



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

RPCG PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2024



Table of Contents

	Page
Business Operations and Performance	
Group Structure and Operations	1
Risk Management	4
Sustainable Development	7
Corporate Governance	
Corporate Governance Policy	11
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	12
Performance Report on Corporate Governance	19

Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : RPCG PUBLIC COMPANY LIMITED

Symbol : RPC

Address : No. 86/2 Sammakorn Place, Ramkhamhaeng Road, Saphansoong

Province : Bangkok

Postcode : 10240

Business : RPCG acts as the holding company, accompany with its fuel-retailing (former) business with the refined capacity of 17,000 Barrel per Day and one depot for the distribution of High Speed Diesel, 91 RON Gasoline, Gasohol 91, Gasohol 95, Gasohol E85, Chemicals and Fuel Oil including retail marketing.

Registration Number : 0107546000202

Telephone : 0-2372-3600

Fax (if applicable) : 0-2372-3327

Website : www.rpcthai.com

Email : ir@rpcthai.com

Total Shares Sold (shares)

Common Stock : 1,304,664,125

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2022	2023	2024
Total revenue from operations (Thousand baht)	7,853,400.00	10,280,350.00	8,979,965,862.00
Energy Business (Thousand baht)	7,837,830.00	8,270,860.00	7,390,200.00
Real estate business revenue (Thousand baht)	0.00	1,974,390.00	1,512,250.00
Other (Thousand baht)	15,570.00	35,100.00	77,240.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Energy Business (%)	99.80	80.45	82.30
Real estate business revenue (%)	0.00	19.21	16.84
Other (%)	0.20	0.34	0.86

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	7,853,400.00	10,280,350.00	8,979,965,862.00
Domestic (Thousand baht)	7,853,400.00	10,280,350.00	8,979,965,862.00
International (Thousand baht)	0.00	0.00	0.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	100.00	100.00	100.00
International (%)	0.00	0.00	0.00

Other income as specified in the financial statements

	2022	2023	2024
Total other income (Thousand baht)	15,570.00	35,100.00	77,240.00
Other income from operations (Thousand baht)	15,570.00	35,100.00	77,240.00
Other income not from operations (Thousand baht)	0.00	0.00	0.00

Share of profit of joint ventures and associates accounted for using equity method

	2022	2023	2024
Share of profit (Thousand baht)	55,633.42	584.30	-1,120.38

Information on Products and Services (1.2.2)**Product/Service Information and Business Innovation Development (1.2.2.1)**

Research and Development (R&D) Policy : No

(Unit : Thousand baht)	2022	2023	2024
R&D expenses in the past 3 years	0.00	0.00	0.00

Risk Management

Risk Management

Risk Factors (2.2)

Risk that might affect the company's business, including environmental, social and corporate governance issues (2.2.1)

Risk from fluctuation of refined oil prices

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Government policy
- Climate change and disasters

Compliance Risk

- Change in laws and regulations

Risk from changing the brand of gas stations

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Other

Operational Risk

- Safety, occupational health, and working environment
- Impact on the environment
- Other

Risks related to government intervention in product prices

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Government policy
- Economic risk

Risk from automotive technology and innovation

Risk Management Measures: No

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Government policy
- Changes in technologies
- ESG risk
- Other

Personnel and technology risks

Risk Management Measures: No

Related Risk Topics

Strategic Risk

- Changes in technologies
- Other

Operational Risk

- Human error in business operations

Compliance Risk

- Legal risk
- Other

Risk to Securities Holder (2.2.2)

The ability to pay dividends

Risk Management Measures: No

Related Risk Topics

- Return from investment of securities holder

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : <https://rpc-th.listedcompany.com/misc/cg/20230314-rpc-sustainability-policy-th.pdf>
(if applicable) th.pdf

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice : <https://rpc-th.listedcompany.com/misc/cg/20230314-rpc-sustainability-policy-th.pdf>
(if applicable) th.pdf

Company environmental guideline : Electricity Management, Fuel Management, Water Management, Waste Management

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Fuel consumption

	2022	2023	2024
Gasoline (Litres)	N/A	43,897.00	N/A

• Electricity consumption

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	3,165,892.52	3,071,856.58	3,545,782.00

Water management

• Water consumption

	2022	2023	2024
Total water withdrawal (Cubic meters)	89,033.79	108,840.00	113,667.00

Waste management

• Waste from operations

	2022	2023	2024
Non-hazardous waste (Kilograms)	N/A	268,900.42	185,000.10
Hazardous waste (Kilograms)	N/A	1,677.18	N/A
Total waste generated (Kilograms)	N/A	270,577.60	185,000.10

Greenhouse gas management

• Greenhouse gas emissions

	2022	2023	2024
Scope 1 (Tons of carbon dioxide equivalents)	N/A	428.67	N/A
Scope 2 (Tons of carbon dioxide equivalents)	N/A	1,455.18	N/A
Scope 3 (Tons of carbon dioxide equivalents)	N/A	855,959.00	N/A
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	0.00	857,842.85	0.00

• Verification of greenhouse gas emissions over the past year

Third-party verification : No

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy and Practice : Yes

URL of human rights policy : <https://rpc-th.listedcompany.com/misc/cg/20240308-rpc-code-of-conduct-th.pdf>

Company human right guideline : Employee Rights, Migrant Workers, Child Labor, Consumer Rights, Community and Environment Rights, Safety and Occupational Health at Work, Non-discrimination

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

	2022	2023	2024
Number of male employees (Persons)	327	430	435
Number of female employees (Persons)	508	642	693
Total number of employees (Persons)	835	1,072	1,128

• Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	173,115,356.00	284,169,495.00	253,795,711.00

• Employee development and training

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	16.00	45.00	32.04
Employee development and training expenses (baht)	648,254.00	2,000,672.00	2,217,639.31

• Health, safety and work environment

	2022	2023	2024
--	------	------	------

Total number of lost time injury incidents by employees (Cases)	0	5	4
--	---	---	---

• **Employee retention**

	2022	2023	2024
Percentage of employees who voluntarily resigned (%)	132.93	100.93	96.37

• **Significant labor dispute**

	2022	2023	2024
Significant labor dispute	No	No	No

Corporate Governance Policy

Corporate Governance Policy

Overview of the Corporate Governance Policy and Guideline (6.1)

Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : https://rpc-th.listedcompany.com/corporate_governance.html

Policy and Guideline Related to the Board of Directors (6.1.1)

Policy and guideline related to the board of directors

Company policy and guideline : Nomination of Directors, Compensation, Independence of the Board of Directors, Director Development, Board Performance Evaluation, Corporate Governance of Subsidiaries and Associated Companies

Code of Conduct (6.2)

Establishing a Code of Conduct

Establishing a Code of Conduct

Code of Conduct : Yes

Policy and Guideline related to the Code of Conduct

Company policy and guideline : Preventing of Conflicts of Interest, Preventing the Misuse of Inside Information, Anti-corruption, Whistleblowing

Corporate Governance Structure
and Significant Information Regarding
the Board of Directors, Subcommittees,
Management,
Employee and Other Information

Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information

Board of Directors (7.2)

Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	8	100.00
Number of male directors	5	62.50
Number of female directors	3	37.50
Number of executive directors	1	12.50
Number of non-executive directors	7	87.50
Number of independent directors	3	37.50

Information on the board of directors and persons with authority to control the company (7.2.2)

List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. SATJA JANETUMNUGUL Gender: Male Age: 70 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive) Director type: Re-elected as director	25 Feb 2011	Leadership, Business Administration, Petrochemicals & Chemicals, Property Development, Energy & Utilities

2.	<p>Mr. SUPAPONG KRISHNAKAN</p> <p>Gender: Male</p> <p>Age: 68 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	27 Jan 1995	Petrochemicals & Chemicals, Negotiation, Agribusiness, Economics, Packaging
3.	<p>Mr. SUTHUD KHANCHAROENSUK</p> <p>Gender: Male</p> <p>Age: 66 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	1 Nov 1996	Finance, Finance & Securities, Business Administration
4.	<p>Ms. PANICHA PONGSIVAPAI</p> <p>Gender: Female</p> <p>Age: 54 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Science</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	12 Sep 2016	Finance, Accounting, Risk Management, Audit, Law
5.	<p>Mr. TAWAT UNGSUPRASERT</p> <p>Gender: Male</p> <p>Age: 78 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Re-elected as director</p>	16 Jul 2020	Property Development, Petrochemicals & Chemicals, Property Fund & REITs, Agribusiness

6.	Ms. PORDEE KHANISTANAN Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	17 Dec 2021	Finance, Petrochemicals & Chemicals, Data Analysis, Data Management, Finance & Securities
7.	Mr. NAPON JANETUMNUGUL Gender: Male Age: 38 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	20 Apr 2023	Economics, Property Development, Project Management, Leadership, Strategic Management
8.	Ms. CHANIDA PATTANOTAI Gender: Female Age: 45 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	20 Apr 2023	Finance & Securities, Accounting, Finance, Risk Management, Audit

Other Information pertaining to committees

The Chairman is an independent director	: No
The Chairman and the manager are the same person	: No
The Chairman and the manager are members of the same family	: Yes
The company appoints at least one independent director to determine the agenda of the Board of Directors' meetings	: Yes

Sub-committees (7.3)

Information about sub-committees (7.3.2)

Audit Committee

List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Ms. PANICHA PONGSIVAPAI [1] Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	20 Apr 2023	Finance, Accounting, Risk Management, Audit, Law
2. Ms. PORDEE KHANISTANAN [1] Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	17 Dec 2021	Finance, Petrochemicals & Chemicals, Data Analysis, Data Management, Finance & Securities
3. Ms. CHANIDA PATTANOTAI [1] Gender: Female Age: 45 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	20 Apr 2023	Finance & Securities, Accounting, Finance, Risk Management, Audit

[1] A director with the accounting expertise needed to review financial statements

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Ms. PANICHA PONGSIVAPAI	Chairman
	Ms. PORDEE KHANISTANAN	Member
	Mr. SUTHUD KHANCHAROENSUK	Member
	Ms. Chanida Pattanotai	Member

Roles of Sub-committees

Sub-committees responsible for risk management : None

Sub-committees responsible for nomination : None

Sub-committees responsible for remuneration : Nomination and Remuneration Committee

Sub-committees responsible for corporate governance : None

Sub-committees responsible for corporate sustainability development : None

Executives (7.4)

List and positions of the executive (7.4.1)

The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. Supanee Tanchaisrinakorn [1][2] Gender: Female Age: 58 years old Highest level of education: Master's degree Major: Finance	GM-Finance & Administration Function	1 Oct 2012	Finance & Securities, Property Development, Commerce, Accounting, Finance
2. Ms. Kallaya Klaithong Gender: Female Age: 56 years old Highest level of education: Master's degree Major: Engineering	GM-Business Development Function	1 Oct 2012	Industrial Materials & Machinery, Petrochemicals & Chemicals
3. Mr. NAPON JANETUMNUGUL Gender: Male Age: 38 years old Highest level of education: Master's degree Major: Business Administration	Managing Director	20 Apr 2023	Economics, Property Development, Project Management, Leadership, Strategic Management

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

Remuneration policy for executives (7.4.2 – 7.4.3)

Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : No

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons)	: 435
Number of female employees (persons)	: 693
Total number of employees (persons)	: 1,128

Employee Remuneration

Total employee remuneration	: 253,795,711.00
-----------------------------	------------------

Provident fund

Total number of employees (persons)	: 1,128
Number of employees contributing to the PVD (persons)	: 261
Percentage of employees who are members (%)	: 23.14

Performance Report on Corporate Governance

Performance Report on Corporate Governance

Summary of Director Performance (8.1)

Selection, development, and evaluation of duty performance of the Board of Directors (8.1.1)

List of new directors appointed in the past year

• List of continuing directors (full term of directorship and being re-appointed as a director)

General information	Position	Date position was assumed	Experience and expertise
1. Mr. SATJA JANETUMNUGUL Gender: Male Age: 70 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive) Director type: Re-elected as director	Date position was assumed: 25 Feb 2011	Leadership, Business Administration, Petrochemicals & Chemicals, Property Development, Energy & Utilities
2. Ms. PANICHA PONGSIVAPAI Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 12 Sep 2016	Finance, Accounting, Risk Management, Audit, Law
3. Mr. TAWAT UNGSUPRASERT Gender: Male Age: 78 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 16 Jul 2020	Property Development, Petrochemicals & Chemicals, Property Fund & REITs, Agribusiness

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. SATJA JANETUMNUGUL	Chairman of the board	Participating
Mr. SUPAPONG KRISHNAKAN	Director	Non-participating
Mr. SUTHUD KHANCHAROENSUK	Director	Non-participating
Ms. PANICHA PONGSIVAPAI	Director	Participating
Mr. TAWAT UNGSUPRASERT	Director	Non-participating
Ms. PORDEE KHANISTANAN	Director	Non-participating
Mr. NAPON JANETUMNUGUL	Director	Non-participating
Ms. CHANIDA PATTANOTAI	Director	Non-participating

Meeting attendance and remuneration to each Board member (8.1.2)

Meeting attendance of the board of directors

Number of board meetings (times) : 6

Date of AGM meeting : 23 Apr 2024

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. SATJA JANETUMNUGUL (Chairman of the board)	-	6/6	Participating	Did not hold the meeting
2. Mr. SUPAPONG KRISHNAKAN (Director)	-	6/6	Participating	Did not hold the meeting
3. Mr. SUTHUD KHANCHAROENSUK (Director)	-	6/6	Participating	Did not hold the meeting

4.	Ms. PANICHA PONGSIVAPAI (Director)	-	6/6	Participating	Did not hold the meeting
5.	Mr. TAWAT UNGSUPRASERT (Director)	-	5/5	Participating	Did not hold the meeting
6.	Ms. PORDEE KHANISTANAN (Director)	-	6/6	Participating	Did not hold the meeting
7.	Mr. NAPON JANETUMNUGUL (Director)	-	6/6	Participating	Did not hold the meeting
8.	Ms. CHANIDA PATTANOTAI (Director)	-	6/6	Participating	Did not hold the meeting

Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. SATJA JANETUMNUGUL (Chairman of the board)	-	360,000.00	0.00	No
2.	Mr. SUPAPONG KRISHNAKAN (Director)	-	270,000.00	0.00	No
3.	Mr. SUTHUD KHANCHAROENSUK (Director)	-	270,000.00	0.00	No
4.	Ms. PANICHA PONGSIVAPAI (Director)	-	270,000.00	0.00	No
5.	Mr. TAWAT UNGSUPRASERT (Director)	-	255,000.00	0.00	No
6.	Ms. PORDEE KHANISTANAN (Director)	-	270,000.00	0.00	No
7.	Mr. NAPON JANETUMNUGUL (Director)	-	270,000.00	0.00	No
8.	Ms. CHANIDA PATTANOTAI (Director)	-	270,000.00	0.00	No

Report on the Audit Committee's Performance for the Past Year (8.2)

Report on the audit committee's performance for the past year

Meeting attendance of audit committee

Number of Audit committee meetings (times) : 8

List of directors		Termination date	Number of the audit committee meeting
1.	Ms. PANICHA PONGSIVAPAI (Chairman of the audit committee)	-	8/8
2.	Ms. PORDEE KHANISTANAN (Audit committee)	-	8/8
3.	Ms. CHANIDA PATTANOTAI (Audit committee)	-	8/8