receivable	-	0.13	arising from property rental services with payment terms (Credit term) equal to 30 days	Such transactions are reasonable. Because it is in accordance with the terms of the lease and service contract.
	Other non-current liabilities	-	2.80	as an advance payment for renting property to be used as a place of assembly Palm oil refining business according to the terms of the contract	Such transactions are reasonable. Because it is in accordance with the terms of the lease and service agreement.
12.Big C Company Limited	income from the sale of goods	-	109.95	The Company sells fuel and lubricants to Big C Co., Ltd. by setting the selling price under the Cost Plus Pricing Method , which is the normal business practice of the Company. with the same selling price and trading conditions as other customers	Such transaction is a normal business transaction of the Company, with general selling price and commercial terms as with other customers.
	trade accounts receivable	-	32.80	arising from the sale of fuel and lubricants with payment terms (Credit term) equal to 30 days	Such transactions are reasonable. The general trading conditions are the same as other customers.
13.Truth Maritime Company Limited	income from the sale of goods	-	7.61	The Company sells fuel and lubricants to True Maritime Co., Ltd. by setting the selling price under the Cost Plus Pricing Method , which is a normal busi- ness operation of the Company with the selling price and trading conditions The same with other customers	The aforementioned transaction is a normal business transaction of the Company. There are general selling prices and commercial terms. same as other customers
	income from the sale of goods	-	1.24	The Company procures sup- plies and sells food and raw materials (Provision) to Truth Maritime Co., Ltd. by setting the selling price according to the cost plus profit method . Plus Pricing Method) This is the normal business operation of the Company. with selling price and trading conditions general as well with other customers	The aforementioned transaction is a normal business transaction of the Company. There are general selling prices and commercial terms. same as other customers
	trade accounts receivable	-	3.41	arising from the sale of fuel and lubricants with payment terms (Credit term) equal to 30 days	Such transactions are reasonable. The general trading conditions are the same as other customers.

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Million Baht)		Necessity and appropriateness for related transactions	Audit Committee Opinion
		Ended Dec 31,2020	Ended Dec 31,2021		
13. Truth Maritime Company Limited	Administrative expenses accrued	-	0.24	Accrued administrative expenses include document management service fees. staff on board that the company has to pay to Truth Maritime Co., Ltd.	
	fees for document management services for ship crews	-	0.32	The company hired Truth Maritime to provide document management services for employees going to work on the ship. or on an oil rig, with rates comparable to market prices	The transaction is a normal business support transaction and the service fee is based on the market price.
	Oil Petroleum Pte Ltd. ("SOP")				
	income from the sale of goods	-	35.82	SOP sells fuel and lubricants to True Maritime Company Limited by setting the selling price under the Cost Plus Pricing Method. The Company sells such products as a normal business operation of the Company. with the same selling price and trading conditions as other customers	The transaction is a normal business transaction of the Company with the same general selling price and trading conditions as other customers.
	trade accounts receivable	-	8.32	arising from the sale of fuel and lubricants with payment terms (Credit term) equal to 30 days	The transaction was reasonable and had the same general trading conditions as other customers.
14. Truth Maritime Services Co., Ltd.	income from the sale of goods	-	4.14	The Company sells such products as a normal business operation of the Company. The selling price and trading conditions are the same as selling products to other customers.	The aforementioned transaction is a transaction supporting the Company's normal business. The terms of trade are based on market prices and are reasonable.
	trade accounts receivable	-	1.03	arising from the sale of fuel and lubricants with payment terms (Credit term) equal to 30 days	Such transactions are reasonable. The general trading terms are the same as other customers.
15. Siam Global House Public Company Limited ("Global House")	income from the sale of goods	-	9.36	The Company sells fuel and lubricants to the Company. Siam Global House Public Company Limited The selling price is determined according to the Cost Plus Pricing Method . The Company sells such products as a normal business operation of the Company. The selling price and trading conditions are the same as selling products to other customers.	The aforementioned transaction is a normal business transaction of the Company. It has the same general selling price and trading conditions as other customers.

Policy on related transactions

For the related transactions in the future, the Company will conduct in a clear and fair way, without causing any benefit transfer and the Company will comply with the Securities and Stock Exchange Laws and regulation, announcement, obligation of Security Exchange Thailand and Capital Market Committee, including conform with the confidentiality regulations about related transactions and/or property acquisition or sale that are important to the Company or subsidiary company or associated company according to the accounting standard by The Institute of Certified Accountants and Auditors of Thailand.

Measurement or approval process of related transactions

The Board of Directors meeting resolved to set the measurement or approval process of related transactions between the Company and individuals which may lead to disputes and the relevant parties and the Company will comply with Securities and Stock Exchange Laws and regulation, announcement, obligation of Security Exchange Thailand and Capital Market Committee. However, the management and the interested person will not be able to participate in the approval

If the law stipulated that Board of Directors' approval must be obtained, the Company will arrange audit committee to attend the meeting to examine and give opinion about the necessity and the reasonableness of the transaction. The principle for the transactions that are trading agreement with general trading conditions and the transaction that are trading agreement with special trading conditions and other related transactions are as set out as follows:

1. Transactions that are normal business and supporting business of the main business with general trading conditions

For the transaction that are normal business and supporting business of the main business with general trading conditions, such as gasoline and lubricating oil trading, catering business, raw materials providing business and other services for the residence at the sea, sea vessel, and oil drilling platforms located in the sea (Supply Management) and the supporting transaction of normal business such as oil transportation and service

providing to the customer in general, etc. that are done between the Company and director, management, major company, or relevant person and officially approved by the Board of Directors, the Executive Board or Management Division is able to approve such transaction If the transaction has a trading agreement in the same way as what a reasonable man would conduct with the contract party in general under the same situation with the bargaining power that is freed from the influence of being a director, management, major company or relevant persons. The Company will prepare a summary of transaction for presenting in Board of Directors on quarterly basis.

2. Transactions business without general trading conditions with and other inter-company transactions

Transactions business without general trading conditions with and other intercompany transactions that worth 1 million baht and above such as the rent/rent out of main property for operation, significance acquisition or sale of fixed asset, giving or receiving financial support, etc. must be examined and considered by Audit Committee before submitting to Board of Directors and/or Shareholders' meeting for further consideration and approval. The Company shall comply with Securities and Stock Exchange Laws and regulation, announcement, obligation of Security Exchange Thailand and Capital Market Committee, including the conformity to the confidentiality regulations about the intercompany transactions and/or the acquisition or sale of important property of the Company

If the Audit Committee is not expert in consideration of the intercompany transactions that may occur, the Company will appoint independent expert or Company's auditor to consider about the intercompany transactions in order to support Audit Committee's decision and/or Board of Directors and/or Shareholders as the case may be to make sure that the transaction is necessary and reasonable by considering on Annual Report 2019 121 Company's benefit. The Company will present the intercompany transactions in Annual Registration Statement (Report Form 56-1), Annual Report, and Notes to the financial statement that is audited by Company's auditor. The company has disclosed the transactions of the past 3 years in the annual report. To compare information from the company website

SECTION 3 : FINANCIAL STATEMENT

INDEPENDENT

AUDITOR'S REPORT

To the shareholders of Sea Oil Public Company Limited

My opinion

In my opinion, the consolidated financial statements and the separate financial statements present fairly, in all material respects, the consolidated financial position of Sea Oil Public Company Limited (the Company) and its subsidiaries (the Group) and the separate financial statements of the Company as at 31 December 2021, and its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRS).

What I have audited

The consolidated financial statements and the separate financial statements comprise:

- the consolidated and separate statements of financial position as at 31 December 2021;
- the consolidated and separate statements of comprehensive income for the year then ended;
- the consolidated and separate statements of changes in equity for the year then ended;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes to the consolidated and separate financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated and separate financial statements section of my report. I am independent of the Group and the Company in accordance with the Code of Ethics for Professional Accountants issued by the Federation of Accounting Professions that are relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key audit matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the consolidated and separate financial statements of the current period. I determine one key audit matter: Assessment of the recoverable amount of long-term loans to a subsidiary. The matter was addressed in the context of my audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on this matter.

Key audit matters	How my audit addressed the key audit matters
Assessment of the recoverable amount of long-term loans to a subsidiary Refer to Note 36.5 to the financial statements regarding long-term loans to subsidiaries. As at 31 December 2021, the Company has long-term loans to a subsidiary of Baht 1,071.53 million representing 46.00% of total assets in the separate financial statements. The Company has made loans to the subsidiary since 2015 to invest in a joint venture that operates in the exploration, development and production of petroleum and natural gas. The subsidiary's ability to repay the loans depends on the joint venture's future performance. The Company, therefore, assesses the recoverable amount expected to be repaid from the subsidiary by estimating expected future cash flows from the joint venture. The assessment shows that the subsidiary has the ability to repay the aforesaid loans. The assessment of the recoverable amount of long-term loans to a subsidiary is determined to be a key audit matter because the loan amount is material to the financial statements and the assessment of recoverable amount is based on an estimation of the joint venture's future cash flows. This estimation depends on assumptions which involve significant management judgements, such as expectations about possible variations in the amount or timing of future cash flows which depend on petroleum reserves and oil prices, the time value of money, and the appropriate discount rate.	I tested the reasonableness of an estimate of expected future cash flows from the joint venture by testing the assumptions as follows: • compared the forecast operating results against actual historical data of the joint venture. • compared the petroleum reserves with a report performed by management expert. • checked the future oil prices which management used with market information. • analysed whether costs and expenses related to sales were consistent with actual historical amounts. • used my firm's valuation expert to evaluate the reasonableness of the estimation of expected future cash flows from the joint venture. I also assessed the competence of the management experts who provided information about the petroleum reserves and oil prices. Based on the above procedures, I found that assumptions used by the management to estimate the expected future cash flow from the joint venture used as information to assess the recoverable amount of long-term loans to a subsidiary were reasonable.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated and separate financial statements and my auditor's report thereon. The annual report is expected to be made available to me after the date of this auditor's report.

My opinion on the consolidated and separate financial statements does not cover the other information and I will not express any form of assurance conclusion thereon.

In connection with my audit of the consolidated and separate financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to the audit committee.

Responsibilities of the directors for the consolidated and separate financial statements

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

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group's and 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 directors either intend to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee assists the directors in discharging their responsibilities for overseeing the Group's and the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated and separate financial statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate 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 my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with TSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated and separate 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 my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the 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 Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with the audit committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide the audit committee with a statement that I 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 my independence, and where applicable, related safeguards.

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

PricewaterhouseCoopers ABAS Ltd.

Sukhumaporn Wong-ariyaporn

Certified Public Accountant (Thailand) No. 4843

Bangkok

25 February 2022

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2021

	Notes	Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
		Baht	Baht	Baht	Baht
Assets					
Current assets					
Cash and cash equivalents	10	340,118,417	101,325,821	102,679,445	23,764,965
Trade and other receivables, net	11	1,348,388,519	556,617,785	542,925,633	186,112,166
Short-term loans to subsidiaries	36.5	-	-	-	8,100,000
Derivative assets	7	411,967	-	-	-
Inventories, net	13	5,153,383	17,135,471	5,153,383	7,148,325
Other current assets	14	46,748,583	81,970,583	11,666,380	13,502,623
Total current assets		1,740,820,869	757,049,660	662,424,841	238,628,079
Non-current assets					
Investments in subsidiaries, net	16.1	-	-	308,753,090	308,753,090
Investment in a joint venture	16.2	1,016,024,046	1,103,808,311	-	-
Long-term loans to subsidiaries	36.5	-	-	1,287,327,646	1,578,177,646
Investment properties, net	17	244,449,711	-	-	-
Property, plant and equipment, net	18	30,234,921	299,507,313	29,574,549	29,160,693
Right-of-use assets	19	45,024,753	34,490,837	23,260,895	27,922,111
Intangible assets, net	20	3,984,375	1,483,136	2,981,058	472,794
Deferred tax assets, net	21	8,278,937	6,849,688	8,278,937	6,849,688
Other non-current assets	22	7,779,744	330,003	6,653,205	327,003
Total non-current assets		1,355,776,487	1,446,469,288	1,666,829,380	1,951,663,025
Total assets		3,096,597,356	2,203,518,948	2,329,254,221	2,190,291,104

The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT 31 DECEMBER 2021

		Consolidated financial statements		Separate financial statements	
		2021 Baht	2020 Baht	2021 Baht	2020 Baht
Notes					
Liabilities and equity					
Current liabilities					
Short-term borrowings					
from financial institutions	23.1	327,555,742	77,575,652	187,754,801	47,750,031
Short-term borrowings from					
a subsidiary	36.6	-	-	81,821,330	81,821,330
Current portion of long-term borrowings					
from financial institutions	23.2	55,000,000	129,882,778	55,000,000	129,882,778
Trade and other payables	24	963,091,602	335,339,966	300,435,945	57,843,160
Derivative liabilities	7	219,597	5,635	219,597	5,635
Current-portion of lease liabilities	25	13,142,496	11,934,870	6,634,004	6,268,931
Income tax payable		8,096,274	14,384,747	-	-
Other current liabilities		2,490,647	3,283,956	2,137,929	3,049,368
Total current liabilities		1,369,596,358	572,407,604	634,003,606	326,621,233
Non-current liabilities					
Long-term borrowings from					
financial institutions	23.2	-	174,433,951	-	174,433,951
Lease liabilities	25	32,933,767	23,282,166	17,585,899	22,135,430
Employee benefit obligations	26	13,986,319	12,724,348	13,986,319	11,997,825
Other non-current liabilities	36.3	2,800,000	-	-	-
Total non-current liabilities		49,720,086	210,440,465	31,572,218	208,567,206
Total liabilities		1,419,316,444	782,848,069	665,575,824	535,188,439

The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT 31 DECEMBER 2021

		Consolidated financial statements		Separate financial statements	
		2021 Baht	2020 Baht	2021 Baht	2020 Baht
Notes					
Liabilities and equity (continued)					
Equity					
Share capital					
Authorised share capital					
649,509,110 ordinary shares					
at par value of Baht 1 each					
(31 December 2020 : 608,915,628					
ordinary shares at par value of					
Baht 1 each)					
27		649,509,110	608,915,628	649,509,110	608,915,628
Issued and paid-up share capital					
649,507,473 ordinary shares					
at par value of Baht 1 each					
(31 December 2020 : 608,914,791					
ordinary shares at par value of					
Baht 1 each)					
27		649,507,473	608,914,791	649,507,473	608,914,791
Premium on ordinary shares					
		933,170,699	933,170,699	933,170,699	933,170,699
Retained earnings (deficits)					
Appropriated - legal reserve					
29		29,280,000	28,580,000	29,280,000	28,580,000
Unappropriated					
		37,170,253	(147,970,619)	51,720,225	84,437,175
Other components of equity					
		(1,119,023)	(19,530,056)	-	-
Equity attributable to owners					
of the Company					
		1,648,009,402	1,403,164,815	1,663,678,397	1,655,102,665
Non-controlling interests					
		29,271,510	17,506,064	-	-
Total equity					
		1,677,280,912	1,420,670,879	1,663,678,397	1,655,102,665
Total liabilities and equity					
		3,096,597,356	2,203,518,948	2,329,254,221	2,190,291,104

The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
		Baht	Baht	Baht	Baht
Revenue from sales		11,087,162,214	5,154,508,518	2,362,517,173	1,406,668,775
Revenue from services		233,583,222	120,458,097	233,583,222	120,458,097
Revenue from rental income		19,600,000	-	-	-
Cost of sales		(10,820,676,020)	(4,946,916,614)	(2,275,632,863)	(1,327,856,540)
Cost of services		(252,622,443)	(132,941,484)	(252,622,443)	(132,941,484)
Cost of rental income		(16,037,086)	-	-	-
Gross profit		251,009,887	195,108,517	67,845,089	66,328,848
Other income	30	13,784,776	21,854,867	85,064,493	217,136,937
Selling expenses		(121,834,625)	(91,037,122)	(32,148,001)	(23,903,812)
Administrative expenses		(149,935,398)	(164,117,390)	(96,193,845)	(85,065,165)
(Reversal of) loss on impairment of financial assets		4,067,716	(8,711,155)	2,105,894	(8,694,716)
Loss on impairment of investment in a subsidiary	16.1	-	-	-	(141,307,367)
Dividend income from investment in a subsidiary - discontinued operations	16.1	-	-	-	137,349,135
Loss on impairment of investment in a subsidiary - discontinued operations	16.1	-	-	-	(111,076,000)
Gain on disposal of discontinued operations	15	-	60,734,025	-	-
Other gains (losses), net		12,052,394	1,756,163	417,253	739,439
Finance costs	31	(20,614,686)	(28,940,995)	(15,432,280)	(27,222,857)
Profit (loss) before share of profit from a joint venture and income tax		(11,469,936)	(13,353,090)	11,658,603	24,284,442
Share of profit from a joint venture	16.2	257,495,742	40,685,648	-	-
Profit before income tax		246,025,806	27,332,558	11,658,603	24,284,442
Income tax	33	(5,998,947)	(18,226,792)	1,429,249	(3,105,093)
Profit for the year		240,026,859	9,105,766	13,087,852	21,179,349
from continuing operations		240,026,859	9,105,766	13,087,852	21,179,349
from discontinued operations (net of tax)	15	-	22,435,118	-	-
Profit for the year		240,026,859	31,540,884	13,087,852	21,179,349

The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF COMPREHENSIVE INCOME (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	Consolidated financial statements		Separate financial statements	
		2021 Baht	2020 Baht	2021 Baht	2020 Baht
Other comprehensive income					
Item that will not be reclassified subsequently to profit or loss					
Remeasurement of post-employment benefit obligations	26	-	421,037	-	97,965
Income tax on item that will not be reclassified subsequently to profit or loss	21	-	(84,207)	-	(19,593)
Total item that will not be reclassified subsequently to profit or loss		-	336,830	-	78,372
Item that will be reclassified subsequently to profit or loss					
Currency translation differences		24,456,074	(1,055,856)	-	-
Total item that will be reclassified subsequently to profit or loss		24,456,074	(1,055,856)	-	-
Other comprehensive income for the year, net of tax		24,456,074	(719,026)	-	78,372
Total comprehensive income for the year		264,482,933	30,821,858	13,087,852	21,257,721
Profit (loss) attributable to:					
Owners of the Company					
from continuing operations		230,945,674	(3,988,771)	13,087,852	21,179,349
from discontinued operations		-	22,434,871	-	-
		230,945,674	18,446,100	13,087,852	21,179,349
Non-controlling interests		9,081,185	13,094,784	-	-
		240,026,859	31,540,884	13,087,852	21,179,349
Total comprehensive income attributable to:					
Owners of the Company					
from continuing operations		249,356,707	(4,433,853)	13,087,852	21,257,721
from discontinued operations		-	22,434,871	-	-
		249,356,707	18,001,018	13,087,852	21,257,721
Non-controlling interests		15,126,226	12,820,840	-	-
		264,482,933	30,821,858	13,087,852	21,257,721
Basic earnings (losses) per share					
from continuing operations		0.3556	(0.0061)	0.0202	0.0326
from discontinued operations		-	0.0345	-	-
Basic earnings per share	34	0.3556	0.0284	0.0202	0.0326

The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2021

Consolidated financial statements												
Attributable to owners of the Company												
Notes	Issued and paid-up share capital	Share premium	Shortage arising from business combination under common control	Other components of equity								
				Retained earnings		Other comprehensive income		Equity		Non-controlling interests	Total equity	
				Appropriated	Unappropriated	Translation of financial statements	Total other components of equity	attributable to owners of the Company				
				Baht	Baht	Baht	Baht	Baht	Baht			
	553,559,662	933,170,699	(74,049,938)	27,520,000	(30,136,983)	(18,748,144)	(18,748,144)	1,391,315,296	16,420,989	1,407,736,285		
27	55,355,129	-	-	-	-	-	-	55,355,129	-	55,355,129		
16.1, 28	-	-	-	-	(61,506,628)	-	-	(61,506,628)	(11,733,628)	(73,240,256)		
29	-	-	-	1,060,000	(1,060,000)	-	-	-	-	-		
16.1	-	-	-	-	-	-	-	-	600	600		
15	-	-	74,049,938	-	(74,049,938)	-	-	-	(2,737)	(2,737)		

The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF CHANGES IN EQUITY (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

Consolidated financial statements											
Attributable to owners of the Company											
Other components of equity											
Other comprehensive income											
Equity											
Non-controlling interests											
Total equity											
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The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF CHANGES IN EQUITY (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

		Separate financial statements				
		Retained earnings		Total equity		
Notes	Issued and paid-up share capital	Share premium	Appropriated - legal reserve	Unappropriated	Total equity	
	Baht	Baht	Baht	Baht	Baht	Baht
Opening balance as at 1 January 2020	553,559,662	933,170,699	27,520,000	125,746,082	1,639,996,443	
Transactions with owners during the year						
Increase in share capital	55,355,129	-	-	-	55,355,129	
Dividend paid	-	-	-	(61,506,628)	(61,506,628)	
Total comprehensive income for the year	-	-	-	21,257,721	21,257,721	
Legal reserves	-	-	1,060,000	(1,060,000)	-	
Closing balance as at 31 December 2020	608,914,791	933,170,699	28,580,000	84,437,175	1,655,102,665	
Opening balance as at 1 January 2021	608,914,791	933,170,699	28,580,000	84,437,175	1,655,102,665	
Transactions with owners during the year						
Increase in share capital	40,592,682	-	-	-	40,592,682	
Dividend paid	-	-	-	(45,104,802)	(45,104,802)	
Total comprehensive income for the year	-	-	-	13,087,852	13,087,852	
Legal reserves	-	-	700,000	(700,000)	-	
Closing balance as at 31 December 2021	649,507,473	933,170,699	29,280,000	51,720,225	1,663,678,397	

The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	Consolidated financial statements		Separate financial statements	
		2021 Baht	2020 Baht	2021 Baht	2020 Baht
Cash flows from operating activities					
Profit before income tax					
from continuing operations		246,025,806	27,332,558	11,658,603	24,284,442
from discontinued operations	15	-	23,855,996	-	-
Profit before income tax including discontinued operations		246,025,806	51,188,554	11,658,603	24,284,442
Adjustments for:					
Depreciation and amortisation	17, 18, 19, 20	45,218,913	50,089,303	13,358,579	6,291,079
Loss on (reversal of) impairment of financial assets		(4,067,716)	8,711,155	(2,105,894)	8,694,716
(Reversal) allowance for net realisable value of inventories		(2,122,920)	4,005,920	-	-
Loss on impairment of investment in a subsidiary	16.1	-	-	-	141,307,367
Loss on impairment of investment in a subsidiary - discontinued operations	16.1	-	-	-	111,076,000
Loss on impairment of plant and equipment	18	-	29,444,459	-	-
Gain on disposal of discontinued operations	15	-	(60,734,025)	-	-
(Gain) loss on disposal and write off of fixed assets		(1,999)	7,961,627	(1,999)	-
(Gain) loss on fair value of derivatives		(180,218)	332,832	213,962	19,494
(Gain) loss on exchange rate		357,759	(288,911)	221,675	(191,417)
Employee benefit obligations	26	1,261,971	440,871	1,988,494	634,448
Interest income		(1,595,969)	(2,955,051)	(52,358,826)	(152,323,382)
Interest expense		20,614,686	36,138,541	15,432,280	27,222,857
Dividend income	16.1, 30	-	-	(18,347,519)	(55,978,158)
Dividend income - discontinued operations	16.1	-	-	-	(137,349,135)
Share of profit from a joint venture	16.2	(257,495,742)	(40,685,648)	-	-
Profit (loss) from operating activities before changes in operating assets and liabilities		48,014,571	83,649,627	(29,940,645)	(26,311,689)
Changes in operating assets and liabilities					
Trade and other receivables		(718,553,722)	209,073,635	(376,272,375)	28,219,319
Inventories		14,105,007	(9,942,883)	1,994,941	(6,999,631)
Other current assets		36,955,654	(61,227,760)	(739,640)	2,331,307
Other non-current assets		-	56,190,782	-	-
Trade and other payables		575,652,954	(166,185,885)	240,570,985	24,447,253
Other current liabilities		(804,960)	(3,199,206)	(911,440)	2,234,065
Other non-current liabilities		2,800,000	-	-	-
Cash generated from (used in) operations		(41,830,496)	108,358,310	(165,298,174)	23,920,624
Income tax received		2,951,714	-	2,666,687	-
Income tax paid		(22,809,063)	(14,157,810)	(6,326,202)	(2,100,895)
Net cash generated from (used in) operating activities		(61,687,845)	94,200,500	(168,957,689)	21,819,729

The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF CASH FLOWS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	Consolidated		Separate	
		financial statements		financial statements	
		2021	2020	2021	2020
		Baht	Baht	Baht	Baht
Cash flows from investing activities					
Restricted deposits at financial institutions		-	54,577	-	-
Proceeds from disposal of fixed assets		42,303	10,657	42,303	-
Payment for purchase of fixed assets		(6,099,842)	(36,669,010)	(5,535,109)	(26,084,661)
Payment for purchase of intangible assets		(2,546,000)	-	(2,546,000)	-
Payment for investment in subsidiaries	16.1	-	-	-	(2,999,400)
Proceeds from disposal of discontinued operations, net of cash	15	-	197,099,570	-	-
Loans made to subsidiaries	36.5	-	-	(80,110,000)	(58,640,000)
Proceeds from repayment of loans to subsidiaries	36.5	-	-	379,060,000	80,242,354
Interest received		1,599,796	2,955,051	69,164,244	132,274,397
Dividend received	16.1, 16.2	345,280,007	164,037,572	23,082,340	50,430,366
Dividend received - discontinued operations	16.1	-	-	-	137,349,135
Net cash generated from investing activities		338,276,264	327,488,417	383,157,778	312,572,191
Cash flows from financing activities					
Proceeds from short-term borrowings from financial institutions	23.1	2,544,738,337	888,584,493	1,186,844,420	783,554,559
Repayment on short-term borrowings from financial institutions	23.1	(2,433,151,916)	(1,033,354,913)	(1,177,839,650)	(898,760,978)
Proceeds from short-term borrowings from a subsidiary	36.6	-	-	-	81,821,330
Proceeds from long-term borrowings from a financial institutions	23.2	-	300,000,000	-	300,000,000
Repayment on long-term borrowings from financial institutions	23.2	(120,000,000)	(206,834,000)	(120,000,000)	(169,000,000)
Payment for debentures	23.2	-	(400,000,000)	-	(400,000,000)
Payment for transaction costs of borrowings	23.2	-	(3,000,000)	-	(3,000,000)
Payment for lease liabilities	25	(12,480,275)	(10,371,573)	(6,465,954)	(2,887,568)
Proceeds from non-controlling interests from the issuance of ordinary shares of subsidiaries		-	600	-	-
Interest paid		(18,765,912)	(37,446,015)	(13,418,400)	(28,025,813)
Dividend paid	28	(4,512,120)	(6,151,499)	(4,512,120)	(6,151,499)
Dividend paid from a subsidiary to non-controlling interests	16.1	(3,360,780)	(11,733,628)	-	-
Net cash generated used in financing activities		(47,532,666)	(520,306,535)	(135,391,704)	(342,449,969)

The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

STATEMENT OF CASH FLOWS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
		Baht	Baht	Baht	Baht
Net increase (decrease) in cash and cash equivalents		229,055,753	(98,617,618)	78,808,385	(8,058,049)
Cash and cash equivalents at the beginning of the year		101,325,821	198,089,896	23,764,965	31,826,500
Exchange gains (losses) on cash and cash equivalents		9,736,843	1,853,543	106,095	(3,486)
Cash and cash equivalents at the end of the year	10	340,118,417	101,325,821	102,679,445	23,764,965
Supplementary information for cash flows					
Non-cash transactions:					
Purchase of fixed assets on payable		1,387,985	3,372,197	1,387,985	3,372,197
Dividend receivable	16.1	-	-	8,308,187	13,000,000
Stock dividend	28	40,592,682	55,355,129	40,592,682	55,355,129
Acquisition of right-of-use assets under lease liabilities	25	22,843,619	16,464,764	2,281,496	16,464,764

The accompanying notes are an integral part of these consolidated and separate financial statements.

SEA OIL PUBLIC COMPANY LIMITED

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

1 General information

Sea Oil Public Company Limited (“the Company”) was incorporated and registered as a limited company on 26 May 1997. The Company’s shares had been approved to be listed in the MAI (Market for Alternative Investment) on 5 September 2013. The address of the Company’s registered office is as follows:

88 Soi Bang Na-Trad 30, Debaratna Road, Bang Na-Tai Sub-district, Bang Na district, Bangkok.

The principal activities of the Company and its subsidiaries (“the Group”) are retail sale of fuel oil and lubricant oil, provide service and supply management for clients in the oil industry’s exploration and production.

The consolidated and separate financial statements were authorised for issue by the Board of Directors on 25 February 2022.

2 Significant events during the current year

During the year 2021, the Group’s sales has increased when comparing to the same period last year due to the average crude oil price has increased from USD 40 per barrel to USD 70 per barrel during this year. In addition, the Group’s sale volume has increased due to the Group engages with new customers in new markets both domestic and international markets and the expansion to Korea and Norway. However, the Group’s gross profit has decreased due to higher competition in both existing market and newly entered market.

3 Basis of preparation

The consolidated and separate financial statements have been prepared in accordance with Thai Financial Reporting Standards (“TFRS”) and the financial reporting requirements issued under the Securities and Exchange Act.

The consolidated and separate financial statements have been prepared under the historical cost convention except derivative instrument.

The preparation of financial statements in conformity with TFRS requires management to use certain critical accounting estimates and to exercise its judgement in applying the Group’s accounting policies. The areas involving an accounting estimates, assumptions, and judgements that are more likely to be materially adjusted to the consolidated and separate financial statements are disclosed in Note 8.

An English version of the consolidated and separate financial statements have been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

SEA OIL PUBLIC COMPANY LIMITED

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

4 New and amended financial reporting standards

- 4.1** New financial reporting standards that are effective for accounting period beginning on or after 1 January 2021 do not have significant impact to the Group.
- 4.2** Amended financial reporting standards that are effective for accounting period beginning on or after 1 January 2022 and are relevant to the Group. The Group has not yet early adopted these standards.

Interest rate benchmark (IBOR) reform - phase 2, amendments to TFRS 9, TFRS 7, TFRS 16 and TFRS 4, and accounting guidance, financial instruments and disclosures for insurance business provide relief measures addressing issues that might affect financial reporting during the reform, including the effects of changes to contractual cash flows or hedging relationship arising from the replacement of one benchmark with an alternative benchmark.

Key relief measures of the phase 2 amendments are as follows:

- When changing the basis for determining contractual cash flows for financial assets and financial liabilities (including lease liabilities), changes that are necessary as a direct result of the IBOR reform and which are considered economically equivalent, will not result in an immediate gain or loss in the income statement. TFRS 16 has also been amended to require lessees to use a similar practical expedient when accounting for lease modifications that change the basis for determining future lease payments as a result of the IBOR reform.
- Hedge accounting relief measures will allow most TFRS 9 hedge relationships that are directly affected by the IBOR reform to continue. However, additional ineffectiveness might need to be recorded.

TFRS 7 requires additional disclosure about:

- the nature and extent of risks arising from the IBOR reform to which the entity is exposed to
- how the entity manages those risk
- the entity's progress in transitioning from the IBOR to alternative benchmark rates and how the entity is managing this transition.

The Group's management is currently assessing the impact of these amended financial reporting standards.

5 Accounting policies

5.1 Principles of consolidation

a) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group until the date that control ceases.

In the separate financial statements, investments in subsidiaries are accounted for using cost method. Direct costs are recorded as cost of initial investment. Dividend income from subsidiaries is recognised as income in profit or loss.

SEA OIL PUBLIC COMPANY LIMITED

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

b) Joint arrangements

Investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangements.

Joint operations

A joint operation is a joint arrangement whereby the Group has rights to the assets, and obligations for the liabilities relating to the arrangement. The Group recognises its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the Group's financial statement line items.

Joint ventures

A joint venture is a joint arrangement whereby the Group has rights to the net assets of the arrangement. Interests in joint ventures are accounted for using the equity method.

In the separate financial statements, investments in joint ventures are accounted for using cost method. Dividend income from joint ventures is recognised as income in profit or loss.

c) Equity method

The investment is initially recognised at cost which is consideration paid and directly attributable costs.

The Group's subsequently recognises shares of joint ventures' profits or losses and other comprehensive income in the profit or loss and other comprehensive income, respectively. The subsequent cumulative movements are adjusted against the carrying amount of the investment.

When the Group's share of losses in joint ventures equals or exceeds its interest in the associates and joint ventures, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

d) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A difference between the amount of the adjustment to non-controlling interests to reflect their relative interest in the subsidiary and any consideration paid or received is recognised within equity.

If the ownership interest in joint ventures is reduced but joint control is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate. Profit or loss from reduce of the ownership interest in joint ventures is recognise in profit or loss.

When the Group losses control, joint control over investments, any retained interest in the investment is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value becomes the initial carrying amount of the retained interest which is reclassified to investment in an associate, or a joint venture or a financial asset accordingly.

e) Intercompany transactions on consolidation

Intra-group transactions, balances and unrealised gains on transactions are eliminated. Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in the joint ventures. Unrealised losses are also eliminated in the same manner unless the transaction provides evidence of an impairment of the asset transferred.

SEA OIL PUBLIC COMPANY LIMITED

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

5.2 Business combination

The Group applies the acquisition method to account for business combinations with an exception on business combination under common control. The consideration transferred for the acquisition of a subsidiary comprises:

- fair value of the assets transferred,
- liabilities incurred to the former owners of the acquiree
- equity interests issued by the Group

Identifiable assets and liabilities acquired and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group initially recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

The excess of the consideration transferred, the amount of any non-controlling interest recognised and the acquisition-date fair value of any previous equity interest in the acquiree (for business combination achieved in stages) over the fair value of the identifiable net assets acquired is recorded as goodwill. In the case of a bargain purchase, the difference is recognised directly in profit or loss.

Acquisition-related cost

Acquisition-related cost are recognised as expenses.

Step-up acquisition

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measured are recognised in profit or loss.

Changes in fair value of contingent consideration paid/received

Subsequent changes to the fair value of the contingent consideration that is an asset or liability is recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured.

Business combination under common control

The Group accounts for business combination under common control by measuring acquired assets and liabilities of the acquiree at their carrying values presented in the highest level of the consolidation. The Group retrospectively adjusted the business combination under common control transactions as if the combination had occurred on the later of the beginning of the preceding comparative period and the date the acquiree has become under common control (if occurred after the preceding comparative period).

Consideration of business combination under common control are the aggregated amount of fair value of assets transferred, liabilities incurred and equity instruments issued by the acquirer at the date of which the exchange in control occurs.

The difference between consideration under business combination under common control and the acquirer's interests in the carrying value of the acquiree is presented as "surplus arising from business combination under common control" in equity and is derecognised when the investment is disposed of transferred to retained earnings.

SEA OIL PUBLIC COMPANY LIMITED

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

5.3 Foreign currency translation

a) Functional and presentation currency

The financial statements are presented in Thai Baht, which is the Company's functional currency.

b) Transactions and balances

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

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 the profit or loss.

Any exchange component of gains and losses on a non-monetary item that recognised in profit or loss, or other comprehensive income is recognised following the recognition of a gain or loss on the non-monetary item.

c) Group companies

The operational results and financial position of the Group's entities (none of which has the currency of a hyper-inflationary economy) that have a different functional currency from the Group's presentation currency are translated into the presentation currency as follows.

- Assets and liabilities are translated at the closing rate at the date of respective statement of financial position;
- Income and expenses for statement of comprehensive income are translated at average exchange rates; and
- All resulting exchange differences are recognised in other comprehensive income.

5.4 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, deposits held at call with banks and other short-term highly liquid investments with maturities of three months or less from the date of acquisition.

5.5 Trade receivables

Trade receivables are amounts due from customers for goods sold and service performed in the ordinary course of business.

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, they are recognised at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost.

The impairment of trade receivables are disclosed in Note 5.7(f).

5.6 Inventories

Inventories are stated at the lower of cost and net realisable value.

Cost of inventories is determined by the first-in, first-out method. Cost of raw materials comprise all purchase cost and costs directly attributable to the acquisition of the inventory less all attributable discounts. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and directly attributable costs in bringing the inventories to their present location and condition.

Net realisable value is the estimate of the selling price in the ordinary course of business, less applicable variable selling expenses. The Group recorded allowance, where necessary, for obsolete, slow-moving and defective inventories.

SEA OIL PUBLIC COMPANY LIMITED

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

5.7 Financial asset

a) Classification

The Group classifies its investment in debt instrument in the following measurement categories depending on i) business model for managing the asset and ii) the cash flow characteristics of the asset whether they represent solely payments of principal and interest (SPPI).

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- those to be measured at amortised cost.

The Group reclassifies debt instrument when and only when its business model for managing those assets changes.

For investments in equity instruments, the Group has an irrevocable election at the time of initial recognition to account for the equity investment at fair value through profit or loss (FVPL) or at fair value through other comprehensive income (FVOCI) except those that are held for trading, they are measured at FVPL.

b) Recognition and derecognition

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

c) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether the cash flows are solely payment of principal and interest.

d) Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the financial assets. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortised cost:** Financial assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains or losses together with foreign exchange gains and losses. Impairment losses are presented as a separate line item in the statement of comprehensive income.
- **FVOCI:** Financial assets that are held for i) collection of contractual cash flows; and ii) for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest income using the effective interest method, and foreign exchange gains and losses which are recognised in profit or loss. When the financial assets is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains or losses. Interest income is included in other income. Impairment expenses are presented separately in the statement of comprehensive income.
- **FVPL:** Financial assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains or losses in the period in which it arises.

SEA OIL PUBLIC COMPANY LIMITED

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

e) Equity instruments

The Group measures all equity investments at fair value. Where the Group has elected to present fair value gains and losses on equity instruments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains or losses in the statement of comprehensive income.

Impairment losses and reversal of impairment losses on equity investments are reported together with changes in fair value.

f) Impairment

The Group applies simplified approach in measuring the impairment of trade receivables, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected credit loss rates are based on payment profiles, historical credit losses as well as forward-looking information and factors that may affect the ability of the customers to settle the outstanding balances.

For other financial assets carried at amortised cost and FVOCI, the Group applies general approach in measuring the impairment of those financial assets. Under the general approach, the 12-month or the lifetime expected credit loss is applied depending on whether there has been a significant increase in credit risk since the initial recognition.

The significant increase in credit risk from initial recognition assessment is performed every end of reporting period by comparing i) expected risk of default as of the reporting date and ii) estimated risk of default on the date of initial recognition.

The Group assesses expected credit loss by taking into consideration forward-looking information and past experiences. The expected credit loss is a probability-weighted estimate of credit losses (probability-weighted present value of estimated cash shortfall). The cash shortfall is the difference between all contractual cash flows that are due to the Group and all cash flows expected to receive, discounted at the original effective interest rate.

Impairment losses and reversal of impairment are recognised in profit or loss as a separate line item.

5.8 Non-current assets held-for-sale and discontinued operation

Non-current assets (or disposal groups) are classified as assets held-for-sale when their carrying amount will be recovered principally through a sale transaction and a sale is considered highly probable. They are measured at the lower of the carrying amount and fair value less costs to sell.

An impairment loss is recognised for write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised.

A discontinued operation is a component of the Group that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of comprehensive income.

SEA OIL PUBLIC COMPANY LIMITED

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

5.9 Investment property

Investment properties, principally land, buildings and machineries, are held for rental yields and are not occupied by the Group.

Investment property is measured initially at cost, including directly attributable costs and borrowing costs.

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Subsequently, they are carried at cost less accumulated depreciation and impairment.

Land is not depreciated. Depreciation on other investment property is calculated using the straight-line method to allocate their costs to their residual values over their estimated useful lives, as follows:

Land improvements	20 years
Buildings	20 years
Building improvements	5 years
Machinery and equipment	8 - 15 years
Fixtures and office equipment	3 - 5 years
Computer software	10 years

5.10 Property, plant and equipment

Land is stated at cost less any accumulated impairment loss. Building and equipment are stated at cost less accumulated depreciation and any accumulated impairment loss.

Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the item will flow to the Group. The carrying amount of the replaced part is derecognised.

All other repairs and maintenance are charged to profit or loss when incurred.

Land is not depreciated. Depreciation of other assets is calculated using the straight line method to allocate its cost to its residual values over estimated useful lives, as follows:

Land improvements	20 years
Building	20 years
Building improvements	5 years
Fixtures and office equipment	3 - 5 years
Vehicles	5 years
Machinery and equipment	8 - 15 years

The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Gains or losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

5.11 Intangible assets

Computer software

Expenditure on acquired computer software is capitalised as intangible asset on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised using the straight-line method over its estimated useful lives of 10 years.

SEA OIL PUBLIC COMPANY LIMITED

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

5.12 Impairment of assets

Assets that have an indefinite useful life are tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired. Assets that are subject to amortisation are reviewed for impairment whenever there is an indication of impairment. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

Where the reasons for previously recognised impairments no longer exist, the impairment losses on the assets concerned other than goodwill is reversed.

5.13 Leases

Leases - where the Group is the lessee

Leases are recognised as a right-of-use assets and a corresponding liability at the date at which the leased asset is available for use by the Group.

Liabilities arising from a lease are initially measured on the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the Group under residual value guarantees
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the lease transfers ownership of the underlying asset to the lessee by the end of the lease term or if the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, the lessee shall depreciate the right-of-use asset from the commencement date to the end of the useful life of the underlying asset.

Payments associated with short-term leases and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise small items of office furniture.

Leases - where the Group is the lessor

The Group, where is the lessor, will classify each lease as operating lease or finance lease.

When assets are leased out under a finance lease, the present value of the lease payments is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. Lease income is recognised over the term of the lease which reflects a constant periodic rate of return. Initial direct costs are included in initial measurement of the finance lease receivable and reduce the amount of income recognised over the lease term.

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Rental income under operating leases (net of any incentives given to lessees) is recognised on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the statement of financial position based on their nature.

5.14 Financial liabilities

a) Classification

Financial instruments issued by the Group are classified as either financial liabilities or equity securities by considering contractual obligations.

- Where the Group has an unconditional contractual obligation to deliver cash or another financial asset to another entity, it is considered a financial liability unless there is a predetermined or possible settlement for a fixed amount of cash in exchange of a fixed number of the Group's own equity instruments.
- Where the Group has no contractual obligation or has an unconditional right to avoid delivering cash or another financial asset in settlement of the obligation, it is considered an equity instrument.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

b) Recognition and measurement

Financial liabilities are initially recognised at fair value and are subsequently measured at amortised cost.

c) Derecognition and modification

Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled, or expired.

Where the terms of a financial liability are renegotiated or modified, the Group assesses whether the renegotiation or modification results in the derecognition of that financial liability. Where the modification results in an extinguishment, the new financial liability is recognised based on fair value of its obligation. The remaining carrying amount of financial liability is derecognised. The difference as well as proceed paid is recognised as other gains or losses in profit or loss.

Where the modification does not result in the derecognition of the financial liability, the carrying amount of the financial liability is recalculated as the present value of the renegotiated / modified contractual cash flows discounted at its original effective interest rate. The difference is recognised in other gains or losses in profit or loss.

5.15 Borrowing costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are added to the cost of those assets less investment income earned from those specific borrowings. The capitalisation of borrowing costs is ceased when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

Other borrowing costs are expensed in the period in which they are incurred.

5.16 Current and deferred income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax

The current income tax is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

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Deferred income tax

Deferred income tax is recognised on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax is not recognised for temporary differences arise from:

- initial recognition of an asset or liability in a transaction other than a business combination that affects neither accounting nor taxable profit or loss is not recognised
- investments in subsidiaries, associates and joint arrangements where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax is measured using tax rates of the period in which temporary difference is expected to be reversed, based on tax rates and laws that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

5.17 Employee benefits

(a) Short-term employee benefits

Liabilities for short-term employee benefits such as wages, salaries, paid leave and bonuses that are expected to be settled wholly within 12 months after the end of the period are recognised in respect of employees' service up to the end of the reporting period. They are measured at the amount expected to be paid.

(b) Defined contribution plan

The Group pays contributions to a separate fund in accordance with the provident fund Act. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due.

(c) Defined benefit plans

Amount of retirement benefits is defined by the agreed benefits the employees will receive after the completion of employment. It usually depends on factors such as age, years of service and an employee's latest compensation at retirement.

The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market yield of government bonds that matches the terms and currency of the expected cash outflows.

Remeasurement gains and losses are recognised directly to other comprehensive income in the period in which they arise. They are included in retained earnings in the statements of changes in equity.

Past-service costs are recognised immediately in profit or loss.

(d) Termination benefits

The Group recognises termination benefits at the earlier of (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for the related restructuring. Benefits due more than 12 months are discounted to their present value.

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5.18 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events. It is probable that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation. The increase in the provision due to passage of time is recognised as interest expense.

5.19 Share capital

Ordinary shares and non-redeemable preference shares with discretionary dividends are classified as equity.

Incremental costs directly attributable to the issue of new shares or options (net of tax) are shown as a deduction in equity.

5.20 Revenue recognition

(a) Revenue from sales and services

Revenue includes all revenues from ordinary business activities. All ancillary income in connection with the delivery of goods and rendering of services in the course of the Group's ordinary activities is also presented as revenue.

Revenue is recognised when the Group satisfies a performance obligation by transferring goods or services to customers. The goods and services are transferred when the customers obtain control of that goods and services. Control of the goods and services has transferred when the goods and services are delivered to customers. Delivery occurs when the goods have been shipped to the specific location. A receivable is recognised when the goods and services are delivered as this is the performance obligations satisfied at a point in time.

Revenue is recognised based on the price specified in the contract, net of value-added tax, rebates and discounts. Accumulated experience is used to estimate and provide for the discounts and rebates. An amount of variable consideration is only recognised to the extent that it is highly probable that a significant reversal will not occur.

Any bundled goods or services that are distinct are separately recognised, and any discounts or rebates on the contract price are generally be allocated to the separate elements.

(b) Other income

- Dividend income is recognised when rights to receive dividends are established.
- Interest income is recognised using the effective interest method.
- Other income is recognised on an accrual basis.

5.21 Dividend distribution

Dividend distributed to the Company's shareholders is recognised as a liability when interim dividends are approved by the Board of Directors, and when the annual dividends are approved by the shareholders.

5.22 Derivatives

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently measured to their fair value at the end of each reporting period. The changes in the fair value is recognised to other gains or losses.

Fair value of derivatives is classified as a current or non-current following its remaining maturity.

The Group does not choose to use hedge accounting for derivatives transactions.

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5.23 Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of:

- the amount determined in accordance with the expected credit loss model under TFRS 9; and
- the amount initially recognised less the cumulative amount of income recognised in accordance with the principles of TFRS 15 Revenue from contracts with customers.

The fair value of financial guarantees is determined based on the present value of the difference in cash flows between a) the contractual payments required under the debt instrument; and b) the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

6 Financial risk management

6.1 Financial risk

The Group exposes to a variety of financial risk: market risk (including foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

6.1.1 Market risk

(a) Foreign exchange risk

The Group is exposed to foreign currency risk arises from trading transactions, net assets and net liabilities that are not denominated in functional currency of each company in the Group. The Group seeks to reduce this risk by entering into forward exchange contracts when it considers appropriate.

Exposure

The Group's exposure to foreign currency risk at the end of the reporting period, expressed in Baht is as follows:

	Consolidated financial statements								
	2021					2020			
	US Dollar Baht'000	Singapore Dollar Baht'000	Korean Won Baht'000	Thai Baht Baht'000	Norwegian Krone Baht'000	US Dollar Baht'000	Singapore Dollar Baht'000	Korean Won Baht'000	Thai Baht Baht'000
Cash and cash equivalents	1,065	2,996	228	-	7,715	956	2,570	103	-
Trade and other receivables, net	51,769	-	-	-	729	917	-	-	-
Trade and other payables	-	(1,670)	(297)	(1,042)	(1,110)	-	(234)	(108)	(154)
	Separate financial statements								
	2021			2020					
	US Dollar Baht'000	Singapore Dollar Baht'000	US Dollar Baht'000	US Dollar Baht'000	Singapore Dollar Baht'000	US Dollar Baht'000			
Cash and cash equivalents	1,065	-	-	956	-	-			
Trade and other receivables, net	60,016	152	-	917	-	-			
Trade and other payables	(2,783)	-	-	-	-	-			

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Sensitivity

Profit or loss is sensitive as a result of changes in exchange rates as follows:

	Impact to net profit			
	Consolidated financial statements		Separate financial statements	
	2021 Baht'000	2020 Baht'000	2021 Baht'000	2020 Baht'000
exchange rate - increase 5% (2020: 5%) *	2,994	(445)	3,051	94
exchange rate - decrease 5% (2020: 5%) *	(3,141)	(803)	(2,807)	(94)
* Holding all other variables constant				

(b) Interest rate risk

The Group is exposed to interest rate risk relates primarily to its deposits at financial institutions, loans to subsidiaries, borrowings from financial institutions and subsidiaries, and lease liabilities. Most of the Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate except short-term borrowings from a subsidiary.

Cash flow interest rate risk is the risk that changes in market interest rates will impact cash flows arising from variable rate financial instruments. Borrowings at floating rates therefore expose the Group to cash flow interest rate risk. Fair value interest rate risk is the risk that the value of a financial asset or liability and derivative financial instruments will fluctuate because of changes in market interest rates. However, the Group will use interest rate swap to management the risk when necessary.

Significant financial assets and liabilities that are exposed to interest rate risk classified by type of interest rates are summarised as follows:

	Consolidated financial statements								
	Fixed interest rates			Floating interest rates			No interest bearing Baht'000	Total Baht'000	Interest rate (% p.a.)
	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000			
As at 31 December 2021									
Financial assets									
Cash and cash equivalents	-	-	-	151,152	-	-	188,966	340,118	0.05 - 0.13
	-	-	-	151,152	-	-	188,966	340,118	
Financial liabilities									
Short-term borrowings from financial institutions	15,000	-	-	312,556	-	-	-	327,556	3.50 - 4.35
Long-term borrowings from financial institutions	-	-	-	55,000	-	-	-	55,000	3.47
Lease liabilities	13,142	25,673	7,261	-	-	-	-	46,076	3.81 - 6.00
	28,142	25,673	7,261	367,556	-	-	-	428,632	

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	Separate financial statements								
	Fixed interest rates			Floating interest rates			No interest bearing	Total	Interest rate (% p.a.)
	Within 1 year	1 - 5 years	Over 5 years	Within 1 year	1 - 5 years	Over 5 years			
As at 31 December 2021	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	
Financial assets									
Cash and cash equivalents	-	-	-	98,019	-	-	4,660	102,679	0.05 - 0.13
Long-term loans to subsidiaries	-	1,287,328	-	-	-	-	-	1,287,328	1.55 - 5.65
	-	1,287,328	-	98,019	-	-	4,660	1,390,007	
Financial liabilities									
Short-term borrowings from financial institutions	15,000	-	-	172,755	-	-	-	187,755	3.50 - 4.00
Short-term borrowings from a subsidiary	81,821	-	-	-	-	-	-	81,821	0.50
Long-term borrowings from financial institutions	-	-	-	55,000	-	-	-	55,000	3.47
Lease liabilities	6,634	10,325	7,261	-	-	-	-	24,220	3.81 - 6.00
	103,455	10,325	7,261	227,755	-	-	-	348,796	
	Separate financial statements								
	Fixed interest rates			Floating interest rates			No interest bearing	Total	Interest rate (% p.a.)
	Within 1 year	1 - 5 years	Over 5 years	Within 1 year	1 - 5 years	Over 5 years			
As at 31 December 2020	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	
Financial assets									
Cash and cash equivalents	-	-	-	21,535	-	-	2,230	23,765	0.04 - 0.13
Short-term loans to subsidiaries	8,100	-	-	-	-	-	-	8,100	4.05
Long-term loans to subsidiaries	-	1,578,178	-	-	-	-	-	1,578,178	1.55 - 5.65
	8,100	1,578,178	-	21,535	-	-	2,230	1,610,043	
Financial liabilities									
Short-term borrowings from financial institutions	33,000	-	-	14,750	-	-	-	47,750	3.50 - 4.00
Short-term borrowings from a subsidiary	81,821	-	-	-	-	-	-	81,821	0.50
Long-term borrowings from financial institutions	-	-	-	129,883	174,434	-	-	304,317	3.47 - 4.47
Lease liabilities	6,269	14,403	7,732	-	-	-	-	28,404	3.81 - 6.00
	121,090	14,403	7,732	144,633	174,434	-	-	462,292	

Sensitivity

Profit or loss is sensitive as a result of changes in interest rates as follows:

	Impact to net profit			
	Consolidated financial statements		Separate financial statements	
	2021 Baht'000	2020 Baht'000	2021 Baht'000	2020 Baht'000
Interest rate - increase 1% (2020: 1%) *	(2,314)	(3,385)	10,608	11,739
Interest rate - decrease 1% (2020: 1%) *	3,680	3,770	(10,142)	(11,958)

* Holding all other variables constant

(c) Price risk

The Group's exposure to price risk arises from the change in market oil price which impact revenue of oil trading. However, the change in market oil price has no significant impact on profit since the pricing policy applies cost plus method. The Group also has no legal reserve inventory cost. Therefore, the Group has no effect from the oil price fluctuation. The Group will consider using oil purchase forward contract to manage the price risk when necessary.

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6.1.2 Credit risk

The Group's exposure of credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost as well as credit exposures to customers.

(a) Risk Management

The Group manages credit risk by a group of risks. For cash at banks and financial institutions, the Group makes transactions with financial institutions that have high credit rating.

The Group assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on the assessments in accordance with limits set by credit committee. The compliance with credit limits by customers is regularly monitored by line management. Sales to retail customers and high credit risk customers are required to be settled in cash to mitigate credit risk.

There are no significant concentrations of credit risk, whether through exposure to individual customers or specific industry sectors.

(b) Impairment of financial assets

The Group and the Company has financial assets that are subject to the expected credit loss model:

- Cash and cash equivalents
- Trade and other receivables
- Loans to subsidiaries

The Group assessed impairment of financial assets and disclosed in relevant notes. Management assessed that cash and cash equivalent has no significant credit risk.

6.1.3 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due in order to manage liquidity risk, the Group's treasury maintains flexibility in funding by maintaining availability under committed credit lines. At the end of the reporting period, the Group has undrawn credit facilities as disclosed in Note 23.

The tables below analyse the maturity of financial liabilities grouping based on their contractual maturities. The amounts disclosed are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

	Consolidated financial statements					
	On demand Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Total Baht'000	Carrying amount Baht'000
Contractual maturities of financial liabilities As at 31 December 2021						
Non-derivatives						
Short-term borrowings from financial institutions	-	327,556	-	-	327,556	327,556
Trade and other payables	-	963,092	-	-	963,092	963,092
Long-term borrowings from financial institutions	-	55,000	-	-	55,000	55,000
Lease liabilities	-	14,506	29,305	8,083	51,894	46,076
Total non-derivatives	-	1,360,154	29,305	8,083	1,397,542	1,391,724
Derivatives						
Foreign currency forward contract	-	220	-	-	220	220
Total derivatives	-	220	-	-	220	220

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Consolidated financial statements						
	On demand Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Total Baht'000	Carrying amount Baht'000
Contractual maturities of financial liabilities As at 31 December 2020						
Non-derivatives						
Short-term borrowings from financial institutions	-	77,576	-	-	77,576	77,576
Trade and other payables	-	335,340	-	-	335,340	335,340
Long-term borrowings from financial institutions	-	138,887	177,858	-	316,745	304,317
Lease liabilities	-	13,451	18,415	8,906	40,772	35,217
Total non-derivatives	-	565,254	196,273	8,906	770,433	752,450
Derivatives						
Foreign currency forward contract	-	6	-	-	6	6
Total derivatives	-	6	-	-	6	6
Separate financial statements						
	On demand Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Total Baht'000	Carrying amount Baht'000
Contractual maturities of financial liabilities As at 31 December 2021						
Non-derivatives						
Short-term borrowings from financial institutions	-	187,755	-	-	187,755	187,755
Short-term borrowings from a subsidiary	81,821	-	-	-	81,821	81,821
Trade and other payables	-	300,436	-	-	300,436	300,436
Long-term borrowings from financial institutions	-	55,000	-	-	55,000	55,000
Lease liabilities	-	7,708	12,827	8,083	28,618	24,220
Total non-derivatives	81,821	550,899	12,827	8,083	653,630	649,232
Derivatives						
Foreign currency forward contract	-	220	-	-	220	220
Total derivatives	-	220	-	-	220	220
Separate financial statements						
	On demand Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Total Baht'000	Carrying amount Baht'000
Contractual maturities of financial liabilities As at 31 December 2020						
Non-derivatives						
Short-term borrowings from financial institutions	-	47,750	-	-	47,750	47,750
Short-term borrowings from a subsidiary	81,821	-	-	-	81,821	81,821
Trade and other payables	-	57,843	-	-	57,843	57,843
Long-term borrowings from financial institutions	-	138,887	177,858	-	316,745	304,317
Lease liabilities	-	7,534	17,258	8,906	33,698	28,404
Total non-derivatives	81,821	252,014	195,116	8,906	537,857	520,135
Derivatives						
Foreign currency forward contract	-	6	-	-	6	6
Total derivatives	-	6	-	-	6	6

6.2 Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid, return capital to shareholders, issue new shares, or sell assets to reduce debt.

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7 Fair value

Fair value is categorised into hierarchy based on inputs used as follows:

- Level 1: The fair value of the asset or liability is based on the quoted prices in active markets for identical assets or liabilities.
 Level 2: The fair value of the asset or liability is determined using significant observable inputs and, as little as possible, entity-specific estimates.
 Level 3: The fair value of the asset or liability is not based on observable market data.

The following table presents fair value of assets and liabilities recognised by their fair value hierarchy.

	Consolidated financial statements		Separate financial statements	
	Level 2		Level 2	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Assets				
Oil price hedge	411,967	-	-	-
Liabilities				
Foreign currency forward contract	219,597	5,635	219,597	5,635

The fair value above is determined by level 2 using forward rate of foreign currency and oil price at the date of the statement of financial position which can be obtained from observable market. The effects of discounting are generally insignificant for derivative at level 2.

The fair values of other financial assets and financial liabilities of the Group are approximate the carrying amounts since the majority of the instruments are short-term in nature except for long-term borrowings from financial institutions and long-term loans to subsidiaries which the fair value are disclosed in Note 23 and Note 36.5, respectively.

8 Critical accounting estimates, assumptions and judgements

Estimates, assumption and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Critical accounting estimates, judgements and assumptions are as follows:

(a) Impairment of financial assets

The loss allowances for financial assets are based on assumptions about default risk and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs used in the impairment calculation, based on the Group's past history and existing market conditions at the end of each reporting period.

(b) Impairment of investments in a subsidiary and joint venture

The Group tests whether investments in a subsidiary and joint venture have suffered any impairment when indicators of impairment trigger. The recoverable amounts of cash-generating units have been determined based on the fair value less costs to sell or value-in-use calculations. In calculating value-in-use, the Group estimates the present value of future cash flows expected to arise from the cash-generating unit.

(c) Retirement benefits

The present value of the retirement benefit obligations depends on a number of factors that are determined by an actuarial basis comprising a number of assumptions, including the discount rate, inflation rate and salary increment. Any changes in these assumptions will have an impact on the carrying amount of retirement benefit obligations. The additional information of key assumptions are disclosed in Note 26.

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9 Operating segment information

Operating segment information is presented in respect of the Group's products and services.

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance by segment operating profit (loss). The chief operating decision maker is Executive Committee.

Segment results and operating assets include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items mainly comprise corporate assets and other income and expense that are unallocated.

The Group operates in 5 operating segments as follows;

- A) Maritime sales of fuel oil and lubricant oil
- B) Land sales and other channels' sales of fuel oil and lubricant oil
- C) Catering service - provide service and supply management for clients in the oil industry's exploration and production.
- D) Production and retail sale of solvent and petrochemical products.
- E) Lease of solvent and petrochemical factory

The Group starts to recognise revenue of segment E from 1 June 2021. The assets previously used for production and retail sale of solvent and petrochemical products has been leased to a related party since then.

Operating segment information is as follows:

	Consolidated financial statements					
	Segment A Baht	Segment B Baht	Segment C Baht	Segment D Baht	Segment E Baht	Total Baht
For the year ended 31 December 2021						
Revenue from external customers	9,779,705,261	1,298,157,917	233,583,222	9,299,036	19,600,000	11,340,345,436
Segment operating profit (loss)	134,599,117	16,908,100	(30,079,048)	(15,555,457)	3,182,474	109,055,186
Timing of revenue recognition						
- Point in time	9,779,705,261	1,298,157,917	233,583,222	9,299,036	-	11,320,745,436
- Over time	-	-	-	-	19,600,000	19,600,000
As at 31 December 2021						
Trade receivables and accrual income - net	1,254,502,746	16,126,754	55,206,099	-	-	1,325,835,599
Other assets (corporate assets)						1,770,761,757
Total assets						3,096,597,356

	Consolidated financial statements				
	Segment A Baht	Segment B Baht	Segment C Baht	Segment D Baht	Total Baht
For the year ended 31 December 2020					
Revenue from external customers	4,240,032,248	901,387,425	120,458,097	13,088,845	5,274,966,615
Segment operating profit (loss)	131,002,232	9,184,988	(16,385,158)	(47,144,937)	76,657,125
Timing of revenue recognition					
- Point in time	4,240,032,248	901,387,425	120,458,097	13,088,845	5,274,966,615
- Over time	-	-	-	-	-
As at 31 December 2020					
Trade receivables and accrual income - net					
Other assets (corporate assets)	481,132,708	10,897,719	52,371,157	-	544,401,584
Total assets					1,659,117,364
					2,203,518,948

SEA OIL PUBLIC COMPANY LIMITED

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Segment operating profit can be reconciled to the Group's profit for the year as follows:

	Consolidated financial statements	
	2021 Baht	2020 Baht
Segment operating profit	109,055,186	76,657,125
<u>Reconciling items:</u>		
Other income - head office	4,522,476	3,190,811
Administrative expenses - head office	(117,183,825)	(130,061,340)
Gains (losses), net - head office	4,753,144	1,553,624
Gain on disposal of discontinued operations (Note 15)	-	60,734,025
Finance costs - head office	(12,616,917)	(25,427,335)
Share of profit from a joint venture	257,495,742	40,685,648
Income tax	(5,998,947)	(18,226,792)
Profit for the period from continuing operations	240,026,859	9,105,766
Profit for the period from discontinued operations (Note 15)	-	22,435,118
Net profit for the year	240,026,859	31,540,884

The Group does not have revenues from transactions with a single external customer amount to 10 percent or more of total revenues.

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Geographic information

The Group operates in both Thailand and foreign countries. Financial statements by geographic segment is as follows:

	2021										
	Segment A		Segment B		Segment C		Segment D		Segment E		Total
	Domestic	Foreign	Domestic	Foreign	Domestic	Foreign	Domestic	Foreign	Domestic	Foreign	
Revenue from sales and services	1,420,090,795	8,359,614,466	1,298,157,917	-	233,583,222	-	9,299,036	-	19,600,000	-	11,340,345,436
Segment operating profit	47,494,973	87,104,144	16,908,100	-	(30,079,048)	-	(15,555,457)	-	3,182,474	-	109,055,186
	2020										
	Segment A		Segment B		Segment C		Segment D		Segment E		Total
	Domestic	Foreign	Domestic	Foreign	Domestic	Foreign	Domestic	Foreign	Domestic	Foreign	
Revenue from sales and services	597,591,008	3,642,441,240	901,387,425	-	120,458,097	-	13,088,845	-	5,274,966,615	-	5,274,966,615
Segment operating profit	39,676,073	91,326,159	9,184,988	-	(16,385,158)	-	(47,144,937)	-	76,657,125	-	76,657,125
Revenue from sales and services of segment A arising in foreign countries is revenue from Singapore in an amount of Baht 8,143.80 million (2020: Baht 3,580.19 million).											

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10 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Cash on hand	33,420	30,037	-	-
Deposits at banks - current accounts	188,933,079	57,919,864	4,660,553	2,229,849
Deposits at banks - savings accounts	151,151,918	43,375,920	98,018,892	21,535,116
	340,118,417	101,325,821	102,679,445	23,764,965

11 Trade and other receivables, net

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Trade receivables				
- other parties	1,208,230,951	529,940,051	414,931,374	135,912,647
- related parties (Note 36.3)	142,792,487	45,907,267	111,632,486	26,257,543
<u>Less</u> Loss allowance	(30,066,794)	(33,180,978)	(21,822,357)	(23,928,251)
Trade receivables - net	1,320,956,644	542,666,340	504,741,503	138,241,939
Accrued income				
- other parties	4,878,955	1,735,244	4,878,955	1,735,244
	1,325,835,599	544,401,584	509,620,458	139,977,183
Other receivables - related parties (Note 36.3)	313,838	159,242	5,885,449	3,307,926
Interest receivables - related parties (Note 36.3)	-	-	3,243,567	20,048,985
Dividend receivable				
- related parties (Note 36.3)	-	-	8,308,187	13,000,000
Advance payment for purchasing of goods and services	14,925,757	9,063,509	9,004,746	6,925,586
Prepaid expense	3,336,715	1,746,664	2,949,601	1,645,484
Others	3,976,610	1,246,786	3,913,625	1,207,002
	1,348,388,519	556,617,785	542,925,633	186,112,166

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The aging analysis of trade receivables is as follows:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Current	1,172,490,348	410,573,380	430,368,588	95,546,486
Overdue:				
1 - 60 days	150,328,276	105,865,078	75,982,965	27,895,885
61 -120 days	3,850	14,668,704	3,850	6,169,953
121 - 180 days	264,509	1,009,440	264,509	1,009,440
181 - 240 days	630,276	2,074,110	841,105	1,904,425
241- 300 days	425,800	526,517	425,800	526,517
Over 300 days	26,880,379	41,130,089	18,677,043	29,117,484
	1,351,023,438	575,847,318	526,563,860	162,170,190
<u>Less</u> Loss allowance	(30,066,794)	(33,180,978)	(21,822,357)	(23,928,251)
	1,320,956,644	542,666,340	504,741,503	138,241,939

Loss allowance is mainly of trade receivables in which aging over 300 days.

The reconciliation of loss allowance for trade receivables for the year ended 31 December is as follow:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Opening loss allowance at 1 January	33,180,978	25,347,432	23,928,251	16,074,535
Increase in loss allowance recognised in profit or loss during the year	9,821,331	11,104,790	9,640,687	11,088,351
Receivable written off during the year as uncollectible	-	(841,000)	-	(841,000)
Unused amount reversed	(13,889,047)	(2,393,635)	(11,746,581)	(2,393,635)
Exchange rate differences	953,532	(36,609)	-	-
Closing loss allowance at 31 December	30,066,794	33,180,978	21,822,357	23,928,251

12 Financial assets and financial liabilities

The Group's financial instruments are as follow:

	Consolidated financial statements			
	2021		2020	
	FVPL Baht	Amortised cost Baht	FVPL Baht	Amortised cost Baht
Financial assets				
Cash and cash equivalents	-	340,118,417	-	101,325,821
Trade and other receivables, net	-	1,330,126,047	-	545,407,612
Derivative assets	411,967	-	-	-
Oil purchase guarantee	-	-	-	60,074,200
Other current financial assets	-	2,019,213	-	1,672,281
Other non-current financial assets	-	3,000	-	3,000

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Financial liabilities

Short-term borrowings from financial institutions	-	327,555,742
Trade and other payables	-	963,091,602
Derivative liabilities	219,597	-
Long-term borrowings from financial institutions	-	55,000,000
Lease liabilities	-	46,076,263
Other non-current financial liabilities	-	2,800,000

Consolidated financial statements			
2021		2020	
FVPL Baht	Amortised cost Baht	FVPL Baht	Amortised cost Baht
-	327,555,742	-	77,575,652
-	963,091,602	-	335,339,966
219,597	-	5,635	-
-	55,000,000	-	304,316,729
-	46,076,263	-	35,217,036
-	2,800,000	-	-

Financial assets

Cash and cash equivalents	-	102,679,445
Trade and other receivables, net	-	530,971,286
Short-term loans to subsidiaries	-	-
Long-term loans to subsidiaries	-	1,287,327,646

Separate financial statements			
2021		2020	
FVPL Baht	Amortised cost Baht	FVPL Baht	Amortised cost Baht
-	102,679,445	-	23,764,965
-	530,971,286	-	177,541,096
-	-	-	8,100,000
-	1,287,327,646	-	1,578,177,646

Financial liabilities

Short-term borrowings from financial institutions	-	187,754,801
Short-term borrowings from a subsidiary	-	81,821,330
Trade and other payables	-	300,435,945
Derivative liabilities	219,597	-
Long-term borrowings from financial institutions	-	55,000,000
Lease liabilities	-	24,219,903

Separate financial statements			
2021		2020	
FVPL Baht	Amortised cost Baht	FVPL Baht	Amortised cost Baht
-	187,754,801	-	47,750,031
-	81,821,330	-	81,821,330
-	300,435,945	-	57,843,160
219,597	-	5,635	-
-	55,000,000	-	304,316,729
-	24,219,903	-	28,404,361

13 Inventories, net

Raw materials
Finished goods

Less Allowance for net realisable value

Total

Consolidated financial statements		Separate financial statements	
2021 Baht	2020 Baht	2021 Baht	2020 Baht
5,153,383	13,423,865	5,153,383	7,148,325
-	7,717,526	-	-
5,153,383	21,141,391	5,153,383	7,148,325
-	(4,005,920)	-	-
5,153,383	17,135,471	5,153,383	7,148,325

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14 Other current assets

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Refundable valued added tax	33,585,384	16,505,817	5,106,166	9,470,953
Undue input valued added tax	7,126,138	2,127,316	6,560,214	1,364,983
Prepaid withholding tax	664	2,666,694	-	2,666,687
Oil purchase guarantee	-	60,074,200	-	-
Others	6,036,397	596,556	-	-
	46,748,583	81,970,583	11,666,380	13,502,623

Oil purchase guarantee is the cash deposit for oil purchase that Sea Oil Petroleum Pte. Ltd. places as collateral to a financial institution for issuing the Standby letter of credit. The letter is effective until 15 December 2021.

15 Discontinued operations

On 24 April 2020, the Board of Directors' Meeting of Sea Oil Public Company Limited No. 2/2020 had a resolution to approve the disposal investments in eight subsidiaries of Living Energy Company Limited (Solar Group), which represents 99.99 percent of the total shares of the subsidiaries held by Living Energy Company Limited. The subsidiaries consist of (1) Sky Solar Roof Company Limited, (2) Sky Solar Power Company Limited, (3) NW Green Power Company Limited, (4) NW Energy Company Limited, (5) NW Solar Company Limited, (6) Sunny Solar Company Limited, (7) Sun Link Power Company Limited, and (8) Solar Town Company Limited. The disposal of investments was made by transferring the entire business of Solar Group to a buyer with the total consideration amount of Baht 215.00 million.

The Group has already disposed the investments on 24 July 2020 and lost the control over the subsidiaries since then.

Detail of discontinued operations of Solar Group is as follows:

Operating results and cash flow information

The financial information and cash flow for the period from 1 January 2020 to 24 July 2020 are as follows:

	Consolidated financial statements
	2020 Baht
Revenue from sales	29,429,788
Cost of sales	(9,296,796)
Gross profit	20,132,992
Other income	20,101,280
Administrative expenses	(9,180,730)
Finance costs	(7,197,546)
Profit before income tax	23,855,996
Income tax	(1,420,878)
Profit after income tax from discontinued operations	22,435,118
Other comprehensive income from discontinued operations	22,435,118

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	Consolidated financial statements
	2020 Baht
Cash flows from operating activities	49,102,863
Cash flows from investing activities	(10,157,719)
Cash flows from financing activities	(23,912,605)
Net cash flows	15,032,539

On 2 June 2020, Sky Solar Power Co., Ltd., received insurance claim from the fire accident at the solar power plant. Insurance claim for a loss of assets amount of Baht 19.97 million is presented in other income.

Detail of disposal of discontinued operations is as follows:

	Consolidated financial statements
	Baht
Cash received from disposal of discontinued operations	215,000,000
Net book value of assets of discontinued operations	(154,265,975)
Gain on disposal of discontinued operations	60,734,025

Net book value of assets and liabilities as at 24 July 2020 is as follows:

	Consolidated financial statements
	Baht
Cash and cash equivalents	17,900,430
Trade and other receivables	11,140,741
Other current assets	904,402
Equipment, net	318,206,247
Other non-current assets	3,079,729
Right-of-use assets	117,273,240
Total assets	468,504,789
Trade and other payables	5,822,793
Short-term borrowings from financial institutions	2,750,000
Lease liabilities	121,651,814
Other current liabilities	531,329
Income tax payable	1,420,878
Long-term borrowings from financial institutions	182,062,000
Total liabilities	314,238,814
Net asset	154,265,975

The reconciliation of cash received from discontinued operations:

	Consolidated financial statements
	Baht
Consideration received - Cash	215,000,000
<u>Less</u> cash and cash equivalents of discontinued operation	(17,900,430)
Proceeds from disposal of discontinued operations	197,099,570

The Group has disposed Solar Group on 24 July 2020. Therefore, the Group transferred the shortage arising from business combination under common control amount of Baht 74.05 million occurred from the purchase of Solar Group from the business under common control to retained earnings.

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Movement in the investment in subsidiaries is as follows:

	Separate financial statements	
	2021 Baht	2020 Baht
As at 1 January	308,753,090	558,137,057
Addition	-	2,999,400
Impairment of investment	-	(252,383,367)
As at 31 December	308,753,090	308,753,090

Addition

On 1 October 2020, the Company invested 10,000 shares at Baht 100 in ordinary shares of newly registered company, Titan Twenty Company Limited, totalling Baht 1.00 million. The amount of share invested is 99.99% of issued share capital.

On 2 October 2020, the Company invested 10,000 shares at Baht 100 in ordinary shares of newly registered company, Vega Twenty Company Limited, totalling Baht 1.00 million. The amount of share invested is 99.99% of issued share capital.

On 2 October 2020, the Company invested 10,000 shares at Baht 100 in ordinary shares of newly registered company, Orion Twenty Company Limited, totalling Baht 1.00 million. The amount of share invested is 99.99% of issued share capital.

On 31 December 2020, Sea Oil Petroleum Pte. Ltd. invested 30,000 shares at NOK 1 in ordinary shares of a newly registered company, Sea Oil Petroleum AS, totalling NOK 30,000 or equivalent to Baht 103,191. The amount of share invested is 100% of issued share capital.

Dividend received from Sea Oil Petroleum Pte. Ltd.

On 25 February 2021, Sea Oil Petroleum Pte. Ltd. declared dividend payment for ordinary shares in an amount of USD 0.45 million or equivalent to Baht 13.44 million. The declared dividend payment is for the Company in an amount of USD 0.34 million or equivalent to Baht 10.08 million and for non-controlling interests in an amount of USD 0.11 million or equivalent to Baht 3.36 million. The Company received dividend on 25 March 2021.

On 31 December 2021, Sea Oil Petroleum Pte. Ltd. declared dividend payment for preference shares in an amount of USD 0.25 million or equivalent to Baht 8.26 million for the Company. The Company received dividend on 28 January 2022.

On 23 September 2020, Sea Oil Petroleum Pte. Ltd. declared dividend payment for preference shares in an amount of USD 0.25 million or equivalent to Baht 7.78 million for the Company and declared dividend payment for ordinary shares in an amount of USD 1.50 million or equivalent to Baht 46.93 million. The declared dividend payment for ordinary shares is for the Company in an amount of USD 1.13 million or equivalent to Baht 35.20 million and for non-controlling interests in an amount of USD 0.37 million or equivalent to Baht 11.73 million. The Company received dividends on 29 September 2020.

Dividend received from Sea Oil Energy Limited

On 1 December 2020, Sea Oil Energy Limited declared dividend payment for ordinary shares in an amount of Baht 13.00 million.

Impairment of investment in Sea Oil Petrochemical Company Limited

During 2020, the investment in Sea Oil Petrochemical Company Limited has the recoverable amount lower than its carrying amount resulting from the decrease in subsidiary's operating results. The Company considered the recoverable amount by using fair value less costs of disposal based on the book value adjusted by the fair value of property, plant and equipment. The fair value less costs of disposal is Baht 48.52 million. Therefore, the Group recognised impairment loss of investment in the subsidiary in an amount of Baht 141.31 million in the separate financial statements.

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Dividend received and impairment of investment in Living Energy Company Limited (LIV) - discontinued operations

On 24 July 2020, the Board of Directors of LIV declared dividend payment to shareholders in an amount of Baht 137.35 million. The declared dividend is for the Company in an amount of Baht 137.35 million and for non-controlling interests in an amount of Baht 365.00. The Company received dividend on 30 July 2020.

On 24 July 2020, LIV has disposed the Solar Group which is LIV's all subsidiaries and has ceased operation since then. After dividend is received, the cost of investment of the Company in LIV is higher than net asset of LIV. Therefore, the Company recognised the impairment loss of investment in LIV since the third quarter of 2020 in the separate financial statements for Baht 111.08 million.

Dividend received from LIV amount of Baht 137.35 million is presented as dividend income in the separate financial statements. Impairment loss of investment in LIV amount of Baht 111.08 million is presented as expense in the separate financial statements.

16.2 Investment in a joint venture

Investment in a joint venture is as follows;

Company	Incorporated country	Nature of Business	Ownership of interest		Consolidated financial statements	
			2021 (%)	2020 (%)	2021 Baht	2020 Baht
Pan Orient Energy (Siam) Ltd.	Islands of Bermuda	Exploration, development and production of petroleum and natural gas	49.99	49.99	1,016,024,046	1,103,808,311

Pan Orient Energy (Siam) Ltd. (POES) is held by Sea Oil Energy Limited 49.99% and Pan Orient Petroleum Pte. 50.01%. The Group classifies the investment in POES as a joint venture as the significant decisions on the investee's operations require unanimous vote by all shareholders.

POES currently operates a petroleum concession Block L53/48 at Kamphaeng Saen District, Nakorn Pathom Province.

Movement in the investment in a joint venture is as follows:

	Consolidated financial statements	
	2021 Baht	2020 Baht
As at 1 January	1,103,808,311	1,227,160,236
Share of profit	257,495,742	40,685,648
Dividend received	(345,280,007)	(164,037,573)
As at 31 December	1,016,024,046	1,103,808,311

Dividends that the Group received from the joint venture are as follows;

POES's dividend declaration date	Dividend declaration	Dividend declaration for Sea Oil Energy Limited		Dividend received date
	Million Canada Dollar	Million Canada Dollar	Equivalent to Million Baht	
2021				
15 January 2021	5.20	2.60	60.84	18 January 2021
10 June 2021	11.95	5.97	151.70	15 June 2021
22 December 2021	10.28	5.14	132.74	24 December 2021
			345.28	
2020				
17 January 2020	8.60	4.30	99.30	23 January 2020
10 August 2020	5.62	2.81	64.74	14 August 2020
			164.04	

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The following table provides a summary of financial statements for a joint venture. The information as disclosed is the amounts shown in the financial statements of the joint venture (which is not just the share of the Group in the joint venture) and adjusted by items required to comply with the equity method. These include adjustments to fair values at the date of acquisition and the differences in accounting policies between the Group and the joint venture.

	2021 Baht'000	2020 Baht'000
Statement of financial position as at 31 December		
Assets		
Cash and cash equivalents	501,133	235,939
Other current assets	239,346	197,819
Non-current assets	3,371,523	3,783,956
Total assets	4,112,002	4,217,714
Liabilities		
Current liabilities	500,634	228,411
Non-current liabilities	1,579,113	1,781,465
Total liabilities	2,079,747	2,009,876
Net assets	2,032,255	2,207,838
Statement of comprehensive income for the year ended 31 December		
	2021 Baht'000	2020 Baht'000
Revenue	2,186,326	1,111,509
Depreciation and amortisation	(741,852)	(541,303)
Cost and administrative expenses	(367,036)	(311,909)
Profit from operations	1,077,438	258,297
Income tax	(562,392)	(176,916)
Net profit	515,046	81,381
Reconciliation of the summarised financial information presented to the carrying amount of interest in a joint venture:		
	2021 Baht'000	2020 Baht'000
Net assets as at 1 January	2,207,838	2,454,566
Profit for the year	515,046	81,381
Dividend paid	(690,629)	(328,109)
Net assets as at 31 December	2,032,255	2,207,838
Interest in a joint venture (49.99%)	1,016,024	1,103,808
Carrying value as at 31 December	1,016,024	1,103,808

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17 Investment properties, net

	Consolidated financial statements					Total Baht
	Land and land improvements Baht	Building and building improvements Baht	Fixtures and office equipment Baht	Machinery and equipment Baht	Computer software Baht	
For the year ended 31 December 2021						
Opening net book amount	-	-	-	-	-	-
Transfer from Property, plant and equipment and intangible assets (Note 17 and 20)						
- Cost	68,931,452	59,425,334	15,923,520	207,686,414	378,400	352,345,120
- Accumulated depreciation	(701,650)	(8,130,957)	(8,154,305)	(46,807,551)	(87,360)	(63,881,823)
- Accumulated impairment	-	(10,181,631)	-	(19,262,828)	-	(29,444,459)
Depreciation charged (Note 32)	(199,627)	(1,759,949)	(1,672,921)	(10,914,464)	(22,166)	(14,569,127)
Closing net book amount	68,030,175	39,352,797	6,096,294	130,701,571	268,874	244,449,711
At 31 December 2021						
Cost	68,931,452	59,425,334	15,923,520	207,686,414	378,400	352,345,120
<u>Less</u> Accumulated depreciation	(901,277)	(9,890,906)	(9,827,226)	(57,722,015)	(109,526)	(78,450,950)
<u>Less</u> Accumulated impairment	-	(10,181,631)	-	(19,262,828)	-	(29,444,459)
Net book amount	68,030,175	39,352,797	6,096,294	130,701,571	268,874	244,449,711

On 31 May 2021, Sea Oil Petrochemical Company Limited, a subsidiary, entered into an agreement to lease its assets to an entity under common control. The assets consist of land, buildings, machineries and equipment which will be used for palm oil refinery business. The lease term is 36 months starting from 1 June 2021 to 31 May 2024. Therefore, the Group reclassified these assets as investment properties.

The fair value of investment properties as at 31 December 2021 is Baht 309.21 million.

The fair value of investment properties is assessed by external valuer. The fair value is based on income approach which is within level 3 of the fair value hierarchy.

Amounts recognised in profit and loss that are related to investment properties are as follows:

	Consolidated financial statements
	2021 Baht
Rental income	19,600,000
Direct operating expense that generated rental income	16,037,086

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18 Property, plant and equipment, net

	Consolidated financial statements						
	Land and land improvements	Building and building improvements	Fixtures and office equipment	Solar power equipment	Vehicles	Machinery and equipment	Construction in progress
	Baht	Baht	Baht	Baht	Baht	Baht	Baht
At 1 January 2020							
Cost	68,931,452	59,425,334	29,950,806	407,476,056	111,405	207,686,414	1,731,611
Less Accumulated depreciation	(269,680)	(3,534,575)	(14,489,501)	(85,718,550)	(76,174)	(16,511,363)	-
Net book amount	68,661,772	55,890,759	15,461,305	321,757,506	35,231	191,175,051	1,731,611
For the year ended 31 December 2020							
Opening net book amount	68,661,772	55,890,759	15,461,305	321,757,506	35,231	191,175,051	1,731,611
Addition	-	-	3,698,878	1,561,981	-	-	34,775,974
Transfer in (out)	-	9,440,756	12,857,700	9,570,570	-	-	(31,869,026)
Disposal and write-off	-	-	(159,119)	(11,527,130)	-	-	-
- Cost	-	-	-	-	-	-	(11,686,249)
- Accumulated depreciation	-	-	138,227	2,611,528	-	-	-
Depreciation charged (Note 32)	(358,918)	(3,830,467)	(6,105,777)	(5,768,208)	(22,340)	(22,594,860)	-
Loss on impairment	-	(10,181,631)	-	-	-	(19,262,828)	-
Exchange differences	-	-	25,015	-	-	-	-
Group of assets of discontinued operations (Note 15)	-	-	-	(407,081,477)	-	-	(407,081,477)
- Cost	-	-	-	88,875,230	-	-	-
- Accumulated depreciation	-	-	-	-	-	-	-
Closing net book amount	68,302,854	51,319,417	25,916,229	-	12,891	149,317,363	4,638,559
At 31 December 2020							
Cost	68,931,452	68,866,090	46,327,565	-	111,405	207,686,414	4,638,559
Less Accumulated depreciation	(628,598)	(7,365,042)	(20,411,336)	-	(98,514)	(39,106,223)	-
Less Accumulated impairment	-	(10,181,631)	-	-	-	(19,262,828)	-
Net book amount	68,302,854	51,319,417	25,916,229	-	12,891	149,317,363	4,638,559
							299,507,313

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	Land and land improvements Baht	Building and building improvements Baht	Fixtures and office equipment Baht	Vehicles Baht	Machinery and equipment Baht	Construction in progress Baht
At 1 January 2021						
Cost	68,931,452	68,866,090	46,327,565	111,405	207,686,414	4,638,559
Less Accumulated depreciation	(628,598)	(7,365,042)	(20,411,336)	(98,514)	(39,106,223)	-
Less Accumulated impairment	-	(10,181,631)	-	-	(19,262,828)	-
Net book amount	68,302,854	51,319,417	25,916,229	12,891	149,317,363	4,638,559
For the year ended 31 December 2021						
Opening net book amount	68,302,854	51,319,417	25,916,229	12,891	149,317,363	4,638,559
Addition	-	-	3,519,563	-	-	3,310,614
Transfer in (out)	-	7,949,173	-	-	-	(7,949,173)
Transfer out to Investment properties (Note 17)	-	-	-	-	-	-
- Cost	(68,931,452)	(59,425,334)	(15,923,520)	-	(207,686,414)	-
- Accumulated depreciation	701,650	8,130,957	8,154,305	-	46,807,551	-
- Accumulated impairment	-	10,181,631	-	-	19,262,828	-
Disposal and write-off	-	-	(3,767,389)	-	-	-
- Cost	-	-	3,727,086	-	-	-
- Accumulated depreciation	-	-	(6,402,335)	(12,890)	(7,701,328)	-
Depreciation charged (Note 32)	(73,052)	(3,265,012)	120,149	-	-	-
Exchange differences	-	-	-	-	-	-
Closing net book amount	-	14,890,832	15,344,088	1	-	30,234,921
At 31 December 2021						
Cost	-	17,389,929	30,659,531	111,405	-	-
Less Accumulated depreciation	-	(2,499,097)	(15,315,443)	(111,404)	-	-
Net book amount	-	14,890,832	15,344,088	1	-	30,234,921

During the year 2020, Sea Oil Petrochemical Company Limited was impacted by the economic condition. The selling price of the product has dropped which is inconsistent with the rising costs. This results in operating losses. Therefore, the subsidiary performed the impairment assessment of property, plant and equipment. The subsidiary considered the recoverable amount using fair value less costs of disposal which based on market value and replacement cost of assets. The Group recognised impairment loss of assets in an amount of Baht 29.44 million in the consolidated financial statements, presented in administrative expenses.

SEA OIL PUBLIC COMPANY LIMITED

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FOR THE YEAR ENDED 31 DECEMBER 2021

	Separate financial statements				
	Building and building improvements Baht	Fixtures and office equipment Baht	Vehicles Baht	Construction in progress Baht	Total Baht
At 1 January 2020					
Cost	-	9,862,671	111,405	758,460	10,732,536
<u>Less</u> Accumulated depreciation	-	(8,261,736)	(76,174)	-	(8,337,910)
Net book amount	-	1,600,935	35,231	758,460	2,394,626
For the year ended 31 December 2020					
Opening net book amount	-	1,600,935	35,231	758,460	2,394,626
Addition	-	3,273,929	-	26,178,555	29,452,484
Transfer in (out)	9,440,756	12,857,700	-	(22,298,456)	-
Depreciation charged (Note 32)	(475,918)	(2,188,158)	(22,341)	-	(2,686,417)
Closing net book amount	8,964,838	15,544,406	12,890	4,638,559	29,160,693
At 31 December 2020					
Cost	9,440,756	25,994,300	111,405	4,638,559	40,185,020
<u>Less</u> Accumulated depreciation	(475,918)	(10,449,894)	(98,515)	-	(11,024,327)
Net book amount	8,964,838	15,544,406	12,890	4,638,559	29,160,693
For the year ended 31 December 2021					
Opening net book amount	8,964,838	15,544,406	12,890	4,638,559	29,160,693
Addition	-	3,371,676	-	3,310,614	6,682,290
Transfer in (out)	7,949,173	-	-	(7,949,173)	-
Disposal and write-off					
- Cost	-	(3,767,389)	-	-	(3,767,389)
- Accumulated depreciation	-	3,727,086	-	-	3,727,086
Depreciation charged (Note 32)	(2,023,179)	(4,192,063)	(12,889)	-	(6,228,131)
Closing net book amount	14,890,832	14,683,716	1	-	29,574,549
At 31 December 2021					
Cost	17,389,929	25,598,587	111,405	-	43,099,921
<u>Less</u> Accumulated depreciation	(2,499,097)	(10,914,871)	(111,404)	-	(13,525,372)
Net book amount	14,890,832	14,683,716	1	-	29,574,549

19 Right-of-use assets

Net book value of right-of-use assets relates to the following types of assets:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Right-of-use assets				
Buildings	38,418,554	24,252,772	16,654,696	17,684,046
Motor vehicles	6,606,199	10,238,065	6,606,199	10,238,065
Total right-of-use assets	45,024,753	34,490,837	23,260,895	27,922,111

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For the year ended 31 December, amounts charged to profit or loss and cash flows relating to leases are as follows:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Depreciation charge of right-of-use assets (Note 32)				
Buildings	9,151,868	7,912,384	3,310,846	2,238,461
Solar panel installation plants	-	1,856,424	-	-
Motor vehicles	3,631,866	1,227,782	3,631,866	1,131,357
	12,783,734	10,996,590	6,942,712	3,369,818
Addition to the right-of-use assets during the year	22,843,619	16,464,764	2,281,496	16,464,764
Interest expense of lease liabilities	1,612,019	4,931,692	1,348,638	1,081,636
Expense relating to short-term leases	3,043,278	2,044,198	1,355,670	1,809,328
Expense relating to leases of low-value assets	370,407	595,483	229,854	425,959
Total cash outflow for leases	17,505,979	17,942,946	9,400,116	9,782,877

20 Intangible assets, net

	Consolidated financial statements			Separate financial statements		
	Computer software Baht	Computer software in progress Baht	Total Baht	Computer software Baht	Computer software in progress Baht	Total Baht
At 1 January 2020						
Cost	5,401,461	-	5,401,461	3,683,113	-	3,683,113
<u>Less</u> Accumulated amortisation	(3,508,520)	-	(3,508,520)	(2,975,476)	-	(2,975,476)
Net book amount	1,892,941	-	1,892,941	707,637	-	707,637
For the year ended 31 December 2020						
Opening net book amount	1,892,941	-	1,892,941	707,637	-	707,637
Amortisation charged (Note 32)	(412,143)	-	(412,143)	(234,843)	-	(234,843)
Exchange differences	2,338	-	2,338	-	-	-
Closing net book amount	1,483,136	-	1,483,136	472,794	-	472,794
At 31 December 2020						
Cost	5,396,236	-	5,396,236	3,683,113	-	3,683,113
<u>Less</u> Accumulated amortisation	(3,913,100)	-	(3,913,100)	(3,210,319)	-	(3,210,319)
Net book amount	1,483,136	-	1,483,136	472,794	-	472,794
For the year ended 31 December 2021						
Opening net book amount	1,483,136	-	1,483,136	472,794	-	472,794
Addition	416,846	2,696,000	3,112,846	-	2,696,000	2,696,000
Transfer out to Investment properties (Note 17)						
- Cost	(378,400)	-	(378,400)	-	-	-
- Accumulated depreciation	87,360	-	87,360	-	-	-
Amortisation charged (Note 32)	(409,329)	-	(409,329)	(187,736)	-	(187,736)
Exchange differences	88,762	-	88,762	-	-	-
Closing net book amount	1,288,375	2,696,000	3,984,375	285,058	2,696,000	2,981,058
At 31 December 2021						
Cost	5,603,841	2,696,000	8,299,841	3,683,113	2,696,000	6,379,113
<u>Less</u> Accumulated amortisation	(4,315,466)	-	(4,315,466)	(3,398,055)	-	(3,398,055)
Net book amount	1,288,375	2,696,000	3,984,375	285,058	2,696,000	2,981,058

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21 Deferred income tax

The analysis of deferred tax assets and deferred tax liability is as follows:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Deferred tax assets:	8,278,937	7,186,342	8,278,937	7,186,342
Deferred tax liabilities:	-	(336,654)	-	(336,654)
Deferred tax assets, net	8,278,937	6,849,688	8,278,937	6,849,688

Movement of deferred tax assets and liabilities is as follows:

	Consolidated financial statements				
	Loss allowance Baht	Employee benefit obligations Baht	Derivative liabilities Baht	Tax loss carry forward Baht	Total Baht
Deferred tax assets					
At 1 January 2020	3,214,906	2,230,659	-	-	5,445,565
(Charged)/credited to profit or loss	1,570,744	253,113	1,127	-	1,824,984
(Charged)/credited to other comprehensive income	-	(84,207)	-	-	(84,207)
At 31 December 2020	4,785,650	2,399,565	1,127	-	7,186,342
(Charged)/credited to profit or loss	(421,179)	397,699	42,792	1,073,283	1,092,595
At 31 December 2021	4,364,471	2,797,264	43,919	1,073,283	8,278,937

	Consolidated financial statements			
	Discount of debentures Baht	Amortised interest of promissory notes Baht	Derivative assets Baht	Total Baht
Deferred tax liabilities				
At 1 January 2020	(88,952)	-	(2,772)	(91,724)
Charged/(credited) to profit or loss	88,952	(336,654)	2,772	(244,930)
At 31 December 2020	-	(336,654)	-	(336,654)
Charged/(credited) to profit or loss	-	336,654	-	336,654
At 31 December 2021	-	-	-	-

	Separate financial statements				
	Loss allowance Baht	Employee benefit obligations Baht	Derivative liabilities Baht	Tax loss carry forward Baht	Total Baht
Deferred tax assets					
At 1 January 2020	3,214,906	2,292,268	-	-	5,507,174
(Charged)/credited to profit or loss	1,570,744	126,890	1,127	-	1,698,761
(Charged)/credited to other comprehensive income	-	(19,593)	-	-	(19,593)
At 31 December 2020	4,785,650	2,399,565	1,127	-	7,186,342
(Charged)/credited to profit or loss	(421,179)	397,699	42,792	1,073,283	1,092,595
At 31 December 2021	4,364,471	2,797,264	43,919	1,073,283	8,278,937

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	Separate financial statements		
	Discount of debentures Baht	Amortised interest of promissory notes Baht	Derivative assets Baht
			Total Baht
Deferred tax liabilities			
At 1 January 2020	(88,952)	-	(91,724)
Charged/(credited) to profit or loss	88,952	(336,654)	2,722
At 31 December 2020	-	(336,654)	-
Charged/(credited) to profit or loss	-	336,654	-
At 31 December 2021	-	-	-

22 Other non-current assets

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Prepaid withholding tax	7,776,744	327,003	6,653,205	327,003
Deposit	3,000	3,000	-	-
	7,779,744	330,003	6,653,205	327,003

23 Borrowings

23.1 Short-term borrowings from financial institutions

Detail of short-term borrowings from financial institutions is as follows:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Short-term borrowings				
Promissory notes	43,160,000	33,000,000	30,000,000	33,000,000
Short-term borrowings	284,395,742	44,575,652	157,754,801	14,750,031
	327,555,742	77,575,652	187,754,801	47,750,031

Movement of short-term borrowings from financial institutions is as follows:

	Consolidated financial statements		
	Promissory notes Baht	Short-term borrowings Baht	Total Baht
At 1 January 2020	69,800,000	154,264,450	224,064,450
Addition	320,800,000	567,784,493	888,584,493
Repayment	(354,850,000)	(678,504,913)	(1,033,354,913)
Exchange differences	-	1,031,622	1,031,622
Liabilities of discontinued operations (Note 15)	(2,750,000)	-	(2,750,000)
At 31 December 2020	33,000,000	44,575,652	77,575,652
Addition	761,960,000	1,782,778,337	2,544,738,337
Transfer from long-term borrowings	129,593,633	-	129,593,633
Repayment	(882,800,000)	(1,550,351,916)	(2,433,151,916)
Amortised transaction costs	1,406,367	-	1,406,367
Exchange differences	-	7,393,669	7,393,669
At 31 December 2021	43,160,000	284,395,742	327,555,742

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	Separate financial statements		
	Promissory notes Baht	Short-term borrowings Baht	Total Baht
At 1 January 2020	69,000,000	93,956,450	162,956,450
Addition	311,000,000	472,554,559	783,554,559
Repayment	(347,000,000)	(551,760,978)	(898,760,978)
At 31 December 2020	33,000,000	14,750,031	47,750,031
Addition	748,800,000	438,044,420	1,186,844,420
Transfer from long-term borrowings	129,593,633	-	129,593,633
Repayment	(882,800,000)	(295,039,650)	(1,177,839,650)
Amortised transaction costs	1,406,367	-	1,406,367
At 31 December 2021	30,000,000	157,754,801	187,754,801

Promissory notes

During 2021, the Company has entered into a combine credit facilities agreement. The Company transfers the long-term borrowing in an amount of Baht 129.59 million to promissory notes under this agreement and terminated the previous long-term borrowings agreement. The promissory notes have the interest rate of MLR-1.25 per annum and the maturity term of 3 months. The required pledge and debt covenants are as the same under previous agreement, which are pledged shares of a listed company that are held by Nathalin Company Limited, a parent company. The ratio of value of the borrowings to value of pledged shares is subjected to the loan agreements. The borrowings also require the Company to comply with the debt covenants as stipulated in the agreements.

As at 31 December 2021, the interest rates of promissory notes are MLR-1.25 per annum and fixed interest rate at 3.5% per annum. The maturities are 3 months.

Short-term borrowings

Short-term borrowings are credit facility agreements with financial institutions, which have floating interests rates as specified by financial institutions. The maturities are 3 months.

23.2 Long-term borrowings

Details of long-term borrowings are as follows:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Long-term borrowings				
Borrowing from financial institutions				
- Current portion	55,000,000	129,882,778	55,000,000	129,882,778
- Non-current portion	-	174,433,951	-	174,433,951
	55,000,000	304,316,729	55,000,000	304,316,729

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Movement of long-term borrowings is as follows:

	Consolidated financial statements	
	Borrowings from financial institutions Baht	Debentures Baht
At 1 January 2020	394,896,000	399,555,239
Addition	300,000,000	-
Repayment	(206,834,000)	(400,000,000)
Transaction costs	(3,000,000)	-
Amortised transaction costs	1,316,729	444,761
Liabilities of discontinued operations (Note 15)	(182,062,000)	-
At 31 December 2020	304,316,729	-
Repayment	(120,000,000)	-
Transfer to short-term borrowings (Note 23.1)	(129,593,633)	-
Amortised transaction costs	276,904	-
At 31 December 2021	55,000,000	-
<u>Less</u> Current portion	(55,000,000)	-
Non-current portion	-	-
	Separate financial statements	
	Borrowings from financial institutions Baht	Debentures Baht
At 1 January 2020	175,000,000	399,555,239
Addition	300,000,000	-
Repayment	(169,000,000)	(400,000,000)
Transaction costs	(3,000,000)	-
Amortised transaction costs/interest	1,316,729	444,761
At 31 December 2020	304,316,729	-
Repayment	(120,000,000)	-
Transfer to short-term borrowings (Note 23.1)	(129,593,633)	-
Amortised transaction costs	276,904	-
At 31 December 2021	55,000,000	-
<u>Less</u> Current portion	(55,000,000)	-
Non-current portion	-	-

23.2.1 Long-term borrowings from financial institutions

Long-term borrowings from financial institutions in the amount of Baht 55.00 million is the Company's borrowing from a financial institution. The borrowing per contract is amounting to Baht 175.00 million and bears interest at MLR-2.00 per annum. The annual repayments are made of 3 installments. The Company paid the first installment amounting to Baht 60.00 million on December 2020. The repayment term of the second and the last installments are amounting to Baht 60.00 million and Baht 55.00 million, respectively.

The borrowings from financial institutions are pledged by shares of a listed company that are held by Nathalin Company Limited, a parent company. The loan agreements require that the value of the borrowings shall not exceed 60% of the pledged shares value and also requires the Company to comply with certain debt covenants.

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23.2.2 Debentures

On 23 February 2018, the Company issued debentures, with the value of Baht 400.00 million for a private placement to institutional investors and high net worth. The fixed interest rate is 5.90% per annum. The debentures are due on February 23, 2020. The Company already redeemed the debentures.

Fair value

The fair value is determined at level 3 of fair value (Note 7), calculated by discounted cash flow model based on yield curve of risk-free bond plus risk premium in relevance with the Group's credit rating as disclosed by the Thai Bond Market Association. The fair value of the long-term borrowings is as follows:

	Consolidated financial statements			
	Fair value		Carrying value	
	2021	2020	2021	2020
	Baht	Baht	Baht	Baht
Long-term borrowings from financial institutions	55,849,375	312,304,780	55,000,000	304,316,729
	Separate financial statements			
	Fair value		Carrying value	
	2021	2020	2021	2020
	Baht	Baht	Baht	Baht
Long-term borrowings from financial institutions	55,849,375	312,304,780	55,000,000	304,316,729

Credit facilities

The Group has outstanding undrawn credit facilities as follows:

	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
	Baht	Baht	Baht	Baht
Short term	1,476,352,858	1,502,290,548	755,915,999	771,299,969

24 Trade and other payables

	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
	Baht	Baht	Baht	Baht
Trade payables				
- Other parties	924,976,787	316,258,088	276,438,971	44,607,569
Accrued expenses				
- Other parties	36,949,203	18,407,986	19,705,709	11,910,295
- Related parties (Note 36.3)	1,165,612	673,892	4,291,265	1,325,296
	963,091,602	335,339,966	300,435,945	57,843,160

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25 Lease liabilities

Movement of lease liabilities is as follows:

	Consolidated financial statements	Separate financial statements
	Baht	Baht
At 1 January 2020	151,941,053	14,827,165
Addition	16,464,764	16,464,764
Repayment	(10,371,573)	(2,887,568)
Lease of discontinued operations (Note 15)	(121,651,814)	-
Exchange differences	(1,165,394)	-
At 31 December 2020	35,217,036	28,404,361
Addition	22,843,619	2,281,496
Repayment	(12,480,275)	(6,465,954)
Exchange differences	495,883	-
At 31 December 2021	46,076,263	24,219,903
Less Current portion	(13,142,496)	(6,634,004)
Non-current portion	32,933,767	17,585,899

Future payment under lease liabilities is as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2021 Baht	31 December 2020 Baht	31 December 2021 Baht	31 December 2020 Baht
Minimum finance lease liabilities payments				
Not later than one year	14,506,254	13,450,872	7,707,592	7,534,104
Later than 1 year but not later than 5 years	29,305,095	18,414,979	12,827,468	17,257,716
Later than 5 years	8,082,720	8,905,794	8,082,720	8,905,794
	51,894,069	40,771,645	28,617,780	33,697,614
Less Future finance changes on finance leases	(5,817,806)	(5,554,609)	(4,397,877)	(5,293,253)
Present value of finance lease liabilities	46,076,263	35,217,036	24,219,903	28,404,361
Present value of lease liabilities:				
Not later than one year	13,142,496	11,934,870	6,634,004	6,268,931
Later than 1 year but not later than 5 years	25,672,978	15,549,702	10,325,110	14,402,966
Later than 5 years	7,260,789	7,732,464	7,260,789	7,732,464
	46,076,263	35,217,036	24,219,903	28,404,361

26 Employee benefit obligations

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Statement of financial position				
Post-employment benefit	13,986,319	12,724,348	13,986,319	11,997,825
Profit or loss				
Post-employment benefit	1,261,971	440,871	1,988,494	634,448
Other comprehensive income				
Remeasurement of post-employment benefit	-	(421,037)	-	(97,965)

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The movement in the defined benefit obligation during the year is as follows:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
At 1 January	12,724,348	12,704,514	11,997,825	11,461,342
Current service cost	1,902,092	1,917,925	1,794,557	1,413,361
Interest expense	200,342	410,371	193,937	369,783
Past service cost				
- Curtailment	(840,463)	(1,887,425)	-	(1,148,696)
	1,261,971	440,871	1,988,494	634,448
Remeasurement				
Gain from change in financial assumptions	-	(76,957)	-	(63,491)
Gain from change in demographic assumptions	-	(59,035)	-	(45,830)
Experience (gain) loss	-	(285,045)	-	11,356
	-	(421,037)	-	(97,965)
At 31 December	13,986,319	12,724,348	13,986,319	11,997,825

The principal actuarial assumptions used are as follows:

	2021	2020
Discount rate	1.81%	1.81%
Salary growth rate	3.50% - 7.50%	3.50% - 7.50%
Turnover rate of employees	0.00% - 14.00%	0.00% - 14.00%

The sensitivity analysis of the actuarial assumptions is as follows:

Change in assumption			Consolidated financial statements		Separate financial statements	
			Impact on defined benefit obligation			
			Increase (decrease) in obligation			
2021	2020	2021 Baht	2020 Baht	2021 Baht	2020 Baht	
Discount rate	Increase 1%	Increase 1%	(1,968,818)	(1,915,972)	(1,968,818)	(1,802,102)
	Decrease 1%	Decrease 1%	2,389,807	2,336,144	2,389,807	2,196,914
Salary growth rate	Increase 1%	Increase 1%	2,276,651	2,088,526	2,276,651	1,964,439
	Decrease 1%	Decrease 1%	(1,917,612)	(1,762,808)	(1,917,612)	(1,657,723)
Turnover rate of employees	Increase 20%	Increase 20%	(1,632,699)	(1,504,023)	(1,632,699)	(1,412,484)
	Decrease 20%	Decrease 20%	1,919,190	1,763,380	1,919,190	1,655,609

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the statement of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis do not change compared to the previous year.

The weighted average duration of the defined benefit obligation is 19.9 years (2020: 20.3 years).

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27 Share capital

	Number of shares Shares	Ordinary shares Baht	Share premium Baht	Total Baht
At 1 January 2020	553,559,662	553,559,662	933,170,699	1,486,730,361
Issue of share	55,355,129	55,355,129	-	55,355,129
At 31 December 2020	608,914,791	608,914,791	933,170,699	1,542,085,490
Issue of share	40,592,682	40,592,682	-	40,592,682
At 31 December 2021	649,507,473	649,507,473	933,170,699	1,582,678,172

2021

On 9 April 2021, the Annual General Meeting of Shareholders 2021 has resolved the change of authorised share as follows:

- The decrease of the Company's authorised share capital from Baht 608,915,628 to Baht 608,914,791 by cancelling 837 authorised shares with a par value of Baht 1 each.
- The increase of the Company's authorised share capital from Baht 608,914,791 to Baht 649,509,110 by authorised new 40,594,319 ordinary shares with the par value of Baht 1 each to support the stock dividends.

2020

On 22 April 2020, the Annual General Meeting of Shareholders 2020 has resolved the change of authorised share as follows:

- The decrease of the Company's authorised share capital from Baht 691,867,135 to Baht 553,559,662 by cancelling 138,307,473 authorised shares with a par value of Baht 1 each.
- The increase of the Company's authorised share capital from Baht 553,559,662 to Baht 608,915,628 by authorised new 55,355,966 ordinary shares with the par value of Baht 1 each to support the stock dividends.

As at 31 December 2021, the total number of authorised ordinary shares is 649,509,110 shares with a par value of Baht 1 per share (2020: 608,915,628 shares with a par value of Baht 1 per share). The issued shares were already paid in an amount of Baht 649,507,473 (2020: Baht 608,914,791).

28 Dividends

2021

On 9 April 2021, the Annual General Meeting of Shareholders 2021 approved a stock dividend of 40,594,319 ordinary shares at par value of Baht 1 per share in the ratio of 15 existing shares per 1 share at Baht 0.06666667 per share. Payment of the cash dividend at Baht 0.00740741 per share. Total proposed dividend is Baht 0.07407408 per share, or approximately Baht 45,104,802.

On 5 May 2021, the Company paid the stock dividend of 40,592,682 ordinary shares at par value of Baht 1 per share, totalling Baht 40,592,682 and cash dividend in an amount of Baht 4,512,120, totalling Baht 45,104,802.

2020

On 22 April 2020, the Annual General Meeting of Shareholders 2020 approved a stock dividend of 55,355,966 ordinary shares at par value of Baht 1 per share in the ratio of 10 existing shares per 1 share at Baht 0.10 per share. Payment of the cash dividend at Baht 0.011111111111 per share. Total proposed dividend is Baht 0.111111111111 per share, or approximately Baht 61,506,628.

On 19 May 2020, the Company paid the stock dividend of 55,355,129 ordinary shares at par value of Baht 1 per share, totalling Baht 55,355,129 and cash dividend in an amount of Baht 6,151,499, totalling Baht 61,506,628.

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29 Legal reserve

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
At 1 January	28,580,000	27,520,000	28,580,000	27,520,000
Appropriation during the year	700,000	1,060,000	700,000	1,060,000
At 31 December	29,280,000	28,580,000	29,280,000	28,580,000

Under the Public Limited Company Act., B.E. 2535, the Company is required to set aside as a legal reserve at least 5% of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10 percent of the registered capital. The legal reserve is non-distributable.

30 Other income

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Interest income	1,595,969	2,955,051	52,358,826	152,323,382
Dividend income (Note 16.1)	-	-	18,347,519	55,978,158
Management fee from subsidiaries (Note 36.1)	-	-	8,847,331	6,822,833
Fine from breach of trading agreement	904,028	9,159,720	-	-
Compensation from delay of work	-	3,377,000	-	-
Others	11,284,779	6,363,096	5,510,817	2,012,564
Total	13,784,776	21,854,867	85,064,493	217,136,937

On 24 January 2020, Sea Oil Energy Limited paid interest for the long-term borrowings in an amount of Baht 95.40 million to the Company which is the interest that the Company ceased to recognise during 1 February 2018 to 5 January 2020. Hence, the Company recognise interest received in full amount in January 2020. The Company started to recognise interest income for related borrowings on accrual basis since the first quarter of 2020.

31 Finance costs

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Interest - related party	-	-	409,107	129,906
Interest - financial institutions	19,002,666	23,350,288	13,674,536	22,075,047
Interest - debentures	-	3,936,269	-	3,936,268
Finance costs - lease liabilities	1,612,020	1,654,438	1,348,637	1,081,636
	20,614,686	28,940,995	15,432,280	27,222,857

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32 Expenses by nature

	Notes	Consolidated financial statements		Separate financial statements	
		2021 Baht	2020 Baht	2021 Baht	2020 Baht
Purchase of goods		10,760,841,852	4,883,014,907	2,275,747,260	1,327,929,145
Changes in inventories		(5,153,383)	(7,148,325)	(5,153,383)	(7,148,325)
Direct cost for catering service on the accommodation vessel		183,918,438	91,710,415	183,918,438	91,710,415
Employee benefits expenses		202,478,173	146,092,119	121,008,827	95,763,602
Depreciation and amortisation	17, 18, 19 & 20	45,218,913	42,578,555	13,358,579	6,291,079
Loss on impairment of plant and equipment	18	-	29,444,459	-	-
Transportation expenses		68,669,490	42,476,505	23,420,030	11,815,439
Commission expenses		47,856,694	28,276,307	293,182	1,276,851

33 Income tax

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Current tax:				
Current tax on profits for the year	7,428,196	21,227,724	-	4,558,924
Total current tax	7,428,196	21,227,724	-	4,558,924
Deferred income tax:				
(Increase) decrease in deferred tax assets (Note 21)	(1,092,595)	(1,824,984)	(1,092,595)	(1,698,761)
Increase (decrease) in deferred tax liabilities (Note 21)	(336,654)	244,930	(336,654)	244,930
Total deferred tax	(1,429,249)	(1,580,054)	(1,429,249)	(1,453,831)
Total tax expense	5,998,947	19,647,670	(1,429,249)	3,105,093
Income tax expense attributable to:				
From continuing operation	5,998,947	18,226,792	(1,429,249)	3,105,093
From discontinued operation (Note 15)	-	1,420,878	-	-
	5,998,947	19,647,670	(1,429,249)	3,105,093

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The tax on the Group's profit before tax differs from the theoretical amount that would arise using the basic tax rate of the home country of the Company as follows:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Profit before income tax				
From continuing operation	246,025,806	27,332,558	11,658,603	24,284,442
From discontinued operation (Note 15)	-	23,855,996	-	-
	246,025,806	51,188,554	11,658,603	24,284,442
Tax calculated at a tax rate of 20% (2020: 20%).	49,205,161	10,237,711	2,331,721	4,856,888
Effect:				
Difference of tax rates	(1,921,168)	(2,246,275)	-	-
Share of profit from joint venture, net of tax	(51,499,148)	(8,137,130)	-	-
Income not subject to tax	(1,630,772)	(4,933,976)	(240,000)	(18,671,211)
Dividend not subject to tax	-	-	(3,669,504)	(36,065,460)
Expenses with double deductible for tax	(84,653)	(136,409)	(17,585)	(13,240)
Additional taxable income	7,039,716	5,555,425	-	-
Expenses not deductible for tax	1,790,346	10,884,565	166,119	53,390,795
Tax losses for which no deferred income tax asset was recognised	3,099,465	8,816,438	-	-
Utilisation of previously unrecognized deferred taxes	-	(392,679)	-	(392,679)
Tax charged	5,998,947	19,647,670	(1,429,249)	3,105,093

The Group's and Company's effective tax rates are 2.44% and -12.26%, respectively (2020: 38.38% and 12.79%, respectively). The effective tax rate changes from the previous year as the result of Group's and Company's business operation.

Deferred tax assets are recognised for tax loss carried forwards only to the extent that realisation of the related tax benefit through the future taxable profits is probable. Unrecognised deferred tax assets in the consolidated financial statements of Baht 37.49 million (2020: Baht 36.00 million) relate to unused cumulative losses of Baht 187.45 million (2020: Baht 180.01 million), to carry forward against future taxable income; these tax losses will expire in 2022 to 2026 (2020: 2021 to 2026).

34 Earnings (losses) per share

Basic earnings (losses) per share is calculated by dividing the net profit (loss) for the period attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the period.

Referring to note 28, which the Company declared the stock dividend, the number of outstanding ordinary shares was adjusted to reflect the stock dividend as if the event has occurred at the beginning of the earliest period presented.

	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
Profit (loss) attributable to the ordinary equity holders of the Company (Baht)				
From continuing operations	230,945,674	(3,988,771)	13,087,852	21,179,349
From discontinued operations	-	22,434,871	-	-
	230,945,674	18,446,100	13,087,852	21,179,349
Weighted average number of paid-up and issued share capital (share)	649,507,477	649,507,477	649,507,477	649,507,477
Basic (loss) earnings per share (Baht)				
From continuing operations	0.3556	(0.0061)	0.0202	0.0326
From discontinued operations	-	0.0345	-	-
Total basic earnings per share (Baht)	0.3556	0.0284	0.0202	0.0326

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35 Reconciliation of liabilities arising from financing activities

	Non-cash transactions						
	1 January 2020 Baht	Cash flows (net) Baht	Amortised transaction costs/interest Baht	Acquisitions	Exchange differences Baht	Discontinued operations Baht	31 December 2020 Baht
				– finance lease liabilities Baht			
Consolidated financial statements							
Short-term borrowings							
from financial institutions	224,064,450	(144,770,420)	-	-	1,031,622	(2,750,000)	77,575,652
Long-term borrowings							
from financial institutions	394,896,000	93,166,000	(1,683,271)	-	-	(182,062,000)	304,316,729
Debentures	399,555,239	(400,000,000)	444,761	-	-	-	-
Lease liabilities	151,941,052	(10,371,573)	-	16,464,764	(1,165,393)	(121,651,814)	35,217,036
Separate financial statements							
Short-term borrowings							
from financial institutions	162,956,450	(115,206,419)	-	-	-	-	47,750,031
Long-term borrowing from a subsidiary	-	81,821,330	-	-	-	-	81,821,330
Long-term borrowings							
from financial institutions	175,000,000	131,000,000	(1,683,271)	-	-	-	304,316,729
Debentures	399,555,239	(400,000,000)	444,761	-	-	-	-
Lease liabilities	14,827,165	(2,887,568)	-	16,464,764	-	-	28,404,361
Non-cash transactions							
	1 January 2021 Baht	Cash flows (net) Baht	Amortised transaction costs/interest Baht	Acquisitions	Exchange differences Baht	Reclassification Baht	31 December 2021 Baht
				– finance lease liabilities Baht			
Consolidated financial statements							
Short-term borrowings							
from financial institutions	77,575,652	111,586,421	1,406,367	-	7,393,669	129,593,633	327,555,742
Long-term borrowings							
from financial institutions	304,316,729	(120,000,000)	276,904	-	-	(129,593,633)	55,000,000
Lease liabilities	35,217,036	(12,480,275)	-	22,843,619	495,883	-	46,076,263
Separate financial statements							
Short-term borrowings							
from financial institutions	47,750,031	9,004,770	1,406,367	-	-	129,593,633	187,754,801
Long-term borrowing from a subsidiary	81,821,330	-	-	-	-	-	81,821,330
Long-term borrowings							
from financial institutions	304,316,729	(120,000,000)	276,904	-	-	(129,593,633)	55,000,000
Lease liabilities	28,404,361	(6,465,954)	-	2,281,496	-	-	24,219,903

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36 Related party transactions

The Company is controlled by Nathalin Company Limited (incorporated in Thailand). Nathalin Company Limited and Panboonhom family hold 45.04% and 11.53% in Company's shares, respectively. The remaining 43.43% of the shares is widely held. Significant transactions with its related parties are as follows:

36.1 Sales of goods and services

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Sales of goods				
Subsidiaries	-	-	-	5,547
Entities under common control	587,554,897	287,049,787	403,584,272	205,789,280
	587,554,897	287,049,787	403,584,272	205,794,827
Sales of services				
Entities under common control	49,150,757	24,107,076	49,150,757	24,107,076
Sales of rental income				
Entities under common control	19,600,000	-	-	-
Interest income				
Subsidiaries	-	-	52,312,094	152,307,334
Dividend income				
Subsidiaries	-	-	18,347,519	193,327,293
Management fee				
Subsidiaries	-	-	8,847,331	6,822,833
Other income				
Subsidiaries	-	-	1,670,816	1,063,807
Entities under common control	-	316,148	-	316,148
	-	316,148	1,670,816	1,379,955

36.2 Purchases of goods and services

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Rental and service expense				
Parent company	2,051,269	1,933,487	2,051,269	1,933,487
Management fee				
Parent company	4,444,119	4,061,966	3,707,840	3,792,661
Entities under common control	5,479,900	480,200	5,479,900	480,200
	9,924,019	4,542,166	9,187,740	4,272,861
Other service expense				
Parent company	316,520	927,834	310,520	895,153
Entities under common control	316,300	-	316,300	-
	632,820	927,834	626,820	895,153
Finance costs				
Parent company	883,074	862,078	883,074	862,078
Subsidiaries	-	-	409,107	129,906
	883,074	862,078	1,292,181	991,984

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36.3 Outstanding balances arising from sales/purchases of goods/services

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Trade receivables				
Entities under common control	142,792,487	45,907,267	111,632,486	26,257,543
Other receivables				
Parent company	182,916	159,242	182,916	159,242
Subsidiaries	-	-	5,702,533	3,148,684
Entities under common control	130,922	-	-	-
	313,838	159,242	5,885,449	3,307,926
Interest receivables				
Subsidiaries	-	-	3,243,567	20,048,985
Dividend receivables				
Subsidiaries	-	-	8,308,187	13,000,000
Accrued expense				
Parent company	762,332	523,236	762,333	521,310
Subsidiaries	-	-	3,126,291	653,330
Entities under common control	403,280	150,656	402,641	150,656
	1,165,612	673,892	4,291,265	1,325,296
Other non-current liabilities				
Other related parties	2,800,000	-	-	-
Lease liabilities - current portion				
Parent company	1,346,275	1,075,295	1,346,275	1,075,295
Lease liabilities - non-current portion				
Parent company	13,477,241	12,739,044	13,477,241	12,739,044

36.4 Related-party transactions from discontinued operations

Purchases of goods and services

	Consolidated financial statements	
	2021 Baht	2020 Baht
Cost of sales		
Entities under common control	-	131,276
Management fee		
Parent company	-	246,475
Finance costs		
Parent company	-	53,178
Entities under common control	-	2,567,828
	-	2,621,006

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36.5 Loans to subsidiaries

The loans were made to subsidiaries as follows:

	Separate financial statements	
	2021 Baht	2020 Baht
Short-term loans	-	8,100,000
Long-term loans	1,287,327,646	1,578,177,646
	1,287,327,646	1,586,277,646

The movement of loans to subsidiaries is as follows:

	Separate financial statements			
	Short-term loans		Long-term loans	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
As at 1 January	8,100,000	220,000,000	1,578,177,646	1,387,880,000
Addition	75,860,000	58,640,000	4,250,000	-
Repayment	(83,960,000)	(43,000,000)	(295,100,000)	(37,242,354)
Classification to long-term loans	-	(227,540,000)	-	227,540,000
As at 31 December	-	8,100,000	1,287,327,646	1,578,177,646

Short-term loans

On 6 March 2021, the Company received cash from repayment of loans to Vega Twenty Company Limited in an amount of Baht 8.10 million.

During the year 2021, the Company provided loans in an amount of Baht 62.70 million to Sea Oil Petroleum Pte. Ltd. and Baht 13.16 million to Titan Twenty Company Limited. The Company already received repayment of loans to subsidiaries during the year.

Long-term loans

Long-term loans in an amount of Baht 1,287.33 million comprise the following:

- 1) The long-term loans to Sea Oil Petrochemical Company Limited at Baht 215.80 million. The loans interest rates are at 1.55% - 5.05% per annum. The repayment term is at call. The Company made additional loan to the subsidiary of Baht 4.25 million and received repayment Baht 16.00 million during the year 2021.
- 2) The long-term loans to Sea Oil Energy Limited at Baht 1,071.53 million for the purpose to acquire Pan Orient Energy (Siam) Ltd. The loans interest rates are at 1.55% - 5.65% per annum and the repayment term is at call.

During the year 2021, the Company received repayment Baht 279.10 million. The subsidiary used the cash from dividend received from Pan Orient Energy (Siam) Ltd. to repay the loans and interest.

The fair value of long-term loans was Baht 1,302.72 million (2020: Baht 1,588.61 million), determined in level 3 of fair value (Note 7), calculated by discounted cash flow model based on yield curve of risk-free bond plus risk premium in relevance with the Group's credit rating as disclosed by the Thai Bond Market Association.

36.6 Short-term borrowings from a subsidiary

Short-term borrowings from a subsidiary is borrowings from Living Energy Company Limited. The interest rate is 0.50% per annum. The repayment term is at call.

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36.7 Key management compensation

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Short-term employee benefit	49,856,672	37,412,537	32,411,661	28,698,389
Post-employee benefit	1,084,023	886,416	1,084,023	886,416
	50,940,695	38,298,953	33,495,684	29,584,805

36.8 Guarantee

The Company engages in letter of guarantees to subsidiaries as follows:

Sea Oil Petroleum Pte. Ltd.

The Company engages in letter of guarantees to the subsidiary for purchase agreement of petroleum products not exceeding USD 2.80 million.

Sea Oil Petroleum Pte. Ltd. and Sea Oil Petroleum AS

The Company engages in letter of guarantees to the subsidiary for purchase agreement of petroleum products not exceeding NOK 12.00 million.

Titan Twenty Company Limited

- 1) The Company engages in letter of guarantees to the subsidiary for purchase agreement of petroleum products not exceeding THB 130.00 million.
- 2) The Company engages in letter of guarantee for short-term credit facility from a financial institution of the subsidiary in an amount of Baht 20.00 million. As at 31 December 2021, the outstanding loan is Baht 13.16 million.

Sea Oil Petrochemical Company Limited

The Company and Nathalin Company Limited engage in letter of guarantee for short-term credit facility from a financial institution of the subsidiary in an amount of Baht 100.00 million.

37 Commitments and contingent liabilities

37.1 Capital commitment

Capital commitment which is not recognised in the financial statement is as follows:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Building and equipment	-	1,842,962	-	1,842,962

SEA OIL PUBLIC COMPANY LIMITED

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

37.2 Contingent liabilities

37.2.1 Bank guarantees and letter of credit

The Group has bank guarantees and letter of credit issued by banks as follows:

	Consolidated financial statements		Separate financial statements	
	2021 Baht	2020 Baht	2021 Baht	2020 Baht
Guarantee for purchase of oil from suppliers	579,549,750	275,206,800	479,549,750	195,206,800
Guarantee for performance of the catering service agreement	54,700,104	54,700,104	54,700,104	54,700,104
Standby letter of credit	200,519,400	60,074,200	-	-
Guarantee for electricity used	320,000	320,000	-	-
	835,089,254	390,301,104	534,249,854	249,906,904

37.2.2 Litigation

On 28 November 2018, Sea Oil Petrochemical Company Limited together with the 2 insurance companies (joint defendants) was sued under Civil Lawsuit by an insurance company (plaintiff) to claim for damage occurred to the car insured with the Plaintiff from the fire incident occurred in the year 2017 for Baht 9.58 million. The insurance companies that are joint defendants had made claim payment to the subsidiary and the subsidiary has already released such claim payment to the car's owner.

On 10 October 2019, the Chonburi Provincial Court rendered the judgement to dismiss the plaintiff's complaint and the plaintiff submitted appealed to the Court of Appeal. On 8 September 2020, the Court of Appeals has ruled in accordance to the Chonburi Provincial Court. On 3 November 2020, the plaintiff submitted appealed to the Supreme Court. The subsidiary submitted the objection to the petition later.

On 2 September 2021, the Supreme Court has made a judgment according to the Court of Appeals. So, the case has been finalised.

SECTION 4 : CERTIFICATION OF THE ACCURACY OF INFORMATION

REPORT ON THE BOARD OF DIRECTORS' RESPONSIBILITY FOR FINANCIAL REPORT

The Board of Directors are responsible for the financial statement of Sea Oil Public Company Limited ("The Company") and its subsidiaries which has been prepared with correctness and essence according to Thai Financial Reporting Standard of Thailand by reviewing appropriate accounting policy, executing constantly, including sufficiently disclosing significant information in note to financial statement and having been audited by the Certified Auditor and expressed an unconditional opinion in the auditor's report shown in the annual report (Sector 3 Financial Statement)

The Board of Directors has adopted and maintained an appropriate risk management system, internal control system and compliance to reasonably assure the reliability and completeness of the financial statement, protection of the Company's assets in order to prevent fraud or materially irregular operation, including compliance with the relevant laws and regulations.

The Board of Directors has appointed the Audit Committee which comprised of 3 Independent Directors to ensure the reliability and accuracy of the financial report as well as evaluate the internal control system and internal audit to make it efficient and effective. The opinion of the Audit Committee has been disclosed in the report of the Audit Committee in the Company's annual report (Attachment 6).

The Board of Directors assure that overall internal control system of the Company is sufficient and appropriate and able to reasonably ensure the reliability of the consolidated financial statement and separated financial statement of Sea Oil Public Company Limited and its subsidiaries for the year ended 31 December 2021 presenting financial status, result of operations and cash flow in accordance with the Thai Financial Reporting Standard.



Mr. Apisit Rujikeatkamjorn
Chairman



Miss Neeracha Panboonhom
President & Chief Executive Officer

THE BOARD OF DIRECTORS



Mr. Apisit Rujikeatkamjorn
Chairman



Prof. Dr. Ruth Banomyong
Independent Director /
Chairman of Audit Committee



Mr. Taweep Soontornsingha
Vice-Chairman /
Independent Director /
Member of Audit Committee /
Chairman of Nomination,
Remuneration and Corporate
Governance Committee



Dr. Chalermwit Chimtragoon
Member of Audit Committee /
Member of Nomination,
Remuneration and
Corporate Governance Committee



Mr. Suraphon Meesathien
Director / Member of Nomination,
Remuneration
and Corporate Governance Committee



Mr. Kosit Fuangswasdi
Director



Mr. Prompong Chaisrisawatsuk
Director



Ms. Neeracha Panboonhom
Director /
Chairman of Executive Committee /
President and Chief Executive Officer

ATTACHMENT 1

DETAILS OF DIRECTORS, EXECUTIVES, CONTROLLING PERSONS AND COMPANY SECRETARY



Mr. Apisit Rujikeatkamjorn

Age : 76

Chairman

Appointed: September 5, 2013

Percentage of Shareholding: 3.13 % (20,320,000 Shares)

Family Relations among Executives: (None)

Educational and Seminar:

- Master of Civil Engineering Lamar University, Texas, USA
- Bachelor of Engineer, Khon Kaen University
- Director Certification Program (DCP) Class 166/2012
- The Role of Chairman Program (RCP) Class 26/2011
- Audit Committee Program (ACP) Class 22/2008
- Understanding the Fundamental of Financial Statements Program (UFS) Class 5/2006
- Finance for Non-Finance Director (FND) Class 24/2005
- Director Accreditation Program (DAP) Class 27/2004

Other listed company as a Director/Executive:

- 2014 - Present Chairman Asia Biomass PCL.
- 2014 - Present Chairman Asia Green Energy PCL.
- 2013 - Present Chairman Sea Oil PCL.
- 2008 - Present Chairman Siam Global House PCL.

Other non-listed company as a Director/Executive:

- 2020 - Present Chairman D.T.C Enterprise PCL.
- 2017 - Present Chairman Global House Co., Ltd (Cambodia)
- 2017 - Present Chairman Lao Agro Tech PCL. (Laos)
- 2015 - 2020 Chairman D.T.C. Enterprise Co., Ltd

Other company / Other special activity: (None)



Mr. Taweeep Soontornsingha

Age : 71

Vice-Chairman / Independent Director / Member of Audit Committee / Chairman of Nomination, Remuneration and Corporate Governance Committee

Appointed: September 5, 2013

Percentage of Shareholding: (None)

Family Relations among Executives: (None)

Educational and Seminar:

- Bachelor of Law, Thammasat University
- Advanced Audit Committee Program (AAP) Class 17/2015
- Role of the Compensation Committee (RCC) Class 20/2015
- Audit Committee Program (ACP) Class 42/2013
- Financial Statements of Director (FSD) Class 20/2013
- Director Accreditation Program (DAP) Class 97/2012
- The New Auditor Report: Understanding Key Audit Matters

Other listed company as a Director/Executive:

2013 - Present Vice-Chairman / Independent Director / Member of Audit Committee / Chairman of Nomination, Remuneration and Corporate Governance Committee Sea Oil PCL.

1992 - 2010 Manager

Other non-listed company as a Director/Executive: (None)

Other company / Other special activity: (None)



Prof. Dr. Ruth Banomyong

Age : 54

Independent Director / Chairman of Audit Committee

Appointed: September 5, 2013

Percentage of Shareholding: (None)

Family Relations among Executives: (None)

Educational and Seminar:

- Doctor of Philosophy (International Logistics), Cardiff University, Wales, United Kingdom
- Post-Graduate Diploma in Social Science Research Methods, Cardiff University, Wales, United Kingdom
- Master of Laws (International Business Law), Universite de Paris I, Pantheon-Sorbonne, France
- Bachelor of Law (International Law), Universite de Paris I, Pantheon-Sorbonne, France
- Bachelor of Economics, Lycee Michelet, France
- Diploma in translating English-French legal terms, Paris Institute of Comparative Law, France
- Advanced Audit Committee Program (AAP) Class 39/2021
- Ethical Leadership Program (ELP) 18/2020
- Director Certification Program (DCP) Class 103/2008
- Audit Committee Program (ACP) Class 13/2006
- Director Accreditation Program (DAP) Class 44/2005

Other listed company as a Director/Executive:

2013 - Present Independent Director / Chairman of Audit Committee Sea Oil PCL.

2014 - Present Chairman of Audit Committee / Vice Logistic PCL. Independent Director

2016 - 2019 Chairman of Audit Committee / C.P.L. Group PCL. Independent Director

Other non-listed company as a Director/Executive:

2020 - Present Director AI CARE 2020 Co., Ltd.

2016 - Present Director Global Allsights Co., Ltd.

1996 - Present Director Living Head Quarter Co., Ltd.

2013 - 2015 Director Wice Freight Services Co., Ltd.

2011 - 2013 Independent Director Charoensin Property Co., Ltd.

Other company / Other special activity:

1993 - Present Dean of Faculty of Commerce and Accountancy Thammasat University



Dr. Chalermwit Chimtragoon

Age : 73

Independent Director / Member of Audit Committee /
Member of Nomination, Remuneration and Corporate
Governance Committee

Appointed: September 5, 2013

Percentage of Shareholding: (None)

Family Relations among Executives: (None)

Educational and Seminar:

- Doctoral of Educational Administration and Leadership,
Saint John's University
- Master of Technical Education, King Mongkut's University
of Technology North Bangkok
- Bachelor of Education, Srinakharinwirot University
- Advanced Audit Committee Program (AACP) Class 17/2015
- Role of the Compensation Committee (RCC) Class 20/2015
- Financial Statements for Directors (FSD) Class 23/2014
- Audit Committee Program (ACP) Class 42/2013
- Director Certification Program (DCP) Class 158/2012
- Director Accreditation Program (DAP) Class 92/2011
- Supervision and Prevention of Cybercrime
- Cybercrime - The Looming Threat to Global Economy

Other listed company as a Director/Executive:

2013 - Present Independent Director / Member of Audit
Committee / Member of Nomination,
Remuneration and Corporate Governance
Committee Sea Oil PCL.

Other non-listed company as a Director/Executive: (None)

Other company / Other special activity:

2009 - Present Chairman of the Executive Development
Rajapark Institute Program Teachers and
educational personnel

2012 - Present Expert, Special Lecturer, Thesis Adviser
Public and private universities
Master's Degree, Doctorate Degree



Mr. Suraphon Meesathien

Age : 68

Director / Member of Nomination, Remuneration
and Corporate Governance Committee

Appointed: September 5, 2013

Percentage of Shareholding: 0.53% (3,471,105 Shares)

Family Relations among Executives: (None)

Educational and Seminar:

- Master of Public Administration Program, National Institute
of Development Administration (NIDA)
- Bachelor of Science, The Royal Thai Naval Academy
- Diploma, Naval War College
- Risk Management Program for Corporate Leaders (RCL)
26/2022
- Introduction to Corporate Sustainability ESG-Related Risk
1/2021
- Risk Management Certificate Program, Chulalongkorn
University Class 10 10/2017
- Role of the Compensation Committee (RCC) Class 20/2015
- Director Certification Program (DCP) Class 155/2012
- Director Accreditation Program (DAP) Class 92/2011

Other listed company as a Director/Executive:

2013 - Present Director / Member of Nomination,
Remuneration and Corporate Governance
Committee Sea Oil PCL.

2007 - Present Director Prima Marine Co., Ltd.

Other non-listed company as a Director/Executive:

2018 - Present Director Big Sea Co., Ltd.

2007 - Present Managing Director Nathalin Co., Ltd.

2014 - 2016 Director N.T.L. Marine Co., Ltd.

2011 - 2018 Director Nathalin Shipping Pte. Ltd.
(Singapore)

2011 - 2017 Director Khunnathee Co., Ltd.

2011 - 2016 Director TMN Co., Ltd.

2006 - 2016 Director Golden Ship Supply Co., Ltd.

Other company / Other special activity:

2019 - Present Chairman Thai Ship Owners Association

2009 - 2019 Director Thai Ship Owners Association



Mr. Prompong Chairsrisawatsuk

Age : 55

Director

Appointed: September 5, 2013

Percentage of Shareholding: 0.26% (1,681,771 Shares)

Family Relations among Executives: (None)

Educational and Seminar:

- Master in Finance, Thammasat University
- Bachelor of Engineer, Chulalongkorn University
- Introduction to Corporate Sustainability ESG-Related Risk 1/2021
- Director Accreditation Program (DAP) Class 97/2012
- Anti-corruption: The practical guide
- Enterprise Risk Management

Other listed company as a Director/Executive:

2015 - Present President / Chairman of Executive Committee / Member of Risk Committee Prima Marine PCL.

2013 - Present Director

Other non-listed company as a Director/Executive:

2020 - Present Director Singha Tankers Co., Ltd

2016 - Present Director Winchai Co., Ltd.

2012 - Present Director Nathalin Co., Ltd.

2012 - Present Director TATE Offshore Co.,Ltd. (Malaysia)

2011 - Present Director Nathalin Shipping Pte. Ltd. (Singapore)

2012 - 2016 Director Top-NTL PTE Ltd. (Singapore)

Other company / Other special activity: (None)



Mr. Kosit Fuangswasdi

Age : 63

Director

Appointed: April 24, 2019

Percentage of Shareholding: (None)

Family Relations among Executives: (None)

Educational and Seminar:

- Ph.D. Public Administration Maha Chulalongkorn Rajavidyalaya University
- Master of Management Degree in Business Administration and Management, Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Bachelor of Science Degree in Geology, Chulalongkorn University
- Board Matters and Trends (BMT) Class 5/2018
- Strategic Board Master Class (SBM) Class 3/2018
- Boards that Make a Difference (BMD) Class 5/2017
- Director Certification Program Class 247/2017
- Director Accreditation Program Class 139/2017

Other listed company as a Director/Executive:

2019 - Present Director Sea Oil PCL.

2016 - 2020 Independent Director / Audit Committee / Chairman of Risk Management Committee Prima Marine PCL.

Other non-listed company as a Director/Executive:

2020 - Present Director Thachang Green Energy Co., Ltd.

2010 - Present Managing Director KMAN Consult Co., Ltd.

Other company / Other special activity:

2018 - Present Chartered Director Thai Institute of Director (IOD)



Ms. Neeracha Panboonhom

Age : 40

Director / Chairman of Executive Committee / President and Chief Executive Officer

Appointed: September 5, 2013

Percentage of Shareholding: 0.79% (5,162,222 Shares)

Family Relations among Executives: (None)

Educational and Seminar:

- Master of Business Administration, RMIT University, Melbourne, Australia
- Bachelor of Business Administration, Assumption University
- Introduction to Corporate Sustainability ESG-Related Risk 1/2021
- Risk Management program for Corporate Leader (RCL) Class 4/2016
- Top Executive Program in Industrial Development and Investment in Class 2/2015 Institute of Business and Industrial Development
- Masterclass in Private Equity by London Business School (LBS) 2014
- Director Certification Program (DCP) Class 170/2013
- Director Accreditation Program (DAP) Class 92/2011
- Modern Marketing Management (MMM) Class 40 by Faculty of commerce and accountancy, Chulalongkorn University
- Fundamentals of petroleum economics, Petroleum Institute of Thailand
- Energy Literacy for a Sustainable Future YTEA Class 7
- Anti-corruption: The practical guide
- Personal Data Protection Law

Other listed company as a Director/Executive:

2020 - Present Director Prima Marine PCL.

2013 - Present Director / Chairman of Executive Committee / President and Chief Executive Officer Sea oil PCL.

Other non-listed company as a Director/Executive:

2020 - Present Director Amity Asset Management Inc. (Panama)

2020 - Present Director Vega Twenty Co., Ltd.

2020 - Present Director

Orion Twenty Co., Ltd.

2020 - Present Director Titan Twenty Co., Ltd.

2019 - Present Director Energon PTE. LTD. (Singapore)

2016 - Present Director Sea Oil Petrochemical Co., Ltd.

2015 - Present Director Sea Oil Petroleum PTE. LTD. (Singapore)

2015 - Present Director Sea Oil Offshore Ltd. (Malaysia)

2014 - Present Director Sea Oil Energy Ltd. (Bermuda)

2012 - Present Director Nathalin Co., Ltd.

2017 - 2020 Director Living Energy Co., Ltd.

2012 - 2015 Director United Offshore Aviation Co., Ltd.

Other company / Other special activity:

2019 - Present Director Oab-Boon Foundation



Mrs. Suthida Karuedetkosol

Age : 40

Member of Executive Committee / Senior Vice President
(Business Development and Investment)

Percentage of Shareholding: 0.01% (59,335 Shares)

Family Relations among Executives: (None)

Educational and Seminar:

- Master of International Business Management, London South Bank University, London, UK
- Bachelor of Business Administration, Assumption University
- Introduction to Corporate Sustainability ESG-Related Risk 1/2021
- Director Certification Program (DCP) Class 245/2017
- Corporate Governance for Executives (CGE) Class 6 / 2016
- Director Accreditation Program (DAP) Class 132 / 2016
- Risk Management program for Corporate Leader (RCL) Class 4/2016
- Anti-corruption: The practical guide
- People Management for Highest Performance
- Cybercrime - The Looming Threat to Global Economy
- Fundamentals of petroleum economics
- Aligning Risk with Strategy and Performance
- Personal Data Protection Law
- Safety Officer Management

Other listed company as a Director/Executive:

2016- Present Member of Executive Committee / Senior Vice President (Business Development and Investment) Sea Oil PCL.

Other non-listed company as a Director/Executive:

2020 - Present Managing Director Vega Twenty Co., Ltd.
 2020 - Present Managing Director Orion Twenty Co., Ltd.
 2020 - Present Managing Director Titan Twenty Co., Ltd.
 2019 - Present Director Energon PTE. LTD. (Singapore)
 2016 - Present Managing Director Sea Oil Petroleum PTE. LTD. (Singapore)
 2016 - Present Director Sea Oil Offshore Ltd. (Malaysia)
 2016 - Present Managing Director Sea Oil Energy Ltd. (Bermuda)
 2016 - Present Managing Director Sea Oil Petrochemical Co., Ltd
 2017 - 2020 Managing Director / liquidator Living Energy Co., Ltd.
 2014 - 2016 Managing Director Srithai Capital Co., Ltd.
 2014 - 2016 Business Development Director Nathalin Co., Ltd.

Other company / Other special activity: (None)



Mr. Kasidis Chareancholwanich

Age : 60

Member of Executive Committee / Vice President (Sales and Marketing)

Percentage of Shareholding: (None)

Family Relations among Executives: (None)

Educational and Seminar:

- Master of Business Administration in Major Finance & Marketing,
- George August University, Goettingen, Germany
- Bachelor of Business Administration in Major Marketing, Assumption University
- Bachelor of Law, Ramkhamhaeng University
- Extraordinary Leader, Zenger & Folkman, USA
- Leadership Lab, Sim Talent, Germany
- Change Essential, John Cotter, USA
- Situational Leadership, Paul Hersey & Ken Blanchard, USA
- Super Skill of Great Conversation, The Right Conversation, UK
- Storytelling for leaders, Adeccote International, Australia
- Leadership Incubator: Executive Mentoring, Slingshot Group, Thailand

Other listed company as a Director/Executive:

2019 - Present Member of Executive Committee / Vice President (Sales and Marketing) Sea Oil PCL.
 2006 - 2016 Vice-Chief Operating Officer-Thailand TIPCO Asphalt PLC.

Other non-listed company as a Director/Executive:

2020 - Present Managing Director Vega Twenty Co., Ltd.
 2020 - Present Managing Director Orion Twenty Co., Ltd.
 2020 - Present Managing Director Titan Twenty Co., Ltd.
 2007 - 2018 Chief Operating Officer Thai City Electric Co.,Ltd.

Other company / Other special activity: (None)



Mr. Chayawat Teekamitree

Age : 51

Sales and Marketing Manager

Percentage of Shareholding: 0.01% (81,253 Shares)

Family Relations among Executives: (None)

Educational and Seminar:

- Master of Business Administration (Marketing), Sripatum University
- Bachelor of Science, King Mongkut's University of Technology North Bangkok
- Introduction to Corporate Sustainability ESG-Related Risk 1/2021
- Project Management Professional Training
- Strategic Thinking and Planning
- Anti-corruption: The practical guide
- Aligning Risk with Strategy and Performance
- Personal Data Protection Law
- Safety Officer Management

Other listed company as a Director/Executive:

2013 - Present Sales & Marketing Manager Sea Oil PCL.

Other non-listed company as a Director/Executive:

2015 - Present Director / Managing Director Sea Oil Offshore Limited

Other company / Other special activity: (None)



Mrs. Siranee Komintarachat

Age : 48

Supply Petroleum & Logistic Manager

Percentage of Shareholding: 0.07% (440,000 Shares)

Family Relations among Executives: (None)

Educational and Seminar:

- Master of Social Administration, Thammasat University
- Bachelor of Business Administration, Bangkok University
- Introduction to Corporate Sustainability ESG-Related Risk 1/2021
- Strategic Thinking and Planning
- Anti-corruption: The practical guide
- IT Security Awareness and Enhancing Office 365
- Legal Compliance of export transport by truck
- ISO9001:2015 Internal Quality Assessment System
- Accounting for Non-accountant Executives
- People management for highest performance
- Aligning Risk with Strategy and Performance
- Efficient use of Microsoft Teams
- Personal Data Protection Law
- Enterprise Risk Management

Other listed company as a Director/Executive:

2013 - Present Supply Petroleum & Logistic Manager Sea Oil PCL.

Other non-listed company as a Director/Executive:

2015 - 2016 Director
Sea Oil Offshore Limited

Other company / Other special activity: (None)

The Person taking the Highest Responsibility in Accounting and Finance**Ms. Sasiprapha Thanuwattanachai****Age :** 38

Member of Executive Committee / Chief of Financial Officer (CFO)

Percentage of Shareholding: (None)**Family Relations among Executives:** (None)**Educational and Seminar:**

- Master of Science in Marketing Program, Thammasat University (International program)
- Bachelor of Business Administration / Finance and Banking Assumption University
- The New CFO
- Road to join CAC
- Financial Risk Management Derivatives Tools

Other listed company as a Director/Executive:

2021 – Present	Member of Executive Committee Sea Oil PCL.
2017 – 2021	Vice President, Customer Experience Design, Digital Banking Siam Commercial Bank PCL.
2016 – 2017	Assistant Vice President, Relationship Manager, Corporate Banking, Digital Banking Siam Commercial Bank PCL.
2011 – 2016	Assistance Vice President, Business Strategy and Development, Wholesales Banking Siam Commercial Bank PCL

Other non-listed company as a Director/Executive:

2021 – Present	Executive Director Sea Oil Petroleum PTE. LTD. (Singapore)
2021 – Present	Executive Director Sea Oil Petroleum A/S (Norway)

Other company / Other special activity: (None)**The Person Supervising Accounting****Ms. Titaphorn Namwicha****Age :** 38

Accounting Manager

Percentage of Shareholding: 0.0001% (14 Shares)**Family Relations among Executives:** (None)**Educational and Seminar:**

- Master of Business Administration / Accounting, Ramkhamhaeng University
- Bachelor of Management / Auditing, Walailak University
- Introduction to Corporate Sustainability ESG-Related Risk 1/2021
- Foreign exchange rate risk analysis and management strategies
- Discussion on the direction of Thai Financial Reporting Standards (TFRSs / TFRS for NPAs)
- Preparation of Transfer Pricing Documentation Support for audits and explanations with the Revenue Department
- Summary of key operational statistics and analysis of financial statements for presentation to management on a single page.

Other listed company as a Director/Executive:

2014 – Present	Accounting Manager Sea Oil PCL.
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Other non-listed company as a Director/Executive:

2008 - 2012	Head of Accounting Department, Nathalin Co., Ltd.
2012 - 2013	Head of Accounting Department Nathalin Offshore Pte. Ltd. (Singapore)

Other company / Other special activity: (None)

The Company Secretary**Mrs. Saowanee Sutthitham****Age :** 47

Compliance and Company Secretary Manager

Percentage of Shareholding: 0.002% (11,733 Shares)**Family Relations among Executives:** (None)**Educational and Seminar:**

- Bachelor of Business Administration (Accounting)
Ramkhamhaeng University
- Introduction to Corporate Sustainability ESG-Related Risk
1/2021
- Effective Minutes Taking (EMT) Class 44/2019
- Anti-Corruption: The Practical Guide (ACPG) Class 31/2016
- Advance Corporate Secretary Class 1/2015
- Company Secretary Program (CSP) Class 46/2012
- Basic Merger & Acquisition and Joint Venture
- Software IT Asset & Cyber Incident Management
- People management for highest performance
- Aligning Risk with Strategy and Performance
- IT Security Awareness
- Personal Data Protection Law
- Enterprise Risk Management

Other listed company as a Director/Executive:

2012 – Present Compliance and Company Secretary
Manager Sea Oil PCL.

2004 - 2006 Head of Compliance and Internal Audit
office Dhanamitr Factoring PCL.

Other non-listed company as a Director/Executive:

2009 - 2012 Accounting & Finance Manager
Educational Travel Center Co., Ltd.

Other company / Other special activity: (None)**Duties and Responsibilities under the law and duties as assigned by the Company or the Board of Directors as follows**

- 1) Prepare and maintain documents, as follows:
 - A. Register of Directors
 - B. Invitation letter to the meeting, minutes of the board of directors and shareholders
- 2) Maintain reports of interest reported by directors or executives. And send a copy of the report of interest under section 89/14 to the chairman of the board And the Chairman of the Audit Committee knows within 7 business days from the date the company receives the report.
- 3) Legal advice Relevant rules and supervisory practices in conducting activities of the committee to be in accordance with the law
- 4) Conducting the meeting of the Board of Directors Shareholder meeting to comply with the laws and regulations of the company
- 5) Contact and coordinate with the supervisory authorities, such as the Stock Exchange of Thailand Office of the SEC and oversee the disclosure of information and reporting information to regulators and the public in accordance with the law.
- 6) Contact and coordinate with departments within the company to comply with the resolutions of the Board of Directors and the resolutions of the shareholders' meeting.
- 7) Liaise with shareholders, investors and the media to provide information and news of the company.
- 8) Perform other acts as specified by the Capital Market Supervisory Board.

Number of shares held by the Directors, Management and Company Secretary (As of December 31, 2021)

Name	Number of Share			(%)	Number of Shares and % held by Spouse and Children under legal age
	As of January 1, 2021	Shares increase (Decrease) during 2021	As of December 31, 2021	December 31, 2021	
1. Mr.Apsit Rujikeatkamjorn	19,000,000	1,320,000	20,320,000	3.129	None
2. Mr.Taweep Soontornsingha	-	-	-	-	None
3. Prof. Dr.Ruth Banomyong	-	-	-	-	None
4. Dr.Chalermwit Chimtragoon	-	-	-	-	None
5. Mr.Suraphon Meesathien	3,254,161	216,944	3,471,105	0.534	None
6. Mr.Prompong Chaisrisawatsuk	1,576,661	105,110	1,681,771	0.259	None
7. Ms.Neeracha Panboonhom	4,840,000	322,666	5,162,666	0.795	None
8. Mr.Kosit Fuangswasdi	323,900	323,900	0	0.000	None
9. Mrs.Suthida Karuedetkosol	55,627	3,708	59,335	0.009	None
10. Mr.Kasidis Chareancholwanich	-	-	-	-	None
11. Ms.Sasiprapha Thanuwattanachai	-	-	-	-	None
12. Mr.Chayawat Teekamitree	76,175	5,078	81,253	0.013	None
13. Mrs.Siranee Komintarachat	410,000	30,000	440,000	0.068	None
14. Mrs.Saowanee Sutthitham	11,000	733	11,733	0.002	None
15. Ms.Titaphorn Namwicha	13,420	-13,406	14	0.000	None

ATTACHMENT 2

DETAILS OF DIRECTORS OF SUBSIDIARIES

Director Name	SOE	SOO**	SOP	SOC	LIV**	ENG	TTT	VGT	ORT
1. Ms. Neeracha Panboonhom	D	D	D	D	D	D	D	D	D
2. Mrs. Suthida Karuedetkosol	MD / D	D	MD / D	MD / D	MD / D	MD / D	D	D	D
3. Mr. Chayawat Teekamitree		MD / D							
4. Mrs. Sasiprapha Tanuwattanachai			D						
5. Mr. Kasidis Chareancholwanich							MD / D	MD / D	MD / D
6. Mr. Chanarong Tungfung				D					
7. Mr. Koh Kuan Hua			D			D			

Remark : D ("Director") / MD ("Managing Director")

** In the process of liquidation

Abbreviation	Company Name
SOE	SEA OIL ENERGY LTD.(Bermuda)
SOO	SEA OIL OFFSHORE LTD. (Labuan, Malaysia)
SOP	SEA OIL PETROLEUM PTE.LTD. (Singapore)
SOC	SEA OIL PETROCHEMICAL CO.,LTD. (Amata City, Chonburi)
LIV	LIVING ENERGY CO.,LTD.
ENG	ENERGON PTE.LTD (Singapore)
TTT	TITAN TWENTY CO.,LTD.
VGT	VEGA TWENTY CO.,LTD.
ORT	ORION TWENTY CO.,LTD.

ATTACHMENT 3

DETAILS OF HEAD OF INTERNAL AUDIT AND HEAD OF COMPLIANCES

The Company hired an external unit, KPS Audit Company Limited (“KPS Audit”), to audit the Company's internal control system and subsidiaries. The head of the internal control audit team has the qualifications, educational background and work experience as follows:

Name-Surname / Appointment date	Educational	Percentage of Shareholding (%)	Family Relation with Management	Work experience in the past 5 years		
				Time period	position	Name of organi- zation / company / type of business
MR. WIWAT LIMNANTASIL (PERSON RESPONSIBLE FOR INTERNAL AUDIT) KPS AUDIT COMPANY LIMITED FEBRUARY 19, 2021	Educational - Bachelor of Business Administration, Accounting Faculty of Business Administration, Ramkhamhaeng University Seminar - Certificate of Internal Audit Executive (Class 1) of the Federation of Accounting Professions - Certificate Program Internal Audit of Thailand - CPIAT (Class 12) Member of the Association of Internal Auditors of Thailand (STAT) - Anti-Corruption: The Practical Guided - Tools and Techniques for the audit manager - Assessing business risk for internal audit - Quality management System Auditor /Lead Auditor Training Course - Certificate QMS ISO9001:2000/2008/ ISO/ IEC27001 :2005 Training Course - QMS Internal Audit Training Course - Effective Internal Control for Success IPO” by the Stock Exchange of Thailand - The latest internal control system guidelines COSO2013, Federation of Accounting Professions	-None-	-None-	2015 - present	Managing Director	KPS Audit Co., Ltd. / Internal audit and consultancy service
				2015 - 2017	Internal Audit Manager	Iwealyh Group Co., Ltd. / Audit, internal audit and consulting services
				2011 - 2015	Internal Audit Manager	Thaicom Public Company Limited / Telecom business

Name-Surname / Appointment date	Educational	Percentage of Shareholding (%)	Family Relation with Management	Work experience in the past 5 years		
				Time period	position	Name of organi- zation / company / type of business
	• Writing a new audit report • Risk Assessment for audit planning • Value Creation and Enhancement for Listed Companies with the New COSO 2017 Enterprise Risk Management (ERM), Faculty of Commerce and Accountancy Thammasat University and the Stock Exchange of Thailand					

Responsibility:

1. Prepare an annual audit plan according to the risk basis (Risk Based Audit) with appropriate risk assessment by management and presented to the Audit Committee for approval Including regular presentation of audit results and audit activities.
2. Perform the planned audits, including performing special inspection tasks as requested by management and the Audit committee.
3. Follow up on remediation results from observed observations and suggestions given to each department and report directly to the Audit Committee.
4. Conduct an audit in accordance with the international standard for the practice of internal audit.
5. Develop knowledge, capability and auditing skills of internal auditors to be able to perform their work effectively.

The Audit Committee has considered the qualifications of KPS Audit Co., Ltd and Mr. Wiwat. Limnantasil, saw that since he is suitable enough for the performance of such duties. He is independent and has a total of 26 years of experience in performing internal audits. Also, he has a good understanding of the Company's activities and operations.

In this regard, the consideration and approval of the appointment, removal, transfer of the person holding the position of the head of the internal audit unit of the company, must be approved or has been approved from the audit committee.

The company has assigned Compliance and Company Secretary Manager is the supervisor of the operation with the duties as follows:

Name-Surname / Appointment date	Educational	Percentage of Shareholding (%)	Family Relation with Management	Work experience		
				Time period	position	Name of organi- zation / company / type of business
MRS. SAOWANEE SUTTHITHAM / COMPLIANCE AND COMPANY SECRETARY MANAGER	Educational • Bachelor of Business Administration (Accounting) Ramkhamhaeng University	11,733 Shares (0.002%)	-None-	2012-Present	Company Secretary & Compliance Manager	Sea Oil Public Co.,Ltd.
	Seminar • Certificate of Intermediate Comprehensive Auditing, Federation of Accounting Professions			2009 - 2012	Accounting & Finance Manager	Educational Travel Center Co., Ltd.
	• Company Secretary Program (CSP) Class 46/2012 • Advance Corporate Secretary Class 1/2015 • Anti-Corruption: The Practical Guide (ACPG) Class 31/2016 • Effective Minutes Taking (EMT) Class 44/2019 • Basic Merger & Acquisition and Joint Venture • Software IT Asset & Cyber Incident Management • People management for highest performance • Aligning Risk with Strategy and Performance • IT Security Awareness • Document Control system on BASSnet program • Personal Data Protection Law • Enterprise Risk Management • Introduction to Corporate Sustainability ESG-Related Risks 1/2021			2004 - 2006	Head of Compliance and Internal Audit office	Dhanamitr Factoring PCL.

Responsibility:

1. Supporting governance and advice to all departments to comply with the rules, regulations of Organizational, to ensure that all departments of the organization Support the implementation of operational governance in accordance with the criteria of SET, SEC and TSD.
2. Make a development plan for good corporate governance, sustainable development and report on the development of CG of the organization to the Nomination, Remuneration and Corporate Governance Committee.
3. Contact In activities related to internal auditing, corporate governance and compliance with corporate regulations with other agencies.
4. Develop policies and programs that encourage employees to operate according to the policy and report anomalies or corruption to the Audit Committee.

ATTACHMENT 4

ASSETS FOR BUSINESS OPERATION AND DETAILS OF ASSETS VALUATION

Detail of Asset	Consolidated 31 December 2020 (Baht)	Consolidated 31 December 2021 (Baht)
Land and land improvements	68,302,854	-
Building and building improvements	51,319,417	14,890,832
Fixtures and office equipment	25,916,229	15,344,088
Solar power equipment	-	-
Vehicle	12,891	1.00
Machinery and equipment	149,317,363	-
Assets under construction	4,638,559	-
Total	299,507,313	30,234,921

Assets for lease and Details Assets as investment properties.

Detail of Asset	Consolidated 31 December 2020 (Baht)	Consolidated 31 December 2021 (Baht)
Land and land improvements	-	68,030,175
Building and building improvements	-	39,352,797
Fixtures and office equipment	-	6,096,294
Machinery and equipment	-	130,701,571
Computer software	-	268,874
Total	-	244,449,711

On 31 May 2021, Sea oil Petrochemical Company Limited, a Subsidiary, entered into an agreement to lease its assets to an entity under common control. The assets consist of and, buildings, machineries and equipment which will be used for palm oil refinery

business. The lease term is 36 months starting from 1 June 2021 to 31 May 2024. Therefore, the Group reclassified these assets as investment properties amount 244.45 million baht.

The estimated useful life of the assets are as follows.

Building	20 years
Land improvements	20 years
Building improvements	5 years
Fixtures and office equipment	3 - 5 years
Solar power equipment	5 - 25 years
Vehicles	5 years
Machinery and equipment	8 - 15 years

Trade receivables - net For year ended 2021	Consolidated financial statements (Million baht)	Separate financial statements (Million baht)
Trade receivables – related parties	142.79	111.63
Trade receivables – Other parties	1,208.23	414.93
Less Loss allowance	(30.07)	(21.82)
Total	1,320.95	504.74

Investment Policy in Subsidiaries and Associated company

The Company adopts the investment policy in subsidiaries and associated company to ensure the company's investment is carried out with appropriate principles by specifying businesses that are entitled to generate consistent revenue stream and profit based on a thorough feasibility analysis, sufficient cash flow to pay off debt and interest expenses, can generate reasonable returns on investment under an acceptable risk appetite set forth by the Company. The Company shall assign experienced staff and management team with specific expertise in the subsidiary or associated company's operations. The Company shall not invest in businesses with unethical or illegal business practices. The investments in subsidiaries and Associated company shall be approved by the Board of Directors or shareholders of the Company under the relevant laws and rules

and regulations of the Company. The subsidiaries or Associated company have the duty to submit its operating financial performance to the Board of Directors on a quarterly basis.

In overseeing the business operations of the Company's subsidiaries and associated company, the company shall appoint company representatives to be directors in the subsidiaries and Associated company. The Company's representative has qualified experiences in the business field without any conflict of interest with the subsidiaries and associated company. The representatives shall manage the subsidiaries and affiliated companies based on rules and regulations set forth by the Company and the laws governing the subsidiaries and associated company companies.

ATTACHMENT 5

POLICY AND GUIDELINE FOR CORPORATE GOVERNANCE AND CODE OF CONDUCT

The Board of Directors of Sea Oil Public Company Limited (“the Company” or “We”) is aware of the significance of good corporate governance and is committed to improve and elevate Company’s corporate governance by implementing principles of Corporate Governance Code for listed companies B.E. 2560 as prescribed by the Securities and Exchange Commission as appropriately in accordance with the business context and current business environment, to achieve Company’s effective, transparent and fair management system and responsible business operations which concerns all stakeholders, and promotes Company’s values and sustainable growth.

The Board of Directors Meeting No. 2/2020 on February 21, 2020, the Company passed a resolution approving the formulation of the corporate governance policy as a guideline for the practice and corporate governance of the company. It is divided into 5 categories which can be summarized as follows.

Section 1 : Shareholder Rights

Section 2 : Equitable Treatment of Shareholders

Section 3 : Roles to Stakeholders

Section 4 : Disclosure of Information and Transparency

Section 5 : Responsibilities of the Board

In addition, we are committed to conduct our business

according to ethical principles, manage the company with transparency, accountability, and treat all stakeholders equitably and fairly in accordance with the good corporate governance policy to be held as a standard for the business operations within the group companies. Hence, we have established the business code of conducts, which will be held as guidelines of good practices for all directors, executives, and employees within the group companies to conduct their business subject to such standard to the extent of ethics, morality, and honesty. We require our directors, executives, and employees at all levels within the group companies to emphasize and adhere to the performance of duties assigned by the company with responsibility, treat all stakeholders equally and fairly for successful business operations in accordance with the vision, create long-term value, continuous and sustainable growth.

We have published a full version of company's policies, in the following link below:

<https://www.seaoilthailand.com/en/sustainability/corporate-policy>

ATTACHMENT 6

AUDIT COMMITTEE REPORT AND REPORT OF NOMINATION REMUNERATION & CORPORATE GOVERNANCE COMMITTEE

Auditor Committee Report

The Audit Committee of Sea Oil Public Company consists of 3 Independent Directors who have expertise and experience in accounting, finance, law, administration and has qualifications as required under the Notification of the Office of Securities and Exchanges Commission. The Audit Committee duly performed its duties within the scope and responsibilities as assigned by the Board of Directors which are prescribed in the Audit Committee Charter and in line with the regulations of the Stock Exchange of Thailand.

In the year 2021, the Audit Committee has conducted 7 meetings in total and reported its performance to the Board of Directors on a quarterly basis, the details of the attendance of each Audit Committee member are shown below.

1. Prof. Dr. Ruth Banomyong
Chairman of Audit Committee
attended 7 out of 7
2. Mr. Teweeep Soontornsingha
Audit Committee attended 7 out of 7
3. Dr. Chalermwit Chimtragoon
Audit Committee attended 7 out of 7

Every meeting was attended by the Auditor, Internal Auditor, President and Chief Executive Officer, Chief Finance Officer and other relevant executives in accordance with relevant agendas. 1 time meeting was held with the Auditor without the attendance of any management officers for independent consultations on significant matters as well as acknowledgments of performances and recommendations including complications and difficulties during the execution of duties. The Audit Committee independently gave opinions and recommendations to the Board of Directors which are summarized as follows:

Financial Statement Review

The Audit Committee considered and reviewed material financial information of the quarterly financial

statements and annual financial statement of the Company and its subsidiaries for the year 2021 by holding a meeting together with the Auditor to review the financial statement of the Company, inquire and receive clarification from management and the Auditor which the Audit Committee shared the same view with the Auditor that the financial statement ending on 31 December 2021 of the Company was duly prepared in all aspects in accordance with the Thai Financial Reporting Standard (TFRS) and had sufficient disclosures.

Internal Control and Audit

The Audit Committee reviewed and assessed the sufficiency of the annual internal control system of the Company and subsequently proposed to the Board of Directors in order to ensure that the Company had an appropriate and sufficient internal control for the Company business with consideration from the internal audit report in connection with the Company's significant performances and inquiries from the Auditor and Management.

Regarding the supervision of the internal audit system, the Audit Committee has considered and selected the appointment of the Company's internal auditors. By considering the independence, quality of work, professional knowledge as well as considering and approving the annual internal audit plan whereby using risk assessment and internal control pursuant to COSO standard. The Audit Committee considered the outcome of the internal audit on a quarterly basis including the supervision and follow up to the adjustment or change of the performance in accordance with the Internal Audit's recommendation on a quarterly basis.

Review of risk management

The Audit Committee annually reviewed the framework for organizational risk management and acknowledged the risk management report from the Risk Management Committee every quarter as well as provide suggestions to improve the risk management

process appropriately in order to ensure that the risk management is effective and covers all risk factors and appropriate levels.

Review of compliance with applicable laws and regulations

The Audit Committee reviewed the company's performance through the compliance unit to ensure that the Company's performance is in compliance with the laws concerning securities, exchanges, the Stock Exchange of Thailand's regulations and relevant laws in connection with the company's business. The Audit Committee opined that the Company had internal control on the compliance with relevant laws and regulations with sufficiency and effectiveness.

Consider the Related transactions and Conflict of Interest

The Audit Committee considered related party transactions or transactions with conflict of interest in order to comply with the laws and the Stock Exchange of Thailand's regulations of which the Audit Committee opined that the Company entered into related party transactions in accordance with the general trading condition and reasonable price as entry into the same transaction with general persons and for the highest benefits of the Company's business. In addition, the Company fully complied with policy and disclosed information as pursuant to the Stock Exchange of Thailand.

Consider the selection, propose to appoint the Auditor and determine the audit fee

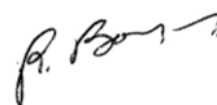
The Audit Committee has considered to select & appoint the company's Auditor and determine the annual Audit fee, Consider qualifications, quality of work, independence, professional knowledge and experience in audit of similar or related businesses of the Company. For the Auditor's remuneration, it should consider the scope of responsibility of the Auditor and appropriation in comparison with other auditors' remuneration. The Audit Committee decided to appoint Price water house Cooper ABAS Limited as the Company's Auditor for the year 2022 and to determine the appropriate remuneration to the Board of Directors for proposal to the shareholders' meeting for further appointment.

Consider the report on the implementation of the Anti-Corruption policy

In 2021, the Audit Committee reviewed the implementation of the Anti-Corruption Policy. In addition to reviewing risks from operational processes that may lead to corruption both of the company and subsidiaries along with finding control measures, establishing a system for monitoring and reporting on policy compliance, training and educating the employees as well as supporting the implementation of the No Gift policy, reviewing the procurement system to be transparent and fair in compliance with the anti-corruption policy. The Audit Committee is of the opinion that the company has adequate measures and internal control systems to effectively combat and detect corruption.

In conclusion, the Audit Committee has performed its duties with prudence and independence in giving opinions and advice for the highest benefit of the Company and also performed all duties in accordance with the Audit Committee Charter and assignments by the Board of Directors in full. There is continuous development of knowledge to promote the performance of duties more efficiently. The Audit Committee has the overall opinion that the company has internal control systems and Internal audits that are adequate and suitable for business operations. The company conducts the business with good governance to ensure that the preparation of financial information are fully and duly presented with facts in compliance with the general accounting standard, the disclosure of information was in accordance with laws, regulations and covenants in connection with the Company's business. In addition, the Company and its subsidiaries commit to continuously develop its operation, human resources and enterprise risk management to be more efficient for the sustainable growth of the organization.

On behalf of the Audit Committee



(Prof. Dr. Ruth Banomyong)

The Chairman of the Audit Committee

ATTACHMENT 6

CHARTER OF BOARD OF DIRECTORS AND SUB-COMMITTEE

Sea Oil Public Company Limited's Nomination, Remuneration and Corporate Governance Committee ("NRCGC"), which were appointed by the Board of Directors, consist of 2 independent directors and 1 non-executive director:

- 1) Mr. Taweep Soontornsingha
Chairman of NRCGC (Independent Director)
- 2) Dr. Chalermwit Chimtragoon
NRCGC (Independent Director)
- 3) Mr. Suraphon Meesathien
NRCGC (Non-Executive Director)

The Nomination Remuneration and Corporate Governance Committee have an obligation to support the implementation of the Board of Directors to promote good corporate governance principles and determine the criteria and policies regarding nomination, remuneration and corporate governance of the Board of Directors and sub-committee as well as search for, select and nominate a qualified person according to the prescribed criteria and procedure to nominate for the director and executive position of the Company. In addition, NRCGC also has an obligation to determine the criteria and guidelines for good practices in various aspects of the Company in accordance with the corporate governance policy and in compliance with the principles of good corporate governance of listed companies in the Stock Exchange of Thailand, as well as promote and support personnel at all levels of the Company, adhere to and follow the principles of corporate governance and business ethics for the sustainable growth of the organization.

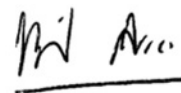
In 2021, there were 2 NRCGC meetings which all committees have attended both times. The important details are summarized as follows:

1. Consider the election of the directors to replace ones who retire by rotation and propose to the Board of Directors and the Annual General Meeting of Shareholders based on the nomination criteria that the nominated directors qualified under the Public Limited Company Act BE 2535 with knowledge, ability and experience in relevant businesses which will be advantageous to the Company's operations and has fully met the qualifications as required by the regulations of the Capital Market Supervisory Board and be able to express their opinions freely.
2. Determine the remuneration of the directors and sub-committees for year 2021 according to the remuneration policy and propose to the Board of Directors and the Annual General Meeting of Shareholders. In consideration of the remuneration, the directors' obligations, business size, business environment and performance must be considered. Also, such remuneration must be compared with the remuneration rate of companies with the same industries and business size.
3. Consider a revision of the policy and charter of The Nomination Remuneration and Corporate Governance Committee and Board Skill Matrix to be consistent with the current situation and good corporate governance.
4. Consider and assess work performance in order to set the remuneration rate for the President & Chief Executive Officer

5. Consider a revision of the succession plan and propose guidelines for a plan to develop a successor with greater efficiency.
6. Consider the recruitment plan for the nomination of the Chief Financial Officer.
7. Consider and develop a corporate governance plan for the year 2021 to promote good governance in various areas of the organization and for the benefit of all stakeholders according to good governance and sustainability principles.
8. Consider the plan for the Annual General Meeting of Shareholders 2021 via E-meeting (E-AGM) to prevent and reduce risk from the spread of Covid-19 and for the efficiency and transparency of the meeting under good corporate governance and Company's articles of association.
9. Consider and review the issues relating to the management systems for the sustainable growth of the organization in terms of economics, society, and environment.
10. Consider establishing measures and guidelines to implement anti-corruption policies such ensuring the purchase and supply systems are transparent and fair. Check the reimbursement systems which might be prone to corruption and promote anti-corruption practices in order to show our commitment to anti-corruption policies of Thai companies.
11. Consider Corporate Governance policies, Business Code of Conduct, Anti-Corruption Policy, Safety Policies, Corporate Social Responsibility Policy, promotion of learning and giving training to employees to teach them environmental responsibility in order for them to use resources sustainability and efficiently, risk management and implementing transportation control measures to prevent undesirable effects on the environment. IN the year 2021 the Company obtained the Environment Management systems certification ISO 14001

The Nomination Remuneration and Corporate Governance Committee will still continue to strive the development of the corporate governance to comply with the Business Code of Conduct and good corporate governance policy and believe that management under the good governance principles, including giving priority to the responsibility to all stakeholders will make the organization grow sustainably and build confidence for the shareholders and all stakeholders.

On behalf of the Nomination Remuneration and Corporate Governance Committee



(Mr. Taweeep Soontornsingha)
Chairman of the Nomination Remuneration
and Corporate Governance Committee

ATTACHMENT 7

CHARTER OF BOARD OF DIRECTORS AND SUB-COMMITTEE

Scope of Authority and Duty of the Chairman

In order to ensure the clear separation of the authority and duty concerning company policies stipulation and business administration, the Company determines that the Chairman and the President & Chief Executive Officer must not be the same person. The Chairman's duties and responsibilities include the following:

1. Call for Board of Director meetings and set meeting agendas.
2. Be a Chairman of the Board of Directors meetings and shareholders' meetings and ensure efficient meetings to be in compliance with the company rules and regulations.
3. Give the opportunities and encourage directors to express their opinions independently.
4. Encourage and support the Board of Directors to work with their utmost abilities, based on their authorities and responsibilities, under corporate governance.
5. Supervise and follow up the work of the Board of Directors and other sub-committees to achieve the stipulated purposes.
6. Cast a decisive vote in the Board of Directors meetings in case of equal votes by both sides.

Scope of authority and duty of the Board of Directors

1. Supervise and determine significant policies of the Company such as main policy of business operation, financial policy, fund raising, capital management, risk management and anti-corruption policy etc.
2. Supervise and manage the company to practice following the law, objectives and regulations of the company including the resolution of shareholders' meeting and the resolution of the Board of Directors meeting. In operation of the

business, the Board of Directors must perform with responsibility, awareness and honesty.

3. Consider and approve essential matters related to the Company's operation such as vision, mission, policy, business strategy, operation plan, financial target, investment project and company budget.
4. Supervise normal operation of the Company and supervise executive section to take actions following vision, mission, policy, business strategy, operation plan, financial target and company's budget determined effectively and efficiently and for utmost benefit of the company and shareholders.
5. Provide accounting system, financial report system and supervise internal control system and internal inspection to ensure its efficiency and effectiveness.
6. Acknowledge the important audit report of the Audit Committee or internal audit section including auditors and consultants of the Company and has duty to determine guidelines for improvement in case significant defects are detected as well as follow up the result of defect rectification.
7. Make an annual report and be responsible for making and disclosing the financial budget to show financial status and operation result in a previous year to present in the shareholders' meeting.
8. Supervise and provide the mechanism of governance so that the conflict of interest between stakeholders and the company will not occur.
9. Consider, approve and propose opinions in the shareholder's meeting to ask for the approval regarding significant transaction of the Company

- and take relevant actions according to terms and conditions and measures stipulated by the laws, regulations and/or rules.
10. Recruit persons who have knowledge, ability, experience and qualification defined by the relevant laws and regulations to propose for consideration to appoint such persons as the committee of the Company in the shareholders' meeting.
 11. Consider and stipulate remuneration payment criteria for committee and chief executive officer by deliberation of accomplishment in the past, qualification, knowledge, ability and experience etc.
 12. Consider reasonable amount of remuneration of the committee in accordance with the specified criteria to propose in the shareholders' meeting for consideration and approval.
 13. Appoint executive committee and appoint one of the committees as the President & Chief Executive Officer as well as determine limits of authority, duty and responsibility of executive committee and the President & Chief Executive Officer.
 14. Select and appoint sub-committee or those who have knowledge, competency and experience as the Board of Directors see qualified to take position of committee in sub-committee and determine authority, duty and responsibility of sub-committee.
 15. Appoint or change the Directors of a subsidiary or associated company in proportion to the shareholding in the subsidiary or associated company. Including stipulation of control policies and corporate governance mechanism of the subsidiaries or associated company in which the Company invested to present its corporate governance mechanism of the subsidiaries as specified in the notification regarding the request for permission and the offer for sale of newly issued shares.
 16. Appoint and/or assign the authority to the committees or any person(s) to perform any actions which are under the scope of the Board of Directors' authority as the Board of Directors see such actions suitable. The Board of Directors may terminate, withdraw or revise such authority.
 17. In case the Board of Directors assign one or more of committee(s) or other persons to conduct any actions instead of them, those who are assigned must not have the authority to approve issues which such persons or those who have conflict ("those who may have conflict" means as defined in the notice of Securities and Exchange commission ("notice of SEC") or Capital Market Supervisory Board) may have interest or conflict of benefit in any other ways with the Company except it is the approval of the issues which follow the policies and principles approved by shareholders or Board of Directors meeting.
 18. Appoint board or persons who have qualification, knowledge, competency and experience as the company board see suitable to be company secretary.
 19. Supervise correct, complete, punctual and transparent disclosure of important data related to the Company through accessible ways.
 20. Have the authority to consider and approve any matters which are necessary and related to the Company or seen reasonable for Company's sake.
 21. The directors must report to the Company about their own or relevant persons' conflict of interests which are related to management of the business of the Company and its subsidiaries in accordance with the rules, conditions and procedures prescribed by the Capital Market Supervisory Board.
 22. The directors must jointly be responsible for the person who trades the Company's securities for any damage caused by the disclosure of information to the shareholders or general

public by showing false statements in essence or conceal of the actual messages which should be notified in the important matters as prescribed in the Securities and Exchange Act unless such directors and executive can prove that, by his/her position, he/she is not aware of the truth of the information or the lack of information that should be reported.

23. The directors, their spouses and underage children or executives are prohibited from using internal information of the Company, subsidiaries or associated companies either derived from the duty or any other ways with or without a significant impact on the Company, subsidiaries or associated companies for their own or others' interest, whether, directly or indirectly, receive something in return or not.
24. The directors, including relevant persons of such directors and executives have to inform the Company of the relationship and transactions which are in manners that may cause conflict of interest with the Company, subsidiaries and associated companies and avoid making any transactions which may cause conflict of interest with the Company, subsidiaries or associated companies.
In case any directors have an interest or conflict on benefit, such directors will have no authority to approve such operation with the Company or its subsidiaries as determined by the Office of Securities and Stock Exchange Commission or Capital Market Supervisory board and/or the Stock Exchange of Thailand.
25. The directors have to supervise the Company to perform in compliance with the law of Securities and Exchange, regulations of the Stock Exchange or Notice of SEC, Notice of Capital Market Supervisory Board or other laws related to the Company's business.

Scope of authority and duty of the Audit Committee

1. Review the Company's financial report to ensure its accuracy and adequacy.
2. Review the Company's internal control and internal audit system to ensure their suitability and efficiency, consider the internal audit unit's independence, as well as approve the appointment, transfer and dismissal of the chief of the internal audit unit or any other units in charge of the internal audit.
3. Review the Company's regulatory compliance on Securities and Exchange, the Exchange's regulations, and the laws relating to the Company business.
4. Select, nominate or dismiss the independent person to be the Company's auditor, and propose such person's remuneration, as well as attend a non-management meeting with the auditor at least once a year.
5. Review the Connected Transactions, or the transactions which may lead to conflict of interests to ensure their regulatory compliance and the Stock Exchange's regulations and ensure that such transactions are reasonable and for the utmost benefit of the Company.
6. Prepare and disclose an audit committee's report in the Company's annual report which must be signed by the Chairman of the Audit Committee. Such report must consist of at least the following information:
 - (1) an opinion on accuracy, completeness and creditability of the Company's financial report,
 - (2) an opinion on the adequacy of the Company's internal control system,
 - (3) an opinion on the compliance with the law on Securities and Exchange, the Exchange's regulations, or the laws relating to the Company business,

- (4) an opinion on the suitability of the auditor,
 - (5) an opinion on the transactions which may lead to conflict of interest,
 - (6) the number of the Audit Committee meetings, and the number of meeting attendance of each committee,
 - (7) an opinion or overview comment received by the Audit Committee from its performance of duties in accordance with the charter,
 - (8) other transactions which, according to the Audit Committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Company's board of directors.
7. In its performance of duties, if it is found or suspected that there is a transaction or any of the following acts which may materially affect the Company financial condition and operating results, the Audit Committee shall report to the board of directors of such circumstances for rectification within the period of time that the audit committee thinks fit:
- (1) a transaction which causes a conflict of interest,
 - (2) any fraud, irregularity, or material defect in the internal control system,
 - (3) an infringement of the law on Securities and Exchange, the Exchange's regulations, or any laws relating to the Company's business
8. Review risk management and whistle blowing system to ensure their efficiency and effectiveness to be in compliance with international standard, inspect the fact and propose to the board of directors to jointly consider the punishment or solve problems.
9. Perform any other acts as assigned by the Company's board of directors, with the approval of the audit committee.
- The Audit Committee have a term for holding office as their directorship of the Director of Board committee. The member of the Audit Committee who retired by rotation is eligible for reappointment.

SCOPE OF AUTHORITY AND DUTY OF THE NOMINATION, REMUNERATION AND CORPORATE GOVERNANCE COMMITTEE

NRCGC performs as assigned by the Board of Directors. The scope of its duty and responsibility are as defined below.

1. Nomination

- (1) Consider structure, size and composition of the Board of Directors to be appropriate with the organization, business and environment.
- (2) Set the criteria and policy for nomination of the Board of Directors, sub-committee members and President & Chief Executive Officer by considering suitability of the structure and outlining necessary directors' qualifications and proposing to the Board of Directors and/or Shareholders' Meeting as the case may be for approval.
- (3) Seek, select and propose appropriate persons to assume the position of the Company's directors whose terms have expired and/or became vacant.
- (4) Seek, select and propose appropriate persons to assume the position of the Executive Committees.
- (5) Evaluate the performance of the top management and report to the Board of Directors for their acknowledgement and for consideration and approval of remuneration.
- (6) Executing other relevant tasks as assigned by the Board of Directors.
- propose to the Board of Directors and/or Shareholders' Meeting for approval
- (3) Take responsibility to the Board of Directors, explain and answer any questions regarding the Board of Directors' remuneration in the Shareholders' Meeting.
- (4) Report policies, principles and reasons in determination of the remuneration of the directors and executive according to the SET guidelines by disclosing them in the Company's annual information disclosure (56-1) and annual report.
- (5) Executing other relevant tasks as assigned by the Board of Directors.

3. Corporate Governance

- (1) Define the policies and guidelines for the corporate governance and anti-corruption, review and improve such policies continuously.
- (2) Supervise, give advice and follow up to comply with the Company's corporate governance policy, ethics, code of conduct and anti-corruption policy, including social and environmental responsibility and corporate sustainability operations.
- (3) Executing other relevant tasks as assigned by the Board of Directors.

2. Remuneration

- (1) Prepare the criteria and policy concerning the remuneration of the Board of Directors and other sub-committees and propose to the Board of Directors and/or Shareholders' Meeting for approval as the case may be.
- (2) Determine necessary and appropriate monetary and non-monetary remuneration, for individual member of the Board of Directors by considering suitability and comparing it with similar businesses, and

Nomination, Remuneration and Corporate Governance Committee directly reports to the Board of Directors and prepares the report of Nomination, Remuneration and Corporate Governance Committee to disclose in the annual report. NRCGC has the office term of three years. Retired committee may be re-appointed as the Board of Directors see as appropriate.

Scope of authority of Executive Committee

1. Consider and set up the policy of business strategy and operation plan of financial target and company budget by considering business factors reasonably to propose for the approval from the Board of Directors.
2. Supervise and follow up the company's business operation to be effective, efficient and in compliance with the business strategy policy, operation plan and target, financial target and company budget which are approved by the company board.
3. Determine organization and management structure covering policy concerning compensation rate and welfare, salary structure of the Company and overview of selection, training, employment, appointment, transferring, dismissal of the Company's employees.
4. Approve and perform any operation related to normal financial transaction of the Company. The financial amount must be as determined by approval authority already been considered by company board. If it is beyond such amount, propose for the approval at company board meeting.
5. Consider and approve procurement, work expansion investment, including company's permanent property trade by considering proposing to the Company board in case the procurement, work expansion investment and company's permanent property trade are beyond the scope and budget specified by the Company board.
6. Consider and approve financial transaction with financial institutions to open loan account for pawn, mortgage, guarantee and other acts, including trade and registration on any land ownership according to objectives for benefit of Company's operation as well as entering into contracts and/or taking any actions related to such matters under determined amount of money. If it is beyond such amount, propose for approval at the Company board meeting.
7. Consider, approve loan transaction and determine terms of loan contract from relevant business such as loan duration, and loan interest under the determined amount which is not over 20 million Baht.
8. Consider and give suggestion or opinions to the Board of Directors regarding the project, proposal or any transactions related to the Company operation which is beyond the determined amount and/or relevant laws and rules or regulations which specify that the Shareholders' meeting or the company board meeting are ones who consider for approval.
9. Consider and approve regulations, management policy and business operation of the Company or any execution which are bonded to the company.
10. Authorize managing director to run the Company's business under the scope of duty and responsibility as executive committee determines under supervision of executive committee.
11. Appoint and/or assign executive committee or a person or more to take actions which are under his/her scope of authority as executive deem appropriate. The executive committee may cancel, withdraw or change such authority.
12. Has authority and responsibility as assigned or according to the policy assigned by the Company board.

The above scope of authority and responsibility of the executive committee are under principles of the laws and regulations such as law of Security and Exchange, specification of the Stock Exchange or Notice of SEC, notice of the Capital Market Supervisory Commission or the laws related to the Company business, including the Company regulations. In case any operations or transactions which likely have conflict of interest and/or be the transactions with involved persons according to the laws and related rules or the Company regulations and the Shareholders' meeting or company board meeting is supposed to consider for the approval, the executive committee have to proposed such matters to the Board of Directors to consider and take actions according to the laws and related rules or the Company regulations.

SCOPE OF AUTHORITY OF PRESIDENT & CHIEF EXECUTIVE OFFICER

The Board of Directors have determined the scope and authority of the President & Chief Executive Officer as follows.

1. Be responsible for, supervise, administrate the operation and/or daily management of the Company, as well as supervise overall operation to be in compliance with the policies, business strategies, targets and operation plan, financial target and the Company's budget approved by the Board of Directors.
2. Make the business plan and determine management authority as well as make the budget plan used in running the business and annual budget.
3. Determine organization structure, management method as well as recruitment, training, employment and dismissal of company employees and determine rate of salary, bonus and welfares for employees.
4. Has authority to issue directions, order, notice and record to ensure that the operation of the Company comply with the policies and Company benefit and maintain work discipline in the organization.
5. Consider, negotiate and approve contracts and/or any operations related to daily work and/or administration of the Company within the determined amount as prescribed in the table of limit of Authority approved by the Board of Directors.
6. Consider entering into contracts and/or negotiation related to the operations and/or any actions which are involved in daily work and/or administration of the Company with values beyond limited amount to give opinions and propose such issues to the Board of Directors and/or executive committee and/or their persons in charge for consideration and conclusion.

7. Consider appointing external consultants for the Company operations as deemed as deemed appropriate.
8. Appoint and/or assign a person or more to perform any action under the scope of authority of the President & Chief Executive Officer as deemed appropriate. The President & Chief Executive Officer may cancel, terminate or modify such authority.
9. Has authority, duty and obligation as appointed or according to the policies assigned by the Board of Directors and/or executive committee.

Any operations which the President & Chief Executive Officer or attorney or those who may have conflict (as per Notice of Capital Market Supervisory Commission or Notice of SEC) has an interest or may have conflict on benefit with the Company and/or its subsidiaries and/or relevant companies, the President & Chief Executive Officer shall have no authority to approve operations regarding such matter. This must be proposed at the Board of Directors meeting and/or Shareholders' meeting to further consider of approval (as the case may be) unless it is the approval of normal business transaction with general commercial terms in accordance with the Notice of Capital Market Supervisory Commission and/or the Stock Exchange.



SEAOIL
PUBLIC COMPANY LIMITED



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