



Annual Report 2024 Form 56-1 One Report



2024

Union Petrochemical Public Company Limited

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Vision



To become a leading provider of comprehensive chemical distribution services, offering a diverse range of products and chemicals that fully support customers' supply chains across all industry sectors.



Mission

1



To establish an integrated and diverse chemical business network that comprehensively covers the entire supply chain, serving industries engaged in chemical production and utilization.

2



To continuously develop new business models and innovative services, delivering end-to-end chemical solutions that effectively and promptly respond to evolving market demands.

3



To foster the application of advanced technologies and innovation to enhance the efficiency and value delivery of the company's products and services, ensuring operational excellence and superior customer satisfaction.

4



To enhance the capabilities and potential of employees through structured reskilling and upskilling programs, equipping them with the necessary competencies to adapt to evolving business landscapes while fostering improved work efficiency and quality of life.

5



To instill a culture of responsible resource utilization throughout the company's value chain, integrating environmental stewardship into daily operations at all organizational levels, from staff to senior management.

6



To uphold the highest standards of corporate governance and ensure full compliance with all applicable laws and regulations across economic, social, and environmental dimensions, thereby fostering stakeholder confidence and reinforcing the foundation for long-term sustainable growth.

Message from the Chairman of the Board



In 2024, the global economy continues to face uncertainty due to various factors carried over from the previous year, including economic volatility and geopolitical conflicts that have impacted global supply chains. At the same time, technological changes and the sustainability trend remain key drivers influencing the direction of the business sector. As such, the Company has placed significant emphasis on continuous adaptation to maintain its competitiveness and create growth opportunities amidst rapidly changing conditions.

In the past year, the Company has adjusted its business strategy to align with global trends, focusing on the application of advanced digital technologies to enhance operational efficiency. Furthermore, the Company has developed environmentally friendly business models and expanded its network of business partnerships to strengthen capabilities and seize new opportunities in the future.

In 2024, the Company invested in warehouse and distribution center projects located in Phra Samut Chedi District, Samut Prakan Province, and a distribution center in the Rojana Industrial Estate in Laem Chabang, Chonburi Province, with an investment of THB 323.85 million. The projects are expected to be completed by Q1 2025. These projects will enable the Company to grow further in the Eastern Economic Corridor (EEC) and improve logistics efficiency in terms of delivery distance and time, as well as reduce long-term costs.

Additionally, the Company has established UTJ Green Solutions (Thailand) Co., Ltd. to operate in the solvent recycling business. This venture, in collaboration with a business partner from Japan, is set to commence construction in 2025. The purpose of this project is to enhance business competitiveness and keep pace with changes in the industrial sector in Thailand regarding chemical management, while also promoting the Company's sustainability (ESG) initiatives for sustainable business growth.

Therefore, the Company is committed to driving sustainable growth by leveraging technology and innovation as key mechanisms to propel the organization forward. At the same time, the Company will expand its business into high-potential markets to meet the demands of customers and all stakeholders. With a strong strategy, a clear vision, and collaboration from all parties, the Company is confident in overcoming challenges and creating long-term value.

A handwritten signature in black ink, appearing to read 'Phala Sukwet'.

(Mr. Phala Sukwet)
Chairman of the Board

Message from the Chairman of the Executive Board



In 2024, the global and domestic economies underwent significant transformations. Economic growth remained modest, supported in part by the recovery of the tourism sector and export activities. Nevertheless, global political uncertainties exerted pressure on inflation rates and contributed to rising loan interest rates. Fluctuations in global oil prices further drove up the cost of consumer goods. In addition, changes in both domestic and international economic and investment policies have directly impacted the company's growth prospects.

In response to these evolving circumstances, the company has undertaken adjustments to its vision, mission, objectives, and business strategies to enhance operational flexibility. These adjustments include strengthening the company's product portfolio by diversifying its offerings and developing new products to comprehensively support customers' supply chains across all industry sectors. The company also continues to pursue growth through the provision of end-to-end services that span the entire value chain, while simultaneously embracing responsible environmental management and efficient resource utilization.

Furthermore, the company remains firmly committed to enhancing its service capabilities and expanding its product offerings to address the diverse needs of customers across all industries, including those designated as national target industries.

To support these initiatives, the company has made strategic investments in expanding new storage facilities and pursuing joint ventures in emerging business sectors. These efforts are designed to complement the company's core business, broaden revenue streams, and create new avenues for sustainable long-term growth. On behalf of the Board of Directors, executive management, and employees of Union Petrochemical Public Company Limited, I would like to extend our sincere gratitude to all shareholders and stakeholders for your unwavering trust, confidence, and continued support. The company remains steadfast in its commitment to conducting business with the highest standards of corporate governance, while embedding sustainability principles into all aspects of our operations. We place particular emphasis on Environmental, Social, and Governance (ESG) considerations, ensuring that the interests of all stakeholders are equitably addressed. In parallel, we continue to focus on creating both business and societal value, with the ultimate goal of fostering sustainable and inclusive growth for all.

(Mr. Virat Suwannapasri)
Chairman of the Executive Board

Message from the Managing Director



Amidst the challenging circumstances of 2024, both domestic and international businesses continue to closely monitor factors that may significantly impact the Thai economy. Global geopolitical tensions in various regions may pose constraints and affect Thailand's economic growth in the coming years. Key considerations include the strategic competition between China and the United States, the expanding influence of emerging economic blocs such as BRICS, and the informal strategic alignment among CRINK nations (China, Russia, Iran, and North Korea). Additionally, the recovery of key trading partners' economies, rising household and corporate debt levels that may constrain future spending, and the economic impact of widespread flooding in several provinces remain crucial concerns.

Despite the persistent challenges affecting the economy, society, and environment over the past year, the Company has demonstrated resilience by implementing well-aligned strategies and enhancing adaptability in response to evolving circumstances. As a result, we have successfully sustained business growth and expanded our investments in strategic sectors, including consulting services, training, corporate strategy development, and the sourcing of environmentally friendly innovations and technologies. Furthermore, we have strengthened our position in the materials recovery sector and the provision of high-quality, compliant solvent recycling services, effectively reducing waste and minimizing environmental impact.

The Company remains steadfast in executing its strategic plans while continuously enhancing its focus on environmental management and long-term sustainability. In alignment with our business strategy, we are committed to delivering sustainable growth and long-term profitability for our shareholders while ensuring the well-being of all stakeholders involved in our operations.

On behalf of the Board of Directors, management, and employees, we reaffirm our commitment to driving continuous business growth under the principles of good corporate governance, social responsibility, and environmental stewardship. We are dedicated to achieving strong financial performance and fostering sustainable, long-term development.

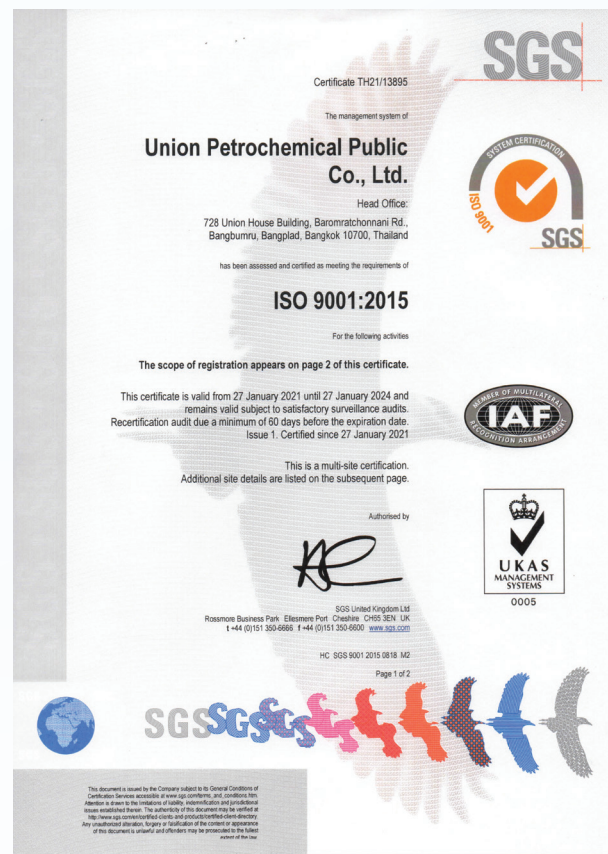
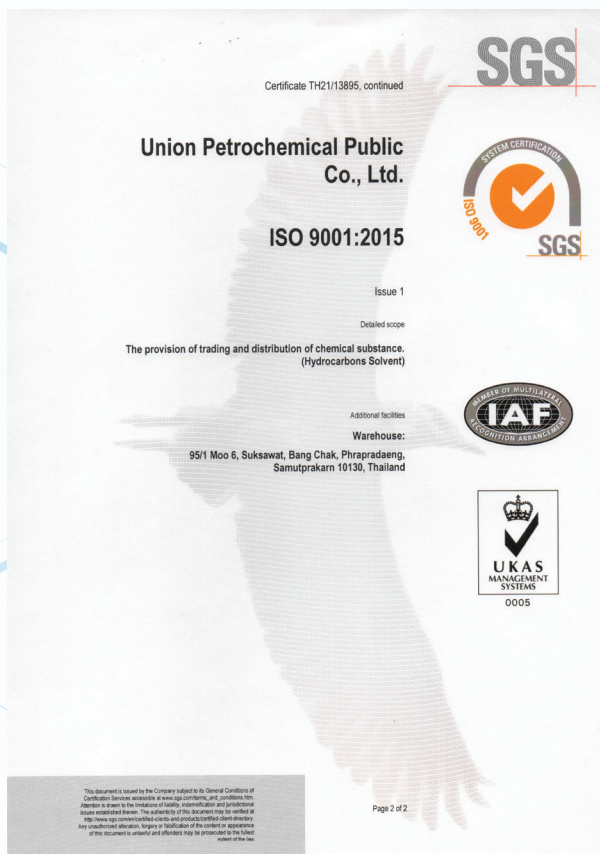
On behalf of **Union Petrochemical Public Company Limited (UKEM)**, I would like to express my sincere gratitude to all stakeholders for their unwavering trust and support. Rest assured that the Board of Directors will continue to lead the Company towards stable and sustainable growth in the years to come.

A handwritten signature in blue ink, appearing to read 'Perapol'.

(Mr. Perapol Suwannapasri)
Managing Director

“Union Petrochemical Public Company Limited
remains committed to advancing the organization
to international standards, achieving its
defined objectives, and ensuring continuous
and sustainable growth in the future.”

ISO 9001:2015 Quality Management System Certification



SGS (Thailand) Co., Ltd.,
from January 27, 2021, to January 27, 2024.



SGS (Thailand) Co., Ltd.,
from January 27, 2021, to January 27, 2027.

Anti-Corruption Coalition Membership: The company was recognized as a member of the Thai Private Sector Collective Action Coalition Against Corruption (CAC), awarded by the Thai Institute of Directors (IOD) as follows:



First Certification: October 18, 2019



Second Certification: June 30, 2022, valid until June 30, 2025.

Sustainability and Corporate Governance Achievements

Sustainability Stock Selection:
Selected as part of the sustainability stocks
by the Stock Exchange of Thailand for the year 2022



Corporate Governance Rating for 2024:
Awarded for outstanding corporate governance in the year 2024.



Annual General Meeting (AGM) Quality Assessment for 2024:
Received evaluation for the quality of the AGM held in 2024





Part 1



Business Operation and Operating Performance

1. Group Structure and Operations
2. Risk Management
3. Driving Business For Sustainability
4. Management Discussion and Analysis
5. General and Other Important Information

Group Structure and Operations

1.1 Business Policy and Overview

1.1.1 Objectives, Goals, and Business Strategy

Objective: Union Petrochemical Co., Ltd. (Public) has been in business for 44 years, specializing in the import and distribution of chemicals and solvents. With expertise in adapting to business changes and managing operations efficiently, the company responds to the evolving demands of its customers, which are shaped by the global economic environment and market competition. The company aims to be a leading distributor of chemicals, offering a wide range of products and services related to chemical solutions. With a comprehensive business network, it seeks to meet the needs of various industrial sectors and promote sustainable growth together with its partners. Currently, the company operates in four primary business sectors:

Group 1:

General Chemicals and Solvents (Commodity Chemical and Solvent)



The Commodity Chemical and Solvent product group can be divided into 7 types, depending on their solubility properties

Group Structure and Operations

Alcohol	Used in the paint, chemical, packaging, ink industries, and others.
Aliphatic Hydrocarbons	Used in the paint and other industries.
Aromatic Hydrocarbons	Used in the paint, chemical, packaging, and other industries.
Esters	Used in the paint, packaging, and other industries.
Glycols	Used in chemical manufacturing.
Ketones	Used in paint, chemical, and packaging industries.
Monomers	Used in other industries.

Group 2:

Specialty Chemical and Solvent Business

The Specialty Chemical and Solvent business segment is distributed through the company's subsidiary, Lion Asia (Thailand) Co., Ltd. The target customer groups for chemical distribution are as follows:

Lion Asia (Thailand) Co., Ltd., a subsidiary of the company, specializes in the distribution of specialty chemicals and solvents. These products are formulated according to our proprietary recipes for specific applications or to meet unique customer requirements. Examples include higher solvency than pure substances, environmental friendliness, high safety in use, body safety, absence of hazardous substances, and being odorless and colorless.

Group 3:

Rubber and Polymer Business The company supplies plastic pellets and raw materials for rubber production, serving the packaging and medical device industries.

Group 4:

Other Support Businesses and Innovation and Technology

To ensure the company's continued growth alongside its industrial customers, the company has increased the variety and types of its products to cater to all target industry groups. This has enabled the company to achieve sustained growth in the chemical business. Furthermore, the company recognizes opportunities to expand its business into other areas, including those that support the value chain of its core business and new ventures that align with global mega-trends and economic promotion policies both domestically and internationally. The company conducts feasibility studies and analyzes investment risks before engaging in any additional supporting business activities.

- Business of manufacturing and distributing all types of goods and products derived from coconut processing.
- Short-term lending business for automobile dealership businesses (Floor Plan)
- Business of providing consulting, training, organizational strategy development, and sourcing environmental innovation and technology.
- Business related to recycling used materials.

Goals:

The company's goals for the next five years include:

1. Becoming the leading distributor of comprehensive chemicals across all industrial sectors.
2. Expanding its distribution network to cover new industrial sectors.
3. Developing innovation and technology businesses to diversify product offerings and services.
4. Expanding business alliances to provide integrated chemical solutions across the supply chain.
5. Focusing on sustainability, including environmental, social, and governance factors (ESG).

Business Strategy:

Union Petrochemical Co., Ltd. aims to foster sustainable growth through comprehensive chemical services, positioning itself as a long-term business partner. The company's strategic focus includes:

• Market and Distribution Strategy

Our company focuses on diversifying its products and services. Beyond being a chemical distributor, we have expanded to offer comprehensive chemical solutions to support our customers' growth across all industrial sectors. This includes assisting businesses from their initial startup phase to fostering mutual growth. We provide customized product sourcing and development based on client-specific formulations, offer various packaging sizes for delivery, and implement a packaging return system for refilling, promoting efficient packaging utilization. This effectively addresses our customers' operational needs and sustainability policies.

The company understands the business challenges faced by all customer groups amidst the ongoing intense geopolitical situation, particularly between major powers, the Russia-Ukraine war, and the Israel-Hamas conflict. These events have led to significant global economic volatility in the past year. Therefore, the company has adjusted its marketing strategies for customers who require advance chemical procurement and long-term quarterly contracts, as well as for new customers relocating their production bases from other countries to Thailand to mitigate the impact of geopolitical issues. This aims to create flexibility and maintain cost balance for both existing and new customers. Furthermore, the company prioritizes being a business partner to its clients by enhancing services such as Vendor Managed Inventory, expedited logistics services, and extending payment terms on a case-by-case basis.

Furthermore, the company plans to continuously study market trend changes resulting from global shifts or megatrends across various product lines. This ensures business continuity and enhances investment opportunities in new products that align with the needs of both existing and new industrial sectors, in accordance with government promotion policies. These include targeted industries or New S-Curve industries, and industries located in new investment promotion zones, such as the Eastern Economic Corridor (EEC)

Furthermore, the company remains committed to building long-term relationships with its customers. To achieve this, the company assigns marketing personnel to provide continuous and close customer care. The marketing and sales management team collaborates closely with customers, and the business development team presents a variety of products and services. This ensures that the company provides services that meet customer needs and maximizes satisfaction effectively.

• Logistics, Warehouse Management, and Distribution

The company is preparing to lease additional warehouse space for chemicals and plans to establish new warehouses to support the expansion of the chemical industry sector that will be operating in the Eastern Economic Corridor (EEC) area.

Warehouse Management

The company focuses on safety and control standards in product packaging and product delivery to customers in accordance with legal requirements.

Flexible Logistics Services

The company emphasizes flexible, fast, and efficient logistics services that effectively meet customer needs.

These operations enable the company to have flexibility in accepting goods for storage and the ability to effectively and as desired respond to customer needs who want to increase the storage period.

• Investment Strategy

In today's era, strategy adjustment emphasizes the importance of adapting strategies and conducting business due to rapid changes in situations such as technology, climate, and geopolitics.

When investing in new business groups, the company studies and considers various businesses, covering both innovative and new technology business groups, and new types of chemicals that align with the development of Thai industry and support new customer groups. The company will conduct studies and prepare investment plans, along with considering avenues for generating income that yield worthwhile returns on investment and create increased business growth opportunities. Investments will be considered carefully, thoroughly, and prudently, with budget allocation for new business investments made through analysis of data from experts in that business and consideration by the Risk Management Committee before making investment decisions.

• Financial Strategy

The company manages financial liquidity by using fund matching for investments and preparing cash flow forecasts, with continuous monitoring and review of the forecasts. It also maintains sufficient cash reserves to meet business needs. If there is surplus liquidity, it is invested to generate appropriate returns within acceptable risk levels, with data analysis and investment frameworks established with each financial institution. The company also arranges short-term revolving credit lines and loans from various financial institutions to support operations as appropriate.

The company manages credit by establishing appropriate credit granting criteria and procedures for the business, with standards comparable to leading companies in the same industry. It also manages credit to maximize efficiency, considering various risks that may lead to problem debts and bad debts for the company.

The company manages exchange rates with the aim of hedging/reducing exchange rate risk to an acceptable level by entering into foreign exchange forward contracts (FX Forward) to hedge/reduce exchange rate risk.

These actions help the company maintain financial stability and effectively and steadily cope with changes in business conditions.

Group Structure and Operations

1.1.2 Significant Changes and Developments

Union Petrochemical Public Company Limited (“the Company”) was established on May 22, 1981, under the name Union Trading and Industry Co., Ltd., with a registered capital of 15 million baht. On December 2, 2004, the name was changed to Union Petrochemical Co., Ltd., and on June 2, 2005, the company converted from a limited company to a public company. The company has undergone significant developments alongside its growth, particularly in the past 3 years (2020-2022), during which the following important changes and current events have occurred:

Year	Significant Changes
2020	March 24, 2020: The company registered an increase in capital through the offering of the second warrant to purchase common shares (UKEM-W2) totaling 612 units, resulting in the company's paid-up capital of 309,070,337.75 Baht (1,236,281,351 shares).
	November 12, 2020: The Board of Directors' meeting No. 8/2020 approved a share repurchase project for financial management purposes, with the repurchase of up to 123 million shares, representing 9.95% of the total issued shares, via the Stock Exchange of Thailand (SET) for a total of 66 million Baht. The repurchase period was set from November 27, 2020, to May 26, 2021. By December 31, 2020, the company had repurchased 20,390,800 shares, representing 1.65% of the paid-up capital, at a cost of approximately 13.86 million Baht.
	December 25, 2020: The company received ISO 9001:2015 quality management certification from SGS Thailand Co., Ltd.

Year	Significant Changes
2021	<p>September 30, 2021: The company repurchased 53.84 million shares for a total cost of 52.17 million Baht. The total number of shares repurchased by that date was 74.23 million shares, or 6.00% of the total shares, with a total cost of 66.02 million Baht.</p>
	<p>December 10, 2021: The Board of Directors' meeting No. 11/2021 approved the registration of a reduction in paid-up capital for the shares repurchased but not sold within the specified period, totaling 74.23 million shares, which was registered with the Department of Business Development, Ministry of Commerce.</p>
	<p>December 20, 2021: The company has registered a reduction of paid-up capital for treasury shares that could not be sold within the specified period, amounting to 74.23 million shares, with the Department of Business Development, Ministry of Commerce.</p>
2022	<p>December 31, 2022: The Board of Directors' meeting No. 7/2022 approved the sale of investments on December 15, 2022. The company sold all shares held in Gratitude Infinite Public Company Limited (GIFT), totaling 221,596,466 shares, or 66.99% of the total issued and paid-up shares, to an unrelated third party at 1.65 Baht per share for a total value of 365.63 million Baht. The Extraordinary General Meeting of Shareholders No. 1/2023 approved the sale on February 20, 2023.</p>

Year	Significant Changes
2023	<p>February 20, 2023:</p> <p>The Extraordinary General Meeting of Shareholders No. 1/2023 approved the sale of the entire 221,596,466 shares in GIFT, at 1.65 Baht per share, amounting to 365.63 million Baht. The sale was completed on March 8, 2023, as per the notes to the interim financial statements, Note 11.</p> <ul style="list-style-type: none"> (a) The company will consider having control over an investee company or subsidiary if it has the right to receive or has an interest in the returns of that investee and can influence activities that significantly affect the amount of those returns. (b) The company consolidates the financial statements of its subsidiaries from the date the company gains control over the subsidiary until the date control is lost. (c) The financial statements of subsidiaries are prepared using accounting policies consistent with those of the company. (d) Intercompany balances and transactions, including significant intercompany transactions, have been eliminated in the consolidated financial statements. (e) Non-controlling interests represent the share of profit or loss and net assets of subsidiaries not owned by the company, and are presented separately in the consolidated income statement and the consolidated statement of financial position. <hr/> <p>November 30, 2023</p> <p>The Board of Directors' meeting No. 9/2023 approved the repurchase of shares for financial management purposes with a maximum budget of 66 million Baht. A total of 80 million shares, with a par value of 0.25 Baht per share, were to be repurchased, representing 6.88% of the total shares, through the Stock Exchange of Thailand. The repurchase period is set from December 6, 2023, to June 5, 2024. In accordance with a letter from the Securities and Exchange Commission (SEC) No. 2/2548 dated February 14, 2005, regarding share buybacks, the company is required to reserve retained earnings equivalent to the amount spent on repurchasing shares until the shares are either sold or the capital is reduced through the cancellation of the un-sold shares.</p>

Year	Significant Changes
	<p>December 31, 2023</p> <p>By this date, the company had repurchased 3.01 million shares, representing 0.26% of the total issued shares, at a cost of 2.42 million Baht. The company has allocated retained earnings as a reserve for the share repurchase totaling 2.42 million Baht, as shown in the statement of financial position under "Retained Earnings - Share Repurchase Reserve."</p>
<p>2024</p>	<p>December 31, 2024</p> <p>During the year 2024, the company repurchased 75.14 million shares, totaling 63.50 million Baht. The cumulative number of shares repurchased was 78.15 million, representing 6.73% of the total issued shares. The total cost of the repurchase was 65.92 million Baht, and the company has allocated retained earnings as a reserve for the share repurchase amounting to 65.92 million Baht, as shown in the financial position under "Retained Earnings - Share Repurchase Reserve."</p>

Group Structure and Operations

1.1.3 Company Name and Location

Company Name	Union Petrochemical Public Company Limited
Business Type	Chemical distribution
Company Registration Number	0107548000391
Registered Capital	316,285,186.00 Baht (as of December 31, 2024)
Paid-up Capital	290,513,063.00 Baht (as of December 31, 2024)
Number and Type of Shares	1,162,052,251 Common Shares (as of December 31, 2024)
Par Value	0.25 Baht per share
Head Office Address	728 Union House Building, Boromaratchachonnani Road, Bang Bhamru Subdistrict, Bang Phlat District, Bangkok 10700
Phone Number	0-2881-828
Fax	0-2433-7243-4
Website	http://www.unionpetrochemical.com
Company Secretary	Phone: 02-6773325-7 Email: thawinan@unionpetrochemical.com
Investor Relations	Phone: 02-6773325-7 Email : apinya@unionpetrochemical.com

1.2 Business Characteristics

1.2.1 Revenue Structure

The revenue of the company and its subsidiaries is categorized by the types of solvents.

Solvent Type	2021	%	2022	%	2023	%	2024	%
Commodity Solvents	2,441.80	80.49	2,775.13	90.29	2,519.77	89.09	2,586.28	80.77
Specialty Solvents & Others	591.82	19.51	298.49	9.71	308.67	10.91	615.67	19.23
Total	3,033.62	100.00	3,073.62	100.00	2,828.44	100.00	3,201.95	100.00

1.2.2 Product Characteristics

The products imported and distributed by the company can be divided into two main physical categories:

Liquid Group - These are products in liquid form, with specific colors and odors depending on the type of substance. Some of these products are flammable and dangerous when directly contacted, and are stored in metal drums or Intermediate Bulk Containers (IBC).

Solid Group - These products are in the form of small pellets, which are packaged in bags or sacks.

These two categories consist of 4 subgroups as follows:

1 Commodity Solvents Product Group
The Commodity Solvents group consists of liquids classified based on their solubility properties and industrial applications. The Commodity Solvents group is divided according to solubility properties and uses in various industries as follows:

- **Alcohol** - A clear, colorless, highly volatile liquid with a distinct odor that is water-soluble. Commonly used as a solvent in industrial applications.
- **Glycols** - Clear, colorless, odorless liquid that is water-soluble. Commonly used as an antifreeze and coolant, and as a precursor in other industrial applications.
- **Glycol Ethers** - Clear, colorless liquids with a distinct odor, possessing excellent dissolving properties in both water and other substances. Commonly used as solvents in industries.
- **Ketones** - Clear, colorless, highly volatile liquids that are highly flammable and water-soluble. Good solvents for organic compounds. Widely used as solvents in various industries.
- **Esters** - A liquid with a distinct pleasant odor that is flammable and insoluble in water.
- **Hydrocarbons** - Liquids derived from the further processing and refinement of refined oils. These are flammable, have a distinctive odor, and are insoluble in water. Used as solvents or cleaning agents for grease and oils in industries.
- **Liquid Monomers** - Key components used in other industries such as adhesives or foam production.

2

Specialty Solvents/Chemicals Product Group

The Specialty Solvents/Chemicals group consists of solvents with special properties, divided into 2 subgroups as follows:

- **Various Hydrocarbons** Includes heavy aromatics, dearomatized, and isoparaffins.
- **Products formulated and mixed according to customer requirements.**

3

Branched Alcohols Product Group

Example: Exxal® 10 and Neo Acid C10.

4

Polymer Product Group

A solid product that is either opaque white or clear, commonly used as raw material in the packaging industry.

1.2.3 Marketing and Competition

The company recognizes the importance of product quality, delivering products that meet standards, are safe, and of high quality, to meet customer demands within specified timeframes. The company ensures consistency in pre-sales and post-sales services to create customer satisfaction and maintain good relationships with customers at all times. However, there are still five key competitors in Thailand that are of similar business size.

Customer Characteristics and Target Groups

The company's main customers come from various industries that use solvents as part of their production processes. The main industries that use solvents as a primary component in production include the paint industry, packaging industry, adhesives industry, and agricultural chemicals industry, among others. Most of the customers have had a long-standing business relationship with the company since its establishment. Throughout the years, the products sold to customers have met the required standards and specifications, which has built customer trust and resulted in increased order volumes. Over the past three years, the company has not sold to any customer in amounts exceeding 30% of the company's annual revenue, as the company follows a policy of not being overly dependent on any single customer. The company can categorize its customers into major industry groups as follows:

1. Paint Industry

Customers in the paint industry use solvents as a key component in paint production. These paints are primarily used for building coatings, automotive coatings, and industrial paints.

2. Packaging Industry

Customers in the packaging industry use solvents as a key component in producing various packaging products, such as plastic bags, plastic sacks, and printing inks for packaging labels. The company's products are used as solvents in the production process.

3. Agricultural Chemicals Industry

Customers in the agricultural chemicals industry use solvents as part of the production of agricultural chemicals, such as pesticides and herbicides.

4. Adhesives Industry

Customers in the adhesives industry use solvents as a key component in producing industrial adhesives, such as rubber-based adhesives and PU (polyurethane) adhesives.

5. Other Industries

Customers in other industries that use the company's products in their manufacturing processes include the plastic industry, adhesives industry, printing ink industry, leather tanning industry, and more.

6. Retailers and Dealers

Customers who purchase products from the company include retailers in the form of dealers or small distributors. These retailers usually buy the company's products in bulk and resell them to end customers.

In 2024, the company has a policy to expand its customer base, both within its existing core industries and new industries with potential future purchasing power, by targeting the Eastern Economic Corridor (EEC) area.

The company aims to expand its customer base, including both existing industries and new industries with future purchasing potential. In 2024, new industries that have seen high growth in order volumes include the packaging industry and the printing ink industry, among others. However, the company offers a diverse range of products and does not focus solely on selling to any particular industry or individual customer. This allows the company to spread the revenue risks across different industry cycles, thereby reducing risk.

Summary of the Competitive Landscape of the Solvents Industry in 2024

Domestic Market

In 2024, Thailand's Solvents industry faces a challenging competitive environment, influenced by several key factors:

Domestic	International
<p>In 2024, Thailand's Solvents industry faces a challenging competitive environment, influenced by several key factors:</p> <ul style="list-style-type: none">• Global Economic Slowdown: The global economic slowdown affects the demand for solvents in various industries such as paint, printing ink, and construction, potentially leading to reduced demand and increased market competition.• Regional Competition: Solvent manufacturers in Asia, such as China and India, have lower production costs, which may intensify competition for Thai manufacturers.• Changing Consumer Behavior: Changes in consumer behavior, such as the demand for higher-quality products, may impact the demand for solvents in various industries.• Fluctuating Exchange Rates: The volatility of exchange rates affects the competitiveness of solvent manufacturers in foreign markets.• Geopolitical Tensions: Geopolitical tensions in multiple regions may disrupt the supply chain for solvents, making raw material sourcing and transportation more difficult. Additionally, climate change may impact production and raw material supply for solvents.• Rising Raw Material Costs: The increase in raw material costs, such as crude oil, can affect the production costs for solvent manufacturers, including potential shortages of certain materials.	<p>In 2024, the international market also faces a challenging competitive environment due to several key factors:</p> <ul style="list-style-type: none">• Global Economic Uncertainty: The global economy continues to face uncertainty from factors such as geopolitical tensions, climate change, and escalating trade conflicts, which affect international trade and investment.• Competition from Other Regions: Manufacturers from countries like China, India, and Vietnam have lower production costs, enabling them to offer more competitive prices, requiring Thai manufacturers to adapt to maintain market share.• Changes in Trade Policies: Shifts in trade policies and the establishment of Free Trade Agreements (FTAs) in many countries affect access to markets and competition for Thai products abroad.• Increase in Trade Barriers: Many countries are implementing trade barriers, such as higher tariffs and stricter standards, which impact Thai exports.• Currency Exchange Rate Fluctuations: Volatility in currency exchange rates affects the competitiveness of Thai products in international markets.

Domestic	International
<ul style="list-style-type: none"> • Demand for Environmentally Friendly Products: Increasing consumer and industrial demand for environmentally friendly products may require manufacturers to adapt and invest in technologies that reduce environmental impacts. 	

Industries Affected by Economic Conditions in 2024

1. Real Estate and Construction

- Higher interest rates have increased borrowing costs.
- Consumer purchasing power has decreased, affecting home and condominium sales.
- Some construction projects have been delayed or postponed.

2. Automotive

- Production costs have increased due to rising raw material and energy costs.
- High interest rates have made it more difficult to obtain car loans.
- The electric vehicle market has slowed down due to the reduction of government subsidies in some countries.

3. Retail and Consumer Goods

- Consumers are more cautious with their spending, opting for essential products over luxury goods.
- Small retail businesses may experience decreased sales and higher operating costs.

4. Logistics and Exports

- Demand for goods from abroad has decreased due to the global economic slowdown.
- Energy costs and shipping fees have increased.

5. Paint & Coating Industry

- The paint and coating industry has been directly affected by the economic conditions of 2024, both positively and negatively, depending on factors such as interest rates, raw material costs, real estate investment, and related industries.

6. Slowdown in Real Estate and Construction Sector

- Higher interest rates have increased loan costs, leading real estate developers and consumers to delay decisions to purchase new homes.
- A slowdown in construction projects has reduced demand for paint for buildings and decorations.
- The renovation market may still have some demand, but it cannot fully compensate for the reduced sales from new projects.

7. Slowdown in the Automotive Industry

- The automotive coatings industry has been affected by the decline in car sales due to high interest rates and cautious consumer spending.
- The electric vehicle market is growing, but intense competition and rising costs may slow down investment in new paint technologies.
- The paint industry is under pressure from the real estate and automotive sectors, but there are still opportunities in the energy, tourism, and environmentally friendly paint markets. If manufacturers can adjust strategies to focus on markets with demand, they may reduce the negative impact and find new growth opportunities.

In 2024, the production of automobiles increased by 2.11%, whereas the production of motorcycles saw a decline of 1.88% compared to the same period in the previous year.

Automobile and Motorcycle Production

	Production Volume (unit)				Changing Rate (percent)			
	2021	2022	2023	2024	2021	2022	2023	2024
Automobiles	1,685,705	1,883,515	1,834,986	1,468,997	18.13	11.73	(2.58)	2.11
Motorcycles*	1,780,654	2,015,940	2,120,738	2,426,367	10.24	13.21	5.52	(1.88)

Sources: Thai Automotive Institute and the Federation of Thai Industries

Product Sourcing

The company sources products in two ways:

Domestic Sourcing: This involves sourcing products through local distributors or based on customer demand.

Importing from Abroad: The company sources products when customers request them or when there is a need to develop new products.

Sourcing Type	Purchasing Proportion (%)
Domestic	66.84
Abroad	33.16

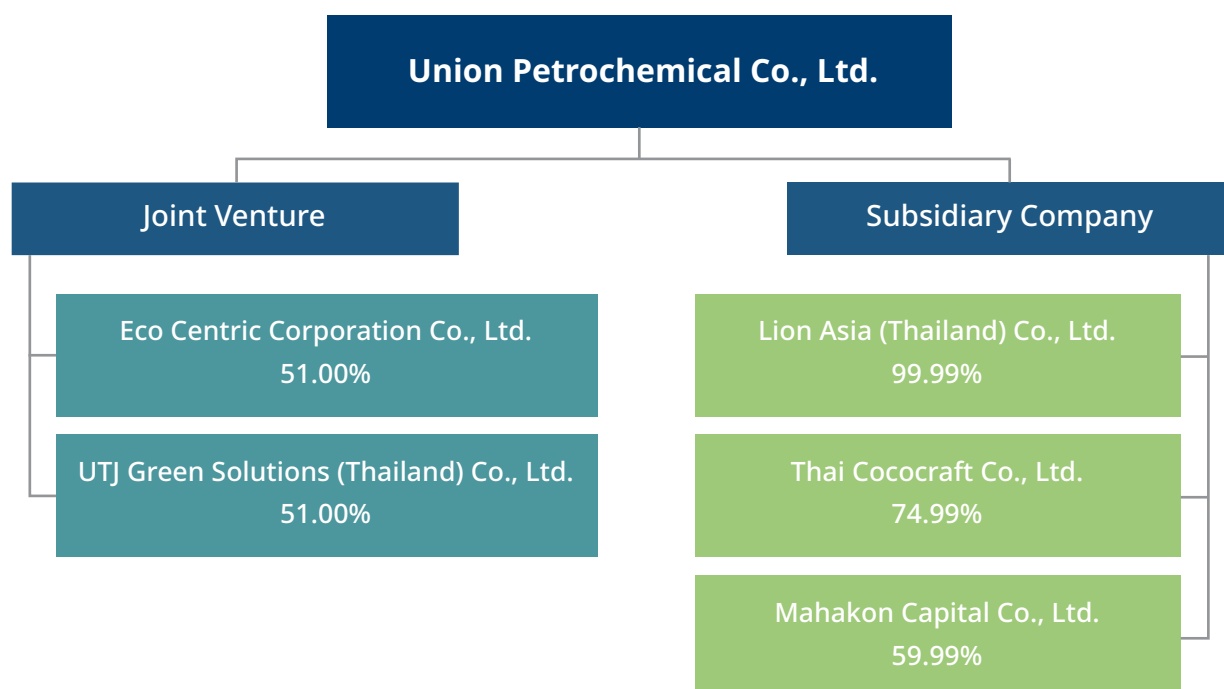
The company acts as an authorized distributor for major producers, including:

1. **Esso (Thailand) Public Company Limited**, which is a part of ExxonMobil Group from the United States. The company has been supplying products to Esso (Thailand) Public Company Limited since 1986 and was appointed as a Branded Distributor in 2005.
2. **Evict (Thailand) Co., Ltd.**, a part of Mitsubishi Corporation Group from Japan. The company has been an authorized distributor since 1985.
3. **PTT Group of Companies** and **PTT Chemical Public Company Limited**, including **IRPC Public Company Limited**, **PTT Phenol Co., Ltd.**, and **GC Glycol Co., Ltd.**

In addition, the company also directly imports goods, primarily from manufacturing countries in Asia, such as Japan and Korea, which have long-standing operations in the chemical production industry. As some goods must be imported from abroad, the cost and quantity of imported goods are mainly determined by the local demand in the producing countries. Therefore, if domestic demand in the producing countries is high, the quantity of goods that can be supplied to the company may be limited and at a higher cost. Due to these factors, the marketing department plans the timing and quantity of goods to be ordered for sale to customers and to maintain as inventory. The company periodically monitors global market trends to analyze and forecast foreign demand, production volumes, and domestic demand as a basis for purchasing decisions, order quantities, timing, and pricing to maximize profits for the company. The company also plans with both domestic and international suppliers to monitor market trends in Thailand and annual sales volumes. As a branded distributor for suppliers, the company works as a strategic partner, giving it bargaining power in terms of both volume and pricing. The company's goods are shipped via large cargo ships or trucks and stored in tanks leased from Siam Chemicals Public Company Limited before being delivered to customers via tanker trucks or packaged in smaller containers.

1.3 Shareholding Structure of the Group of Companies

1.3.1 Shareholding Structure of the Group of Companies



Union Petrochemical Co., Ltd.

Business Nature

The company is engaged in the import and distribution of chemicals. Its products include solvents, which are commodity solvents used as ingredients in the production of goods across various industries. Therefore, the customer base for this type of solvent includes manufacturers in different industrial sectors who require solvents as a component in their production processes. Most of these manufacturers have been long-standing clients of the company, with a long-established partnership.

Lion Asia (Thailand) Co., Ltd.

Shareholding Proportion : 99.99%

Business Nature

Lion Asia (Thailand) Co., Ltd. is a subsidiary of the company. As of December 31, 2021, it had a registered and paid-up capital of 30 million baht and is 99.99% owned by the parent company. The subsidiary is engaged in the import, export, and distribution of chemicals. This subsidiary was established to distribute specialty solvents, which are primarily environmentally friendly solvents.

Mahakon Capital Co., Ltd.

Shareholding Proportion : 59.99%

Business Nature

Mahakon Capital Co., Ltd. is a subsidiary of the company, registered on December 14, 2020. As of December 31, 2021, it had a registered capital of 30 million baht and is 59.99% owned by the parent company. It is engaged in the business of providing financing services for automobile dealers (Floor Plan Financing).

Thai Cococraft Co., Ltd.

Shareholding Proportion : 74.99%

Business Nature

Thai Cococraft Co., Ltd. is a subsidiary of the company, registered on December 23, 2020. As of December 31, 2021, it had a registered capital of 3.5 million baht and is 74.99% owned by the parent company. It is engaged in the production and sale of products derived from coconut processing.

Eco Centric Corporation Co., Ltd.

Shareholding Proportion : 51.00%

Business Nature

Eco Centric Corporation Co., Ltd. is a joint venture of the company, registered on June 6, 2024. As of December 31, 2024, it had a registered capital of 5 million baht, with paid-up capital of 1.28 million baht, and is 51% owned by the parent company. It provides consulting, training, organizational strategy development, and innovation and environmental technology solutions.

UTJ Green Solutions (Thailand) Co., Ltd.

Shareholding Proportion : 51.00%

Business Nature

UTJ Green Solutions (Thailand) Co., Ltd. is a joint venture of the company, registered on September 19, 2024. As of December 31, 2024, it had a registered capital of 200 million baht, with paid-up capital of 102.5 million baht, and is 51% owned by the parent company. It is engaged in the business of recycling and reusing materials.

1.3.2 Shareholders

Union Petrochemical Company Limited (Public) has the following shareholder structure as of December 31, 2024:

No.	Shareholder Name	Number of Shares	Shareholding Percentage (%)
1	Mr. Perapol Suwannapasiri	304,840,027	26.23
2	Ms. Chattaprapa Suwannapasiri	88,552,450	7.62
3	Union Petrochemical Public Company Limited	78,150,000	6.72
4	Ms. Suthida Suwannaphasri	75,689,037	6.51
5	Mr. Peerajet Suwannaphasri	39,000,000	3.35
6	Thai NVDR Company Limited	23,672,849	2.03
7	Mr. Susit Thak-atsariyasombat	8,034,900	0.69
8	Ms. Pattida Chulsaksrisakul	6,200,000	0.53
9	Ms. Kantawan Khunpluem	5,701,000	0.49
10	Mr. Thansit Khunpluem	5,698,100	0.49

Shareholders ranked 1, 2, 4, and 5 are related persons. Shareholders ranked 1 and 4 hold positions as directors and executives of the company.

Group Structure and Operations

1.4 Registered Capital and Paid-Up Capital

As of December 31, 2024, the company has a registered capital of 316.29 million baht, with paid-up capital of 290.51 million baht, divided into 1,162,052,251 common shares with a par value of 0.25 baht per share.

1.5 Issuance of Other Securities

The company issued and offered warrants to purchase common shares to existing shareholders in the first round (UKEM-W1) on November 5, 2009, totaling 164,999,491 units, with a conversion ratio of 1 unit per 1 common share at a conversion price of 0.50 baht per share. These warrants expired on November 5, 2017, and as of December 31, 2017, there were 772,404 unexercised warrants. The company took action to reduce the capital registered for shares related to unexercised warrants, which expired in 2021.

The company also issued and offered warrants to purchase common shares to shareholders in the second round (UKEM-W2) on March 15, 2018, totaling 103,028,450 units. The conversion ratio was 1 warrant per 1 new common share, at a subscription price of 0.50 baht per share. A total of 6,112 warrants were exercised, converting into 6,112 common shares. The company registered the capital increase from this exercise, totaling 1,528 baht (with a par value of 0.25 baht per share), with the Ministry of Commerce and the Stock Exchange of Thailand, and the additional shares have been accepted as securities.

1.6 Dividend Policy

The company has a dividend policy to pay dividends to shareholders at a rate of not less than 40% of net profit after corporate income tax and various reserves. The dividend payment will take into account several factors, such as the company's performance and financial position, liquidity, business expansion, and other relevant factors related to the management of the company. The dividend payment must be approved by the Board of Directors and the shareholders' meeting as deemed appropriate.

Dividend Payment History for the Past 3 Years of Union Petrochemical Public Company Limited

The history of dividend payments for the past 3 years of Union Petrochemical Public Company Limited is as follows:

Year	2022	2023	2024
Earnings Per Share (EPS)	(0.039)	0.132	0.001
Dividend Per Share (DPS)	0.0150	0.0100	0.0100
Dividend Payout Ratio to Net Profit (%)	-	7.57	0.02
Dividend Payout Ratio to Retained Earnings (%)	6.56	-	3.32
Dividend Payment Date	May 3, 2023	May 7, 2024	May 7, 2025

2.1 Risk Management Policies and Plans

The company acknowledges the importance of effective risk management to drive business expansion and sustainable growth. The business environment is constantly changing due to both external and internal factors, which may impact the company's ability to achieve its objectives and goals. Therefore, the company has established a risk management policy to provide guidelines for the Board of Directors, executives, and employees to be Risk Owners. This ensures the company is prepared for and responsive to business changes, with an effective and efficient risk management system, which builds stakeholder confidence.

The company follows international standards (COSO-Enterprise Risk Management) combined with good governance principles and internal control systems. The company's risk management structure includes:

1 Risk Management Committee: Appointed by the Board of Directors, consisting of four members, responsible for overseeing risk management, advising on risk management strategies, and ensuring risks are within acceptable levels (Risk Appetite). The committee also reviews the draft policies and risk management framework, evaluates risk assessments, and assesses risk mitigation measures, ensuring the company can achieve its targets. It reports to the Board of Directors.

2 Risk Management Working Group: Appointed by the Risk Management Committee, consisting of six department heads: Purchasing, Sales, Accounting and Finance, Warehouse and Transportation, Human Resources, and Business Development. This group is responsible for risk analysis, monitoring, developing risk management plans, and evaluating risks to ensure they remain within acceptable limits. The group reports to the Risk Management Committee.

Risk management is an integral part of the company culture, with continuous awareness programs for all employees at all levels. Regular meetings of the risk management working group assess and monitor risk management plans. The company reviews policies, evaluates risks, and revisits the risk management plan annually, with quarterly reporting to the Risk Management Committee and the Board of Directors.

2.2 Business Risks

2.2.1 Strategic Risk

Risk from Limited Partners and Changes in Partner Policies The company acts as a distributor of chemical products, specifically solvents. In 2024, there was a change in both suppliers (refineries) and partner policies, such as the introduction of new distributors in all countries. This could lead to increased competition and loss of market share. To manage this risk, the company has taken the following steps:

- Ensure contracts and sales operations are in line with partner agreements.
- Expand the customer base, particularly in the Eastern Economic Corridor (EEC).
- Maintain strong relationships with major partners both domestically and internationally.
- The Business Development department is seeking new products and markets to reduce dependency on a few partners.

Risk Management

Investment Project Risk The company has investment plans for expanding its core business in 2024, such as building a new warehouse and expanding into non-core businesses like car loans and consulting. To mitigate risks from these investments, the company:

- Prepares investment plans, analyzes risks, and evaluates returns.
- Assigns project managers to oversee investments and report to the Risk Management Committee and Board.
- Continuously evaluates investment results and compares them with planned targets.
- Reporting on the progress of operations against the approved investment plan (investment budget, work progress, revenue and expense increases, and investment risks) to ensure operations are in line with the established plan.

Price Volatility Risk

Solvent chemical products are subject to price fluctuations in the global market. Factors contributing to this volatility include global oil prices, wars, economic conditions, changes in supply and demand, and global climate change. In 2024, the company was able to manage and plan product purchases and sales to achieve a rapid product turnover rate that kept pace with market prices. The company has risk management approaches to mitigate impacts, as follows:

- Appointing individuals responsible for monitoring market trading price situations to manage product costs in a timely manner.
- Appointing individuals responsible for monitoring, analyzing, and assessing the situation of factors affecting product price volatility, such as global oil prices, economic conditions, changes in supply and demand, and global climate change, to plan product purchases and sales.
- Entering into long-term price-guaranteed forward sales contracts with trading partners, with appropriate targets set for price, quantity, and timing of risk management operations, in line with the company's business plan and risk management policies under uncertain trading prices.
- Managing inventory appropriately and planning sales to achieve rapid product turnover, in order to reduce the impact of price volatility on the company's returns and performance.
- The company is increasingly sourcing new environmentally friendly products to increase market opportunities and expand the customer base among customer groups that demand environmentally friendly products.

The company has appointed individuals responsible for overseeing the risk management of product price volatility and reports the risk management plan's progress to the Board of Directors and the Risk Management Committee. The results of the risk management are also reported to the Board of Directors

2.2.2 Financial Risk

The company has various investment projects that require increased capital. Central bank monetary policy, which directly affects short-term loan interest rates, has caused the company to be impacted by short-term loan interest rate volatility. In 2024, the company has risk management approaches to mitigate impacts, as follows:

- Appointing individuals responsible for closely monitoring and coordinating with banks. The finance department will be responsible for coordinating with banks once a week and during interest rate adjustments by the Monetary Policy Committee (MPC) to consider restructuring debt into fixed interest rates.
- Managing cash flow to ensure sufficiency (receipts, payments, and credit terms) and creating an appropriate cash flow cycle to reduce the impact of interest rate changes.
- Entering into short-term loan interest rate agreements. In the event of rising interest rates, long-term credit term agreements will be made. If interest rates are trending downwards, short-term credit term agreements will be made.

These risk management operations are monitored and supervised by the management committee and the risk management committee to ensure compliance with policies and reduce impacts on the company.

2.2.3 Operational Risk

Environmental, Occupational Health, and Safety Risks

The company imports and distributes chemical products, specifically solvents. The company's operations range from procurement and storage to sales and transportation. Due to the flammable and hazardous nature of solvents, the company strictly adheres to relevant regulations and laws. The company prioritizes environmental impact, occupational health, and workplace safety.

Operational activities involving risk include warehousing and transportation. Risk factors include both internal (operations, personnel, equipment failure) and external factors (hot weather, rain, wind, or storms), which may cause fires, chemical spills, and transportation accidents, among others. Therefore, the company has risk management approaches to reduce or prevent risks that may affect the company, as follows:

- Installs fire suppression systems in warehouses and conducts fire drills.
- Inspects vehicles and personnel involved in transportation.
- Provides insurance coverage for warehouses, products, employees, and transportation.
- Transfers inventory to a new warehouse (ULT) to reduce storage risks.

In 2024, the company effectively managed risks related to the environment, occupational health, and safety, without any incidents impacting the environment or employee safety.

2.2.4 Emerging Risks

The company analyzes external factors that may change in the next 5-10 years, such as politics, economics, society, environment, law, and technology, to adapt to these changes.

- (1) **Risk from Higher Evaluation Standards by Partners** The company faces emerging risks from new industry standards, such as sustainability (ESG), quality management (ISO9001), and environmental management (ISO14001). To manage this risk, the company tracks relevant standards and works to meet the requirements set by partners.

Risk Management Measures: The company monitors industry standards relevant to its business to ensure operations comply with applicable laws and regulations (industry standards). It also collects evaluations from business partners to guide development and improvement in line with customer requirements

- (2) **Risk from Climate Change** Climate change, driven by human activities like greenhouse gas emissions and deforestation, poses a significant risk. The company is committed to Thailand's long-term goals of carbon neutrality by 2053 and net-zero emissions by 2068. To manage this risk, the company:

Risk Management Measures: As a responsible member of the business sector, the company acknowledges the risks, impacts, and Thailand's established goals. By participating in actions to achieve national targets and aligning with government policies, the company has set a goal to reduce carbon dioxide emissions by 20% by 2032. The company's approaches to prevent and mitigate the impacts of these risks are as follows:

- Studying methods to reduce carbon emissions in the company's various projects and assessing the cost-effectiveness of future projects.
- Studying the collection of essential data for preparing the organization's Greenhouse Gas Emission and Absorption Report (CFO).
- Establishing measures or guidelines to reduce greenhouse gas emission intensity.
- Increasing energy efficiency in transportation processes, which helps reduce fuel combustion.
- Implementing solar cells or other types of renewable energy for electricity generation.
- The company has partnered with experts in greenhouse gas reduction management, a subsidiary established in 2024.

3.1 Sustainability Management Policy and Objectives

In 2024, the company established a written Sustainability Development Task Force on August 5, 2024, to plan operations, set objectives, and monitor progress to achieve the goals in accordance with the company's policy. The Sustainability Development Task Force has set sustainability management policies and goals to serve as guidelines for management, aligning with the company's business strategy, corporate governance, laws, and regulations related to sustainability across the three dimensions: Economic and Governance, Social, and Environmental. These were presented to the Board of Directors for consideration, feedback, and recommendations, and later presented to the Audit Committee and the Board of Directors for review (Version 1, dated November 14, 2024). Additionally, the company is in the process of developing an operational plan in alignment with the United Nations' Sustainable Development Goals (SDGs).

In 2021, the company developed a framework for organizational sustainability to drive sustainable development with a five-year target, structured around three strategic areas. In 2022, the company began implementing this sustainability framework based on the data from 2021, including:

1 Economic Strategy: Business Resilience and Development

The company aims to build resilience in the competitive landscape of the chemical distribution business and develop new businesses for ongoing growth. Key economic issues the company focuses on include corporate governance, enterprise risk management, innovation and process development, and business resilience.

2 Environmental Strategy: Value Consumption

The company manages resources in the supply chain wisely, reduces greenhouse gas emissions and air pollution, and promotes environmental protection in the community and society. Given the company's involvement in chemical distribution and transportation, it places significant importance on environmental dimensions such as supply chain management, carbon and energy management, environmental management, and biodiversity.

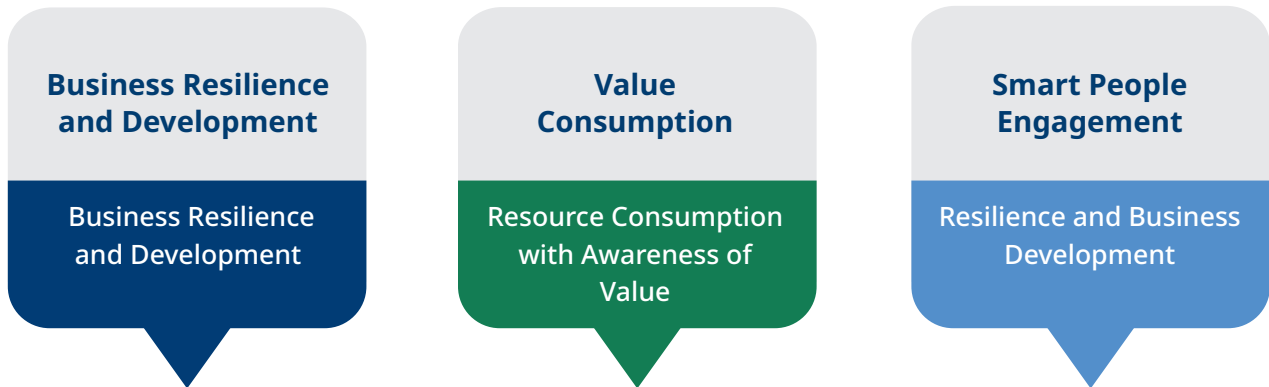
3 Social Strategy: Smart People Engagement

The company encourages stakeholder engagement to build trust and satisfaction in delivering the value of products and services to customers, as well as maintaining employees' quality of life and fostering growth for business partners. Key social issues include customer and product stewardship, employee management and development, occupational health and safety, and community and social involvement (corporate philanthropy).

Driving Business For Sustainability

In 2024, the company conducted a basic training course on ESG (Environmental, Social, and Governance) Focus, emphasizing the importance of organizational sustainability, the processes of sustainability development, and the relevant sustainability standards in both domestic and international contexts. The company also organized training sessions on greenhouse gas emission reporting for organizations using TGO and ISO 14064-1 systems. Furthermore, practical workshops were held for employees to understand sustainability project reporting at the executive level, following the Global Reporting Initiative (GRI) standards, along with building understanding about sustainable development based on the UN SDGs.

Strategy of Union Petrochemical Public Company Limited



Sustainable Development Issues of Union Petrochemical Public Company Limited

Innovation and Process Development Promoting the introduction of innovation and technology to be used in developing work processes efficiently.	Supply Chain Management Managing the supply chain to ensure resource utilization with awareness of value.	Customer and Product Stewardship Building confidence and satisfaction in delivering the value of goods and services to customers.
Business Resilience Building the ability for flexible business competition and adapting to all changes in the world.	Carbon & Energy Reducing greenhouse gas emissions by increasing efficiency in energy use in transportation systems and work processes.	Employee Management and Development Building confidence in work for good health, work-life balance, and a good environment.
Enterprise Risk Management Assessing and managing organizational risks in all dimensions, along with building business continuity.	Environmental Management Increasing the efficiency of managing resources (water, energy, pollution) and waste management according to the 3Rs principle.	Occupational Health and Safety Creating work processes and delivering goods and services safely and in compliance with the law.
Corporate Governance Creating values and a culture of sustainable corporate governance.	Biodiversity Raising the quality of the environment and the ecosystem for communities and society.	Corporate Philanthropy Promoting participation in caring for communities and society through all sectors.

3.2 Management of Stakeholder Impacts in the Business Value Chain

3.2.1 Business Value Chain

The company operates with a focus on the participation of stakeholders and the management of sustainability throughout the value chain of its business activities. The activities are divided into two main categories: Primary activities and Support activities.

Primary Activities

The primary activities in the company's value chain consist of 5 interconnected activities, which enable the company to deliver the value of its products and services to customers. The details of these activities are as follows:

1. Inbound Logistics (Management of Production Factors)

The company develops new business alongside managing products for existing customers. The Business Development department collaborates with the sales team to research the global chemical market and identify new customer needs for new products. The Business Development department then selects products to meet these customer needs and chooses suppliers with the capacity to deliver products both domestically and internationally. After selecting suppliers, the company handles the necessary documentation and permits, such as chemical import licenses, excise tax exemptions, and Free Trade Area (FTA) benefits. Once all documentation is complete, the company begins importing chemicals from overseas and transporting them to the warehouse, including receiving chemicals from domestic partners.

2. Operations

Once chemicals are imported or delivered to the company's warehouse, they are stored in two types of facilities: 1) Company-owned warehouses and 2) Warehouses leased for storage. Both storage methods follow the company's standard operational procedures in compliance with occupational health and safety laws and regulations related to the handling of hazardous chemicals. The company packages and stores chemicals according to customer specifications (e.g., 20-liter drums, 200-liter drums, ISO Tanks, large chemical storage drums). The packaging and shipping processes are subject to quality control checks before products are delivered to customers.

3. Marketing and Sales

the Marketing and Sales departments, together with the Finance department, assess the appropriate credit limits for customers and check their order history, including both spot and contract sales. This data is stored in a database, and regular meetings are held with customers to inquire about their product needs. New products and services are presented to customers, with pricing and service arrangements handled according to appropriate standards. Once a customer agrees to a sale, the sales team forwards the order details to the Customer Service Representative, who coordinates between the customer and the company's warehouse to ensure timely product delivery.

4. Customer Service

the Customer Service department coordinates with both the sales team and customers to check daily orders and ensure proper communication between the company's warehouse and the customers. Customer feedback and suggestions are collected and analyzed to continuously improve services. This department also conducts customer satisfaction surveys.

5. Outbound Logistics (Distribution and Delivery)

The company organizes its products based on packaging sizes, such as 20-liter drums, 200-liter drums, and large storage containers. These products are stored in designated, safe, and accessible areas for efficient delivery. Upon receiving an order, the warehouse department prepares the product and schedules the delivery, ensuring safe and timely transportation.

Support Activities

The company's support activities include departments that support all core activities, such as the Accounting and Finance Department, Marketing Planning and Procurement Department, Human Resources Department, Good Corporate Governance, Quality System Department, Risk Management, Occupational Health and Safety, and Information Technology System, among others

Value Chain					
Inbound logistics (Managing Production Factors)	Operations	Marketing and Sales	Customer services	Outbound logistics	Support activities
<ul style="list-style-type: none"> • Business Development • Sourcing and purchasing high-quality and safe chemicals and raw materials both domestically and internationally. • Applying for chemical import permits from customs authorities. • Requesting excise tax exemptions. • Applying for benefits under free trade agreements (FTA). • Importing chemicals from abroad into the hazardous goods warehouse. • Transporting chemicals domestically into the hazardous goods warehouse. 	<ul style="list-style-type: none"> • Storing chemicals in the company's warehouse and rented facilities. • Warehouse space management. • Chemical packaging. • Quality inspection according to product standards. 	<ul style="list-style-type: none"> • Creating and updating customer databases. • Setting appropriate prices for products and services. • Providing accurate and complete information about product usage. • Managing customer relationships. 	<ul style="list-style-type: none"> • Managing customer purchase orders. • Coordinating between the warehouse and customers for product delivery. • Product warranty and customer satisfaction. • A unit for receiving feedback or suggestions regarding services. 	<ul style="list-style-type: none"> • Warehouse management. • Managing transportation systems. • Delivering high-quality products and services on time. 	<ul style="list-style-type: none"> • Accounting and finance. • Procurement. • Human resource management. • Corporate governance. • Risk management. • Occupational health and safety. • Information technology systems.

3.2.2 Stakeholder Analysis in the Business Value Chain

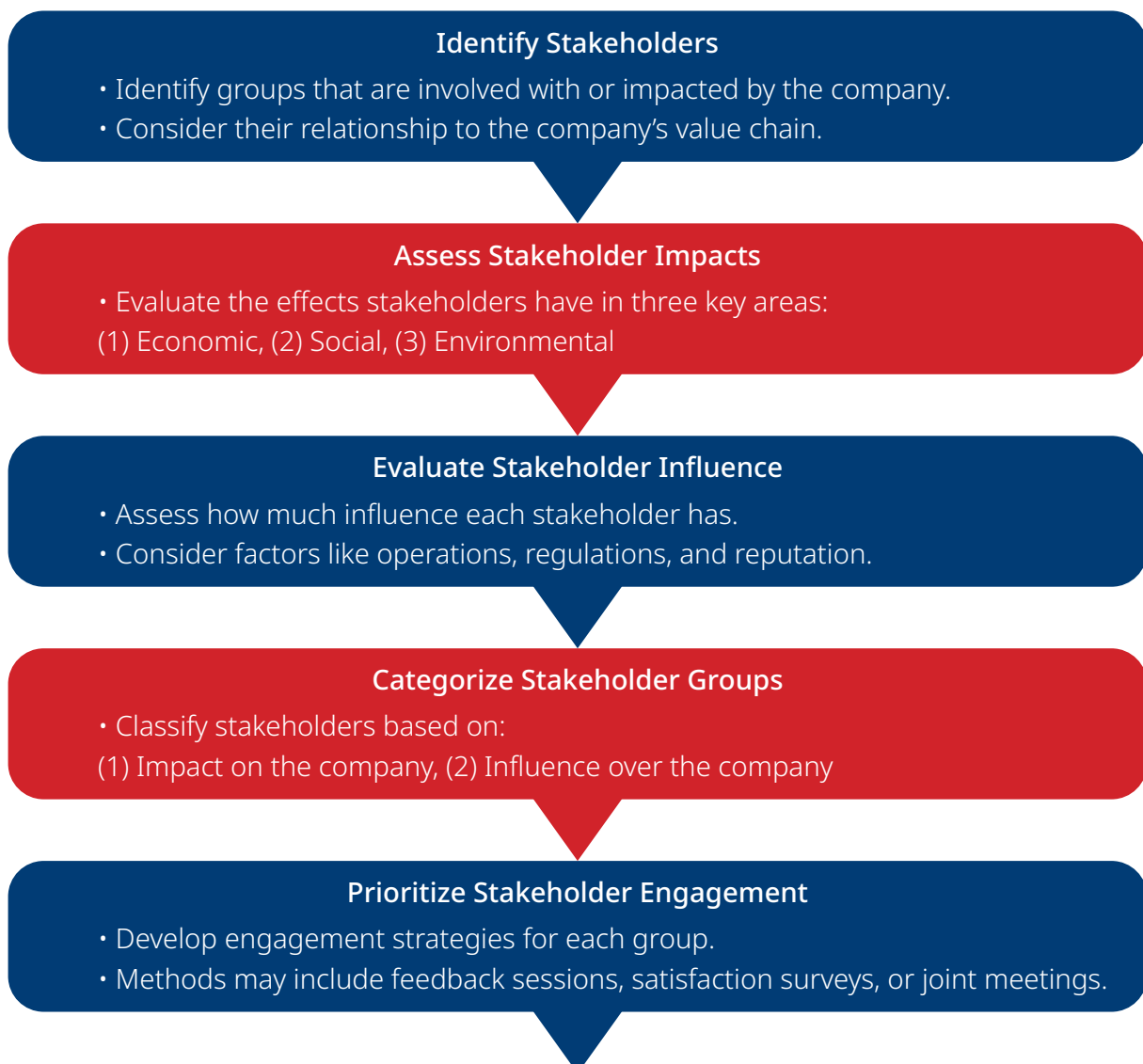
The company has established procedures for analyzing stakeholders in alignment with the analysis guidelines set out in the GRI Standard, a global sustainability development standard. The company conducts stakeholder analysis and assesses stakeholder expectations annually through processes such as feedback gathering, satisfaction surveys, and joint meetings. These are done to understand the positive and negative impacts and issues between the company and its stakeholders. The results are used to improve the company and guide further engagement with stakeholders.

In 2024, the company analyzed its stakeholders, dividing them into 10 groups: employees, customers, partners, business partners, creditors, shareholders, communities, government agencies and state enterprises, the media, and business competitors. The company has further categorized stakeholders into two groups:

1. Internal Stakeholders: Such as employees, shareholders, and business partners.

2. External Stakeholders: Such as customers, partners, communities, creditors, government agencies and state enterprises, the media, and business competitors.

Steps in Stakeholder Analysis



Stakeholders	Engagement Channels	Stakeholder Issues	Relevant Sustainable Development Issues
Employee	<ul style="list-style-type: none"> • Internal Communication • Executive-Employee Meetings (Town Hall) • Monthly Employee Meetings • Communication via Online Platforms, Intranet, and Email • Welfare Committee Meetings • Annual Employee Engagement Survey • Establishment of Complaint Channels 	<ul style="list-style-type: none"> • Business Direction • Company Performance • Corporate Business Ethics • Employee Quality of Life • Fair Compensation, Benefits, and Welfare • Healthy and Supportive Work Environment • Employee Capacity Development • Equal Treatment and Non-Discrimination 	<ul style="list-style-type: none"> • Corporate Governance • Business Ethics • Anti-Corruption and Fraud Prevention • Innovation and Product Development • Employee Well-being • Human Resource Development • Occupational Health and Safety • Human Rights
Customer	<ul style="list-style-type: none"> • Annual Customer Satisfaction Survey • Customer Engagement & Marketing Activities • Direct Meetings and Conferences with Customers • Online Communication / Email 	<ul style="list-style-type: none"> • Risk and Crisis Management • After-Sales Service • Customer Relationship Management • Environmental Management • Customer Complaint Handling • Customer Data Privacy Protection • Equal Treatment and Non-Discrimination 	<ul style="list-style-type: none"> • Customer and Product Responsibility • Innovation and Product Development • Greenhouse Gas Management • Environmental Management (e.g., Water, Energy, and Waste) • Compliance with Laws • Human Rights
Partners	<ul style="list-style-type: none"> • Communication via Online Platforms / Email • Direct Meetings and Conferences • Channels for Receiving Suggestions or Complaints 	<ul style="list-style-type: none"> • Good Corporate Governance • Business Ethics • Equity in Business Practices • Transparent and Fair Procurement Process • Confidentiality of Partner Information • Equal Treatment and Non-Discrimination 	<ul style="list-style-type: none"> • Supply Chain Management • Corporate Governance • Anti-Corruption and Fraud Prevention • Human Rights • Occupational Health and Safety • Compliance with Laws • Human Rights

Stakeholders	Engagement Channels	Stakeholder Issues	Relevant Sustainable Development Issues
Communities	<ul style="list-style-type: none"> • Community Engagement Activities • Communication via Online Platforms / Email • Other Communication Channels for Receiving Suggestions or Complaints 	<ul style="list-style-type: none"> • Good Relationships with the Community • Compliance with Social and Environmental Laws • Improving the Quality of Life for the Community and Society • Building Networks for Community and Social Development 	<ul style="list-style-type: none"> • Community Involvement • Social Activities • Compliance with Laws
Shareholders	<ul style="list-style-type: none"> • Board Meetings of Subsidiaries and Associates • Investment Presentations to the Stock Exchange of Thailand (SET) • Meetings to Present Company Performance • Communication via Online Platforms / Email 	<ul style="list-style-type: none"> • Fair and Equitable Treatment of Shareholders • Disclosure of Accurate, Complete, and Timely Information • Good Corporate Governance, including Anti-Corruption and Fraud Prevention • Strong Performance and Sustainable Business Growth • Effective Risk Management in Business Operations 	<ul style="list-style-type: none"> • Corporate Governance • Creation of Economic Value • Risk Management and Business Continuity Management • Compliance with Laws
Business Partners	<ul style="list-style-type: none"> • Board Meetings of Subsidiaries and Associates • Joint Meetings with Business Partners/ Investors • Meetings via Online Platforms 	<ul style="list-style-type: none"> • Meetings via Online Platforms • Honest, Fair, and Transparent Business Practices • Collaboration in Business Development and Mutual Growth • Continuous New Business Development 	<ul style="list-style-type: none"> • Creation of Economic Value for Stakeholders • Risk Management and Business Continuity Management

Stakeholders	Engagement Channels	Stakeholder Issues	Relevant Sustainable Development Issues
Creditors	<ul style="list-style-type: none"> • Analyst Meetings • Joint Meetings with Creditors • Business Visits • Communication via Online Platforms / Email 	<ul style="list-style-type: none"> • Compliance with Loan and Bond Conditions • Risk Management 	<ul style="list-style-type: none"> • Business Ethics • Creation of Economic Value • Risk Management and Business Continuity Management
Government Agencies and State-Owned Enterprises	<ul style="list-style-type: none"> • Supporting Government-Led Projects • Participation in Government Task Forces • Business Visits • Disclosure of Information or Reports as Required 	<ul style="list-style-type: none"> • Compliance with Relevant Laws and Regulations • Transparent Disclosure of Information • Creation of Economic Value 	<ul style="list-style-type: none"> • Community Involvement • Social Activities • Compliance with Laws • Corporate Governance • Anti-Corruption and Fraud Prevention • Occupational Health and Safety
Media	<ul style="list-style-type: none"> • Press Releases / Press Conferences • Special Interviews as Requested by the Media • Disclosure of Information or Reports as Required 	<ul style="list-style-type: none"> • Timely, Accurate, and Complete Information Disclosure • Disclosure of True and Factual Information • Good Treatment of the Media 	<ul style="list-style-type: none"> • Corporate Governance • Anti-Corruption and Fraud Prevention • Community Involvement • Social Activities
Business Competitors	<ul style="list-style-type: none"> • Joint Meetings with Relevant Organizations in the Industry • Collaboration in Networks Based on Government Policies 	<ul style="list-style-type: none"> • Fair Competition • Compliance with Laws 	<ul style="list-style-type: none"> • Corporate Governance • Challenges and Opportunities • Business Ethics • Anti-Corruption and Fraud Prevention

3.2.3 Evaluation of Key Sustainability Development Issues

In 2024, the company assessed key sustainability issues to manage them for long-term sustainability. The evaluation of important sustainability issues will be based on the Global Reporting Initiative (GRI) standards, considering the impacts on the company and stakeholders. The issues include economic, environmental, and social aspects that stakeholders are interested in and expect. The results of the evaluation will be reviewed by the management committee every year.

Steps for Evaluating Key Issues that Impact the Company

1. Identifying Key Issues from Stakeholders and the Organization

The company collects key issues from both internal and external stakeholders through appropriate channels, such as meetings, surveys, and satisfaction assessments. Additionally, the company summarizes the issues relevant to business operations based on input from the board of directors and executives during various meetings. Key issues include organizational risks, opportunities, challenges, and the impacts—both positive and negative—on the company's business, along with trends in global and regional economic changes.

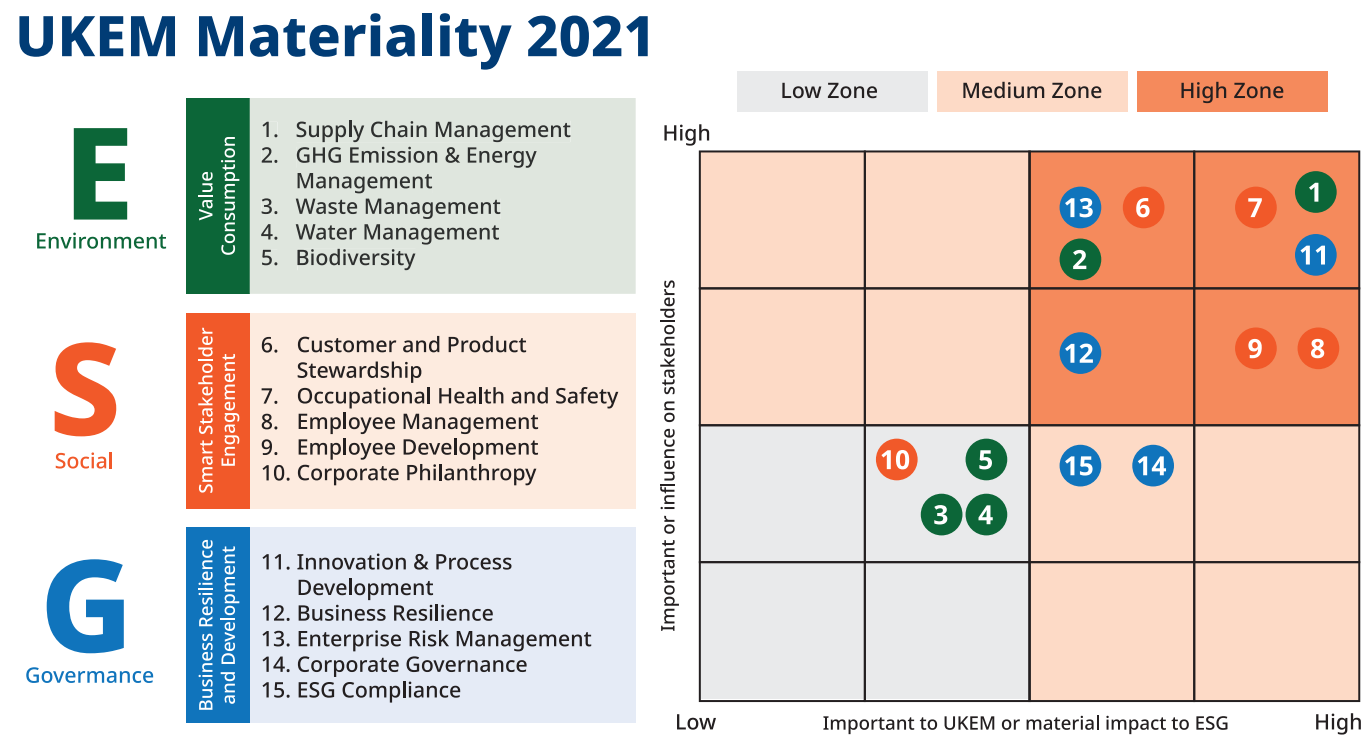
2. Categorizing Key Issues,

the board of directors assigns executives and departments responsible for governance and sustainability to develop a sustainability development plan for the organization. Executives and employees from governance and sustainability teams jointly review and categorize the issues, prioritizing sustainable development issues based on their impact on the economy, society, and the environment. They also consider how these issues influence stakeholders' assessments and decisions. The Global Reporting Initiative Standards (GRI Standards) are referenced in the process. The issues are then mapped in a Materiality Matrix, where the horizontal axis (X-axis) represents the level of impact of the company's operations on the economy, society, and the environment, while the vertical axis (Y-axis) shows the level of influence on stakeholders' assessments and decisions.

3. Validating Key Issues

Executives and sustainability governance employees jointly review and approve the key sustainability issues and prioritize them. They also set strategies to respond to stakeholders' concerns and assign relevant departments to implement the actions.

In 2024, the company reviewed and updated the process of identifying and prioritizing sustainability issues that were initially developed in 2022. This continued to follow the company's sustainability development framework aligned with GRI Standards to ensure that the identified key issues are correct and clear. The company identified 15 key sustainability issues, as follows:



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- 1** The company places importance on caring for, protecting, and preserving the environment around the employees' work areas in accordance with legal requirements, as well as complying with national and international standards, criteria, and certifications.
- 2** To ensure efficient resource utilization and maximize benefits for business operations, the company has established objectives, targets, and operational plans focused on cost-effective resource use, coupled with managing water and air pollution within legal limits.
- 3** The company emphasizes waste management based on the 3Rs principle: Reduce (minimizing unnecessary resource use), Reuse (reusing to reduce waste generation), and Recycle (reprocessing resources). This is to maximize efficiency in reducing waste volume and environmental impact.
- 4** The company prioritizes strict compliance with laws related to energy, environment, and climate management, including improving energy efficiency to match operational characteristics, production technology, and internationally recognized best practices.
- 5** Executives and employees at all levels recognize the importance of energy, environment, and climate management, requiring cooperation in implementing specified measures, along with communication to ensure understanding and correct execution.
- 6** The company provides necessary resource support, including personnel, budget, time, and training, to ensure effective energy, environment, and climate management. Additionally, it encourages employee participation in proposing beneficial approaches for the organization's environmental development."
- 7** To raise awareness of biodiversity, the company supports employees and stakeholders in understanding the impacts of business operations and fosters a sense of responsibility towards biodiversity-related activities.
- 8** The company is committed to creating an organizational culture that values the environment, promoting environmental awareness among employees and stakeholders. It also drives its subsidiaries under the company's control to strictly adhere to environmental policies.
- 9** The company aims to promote communication, dissemination, and public relations of environmental policies and practices to employees and stakeholders through various organizational activities. It also prepares annual performance reports and discloses information to stakeholders regularly to ensure transparency and continuous monitoring of environmental performance.

3.3.2 Environmental Performance

1. Energy Management

The company conducts goods transportation activities for customers, which is one of the main activities in the business value chain. Therefore, managing fuel consumption in transportation is an important issue that the company continuously emphasizes. In addition, the company recognizes the use of electricity in work processes, both in the head office and warehouse areas, which is an important part of business operations.

To reduce the impact of energy and fuel, the company focuses on developing more efficient energy use approaches in all activities of the value chain, supporting measures that help reduce energy consumption, reduce greenhouse gas emissions, and increase operational efficiency. The company remains committed to continuously developing energy management to align with sustainability and environmental responsibility guidelines.

In 2024, the company used a total of 135,199 kilowatt-hours of electricity, saving 34,603 baht in electricity costs, or 5.48% compared to the previous year. For example:

The installation of reminder signs near light switches that say **“Turn off the lights when not in use”** and reminder signs near air conditioner control buttons that say **“Do not turn on the air conditioner before working hours and turn off the air conditioner 15 minutes before lunch break and before the end of the workday.”**



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Installation of a solar power generation system (Solar Rooftop) at the parking lot, which generates 0.5 kilowatts/hour per panel, with a total of 4 panels, to provide lighting for the parking lot during the night.



Training employees within the organization to raise awareness of the value of electricity consumption.



Development of a daily and monthly maintenance plan and process for machinery, as well as the replacement of electrical appliances with long service life, such as air conditioners and fans.



For energy management from fossil fuels, the company has developed a plan and is undertaking the construction of a new warehouse in Chonburi to enhance storage efficiency and reduce fuel consumption in the receiving and dispatching of goods. The new warehouse will also help expand the customer base to the Eastern Special Economic Zone. The construction site is located in the Rayong Industrial Estate Laem Chabang, where the industrial park has environmental control measures such as wastewater treatment systems, safety measures for employees and surrounding areas, and dealing with fluctuating weather conditions. The company must operate in compliance with the standards set by the industrial park.



2. Water Management

The chemical industry plays a crucial role in the economy and manufacturing sector, utilizing water as a primary resource in various processes, including production systems, equipment cleaning, cooling, and waste treatment. However, high water consumption can impact the environment and natural water sources if not managed effectively.

The company's water management approach focuses on the efficient use of water resources, the development of water recycling and wastewater treatment technologies to meet legal standards before discharge into the environment, and minimizing the use of raw water from natural sources.

In 2024, the company used a total of 16,028 cubic meters of tap water per year. The company has installed awareness signs in handwashing and restroom areas, such as "Remember to turn off the water." Additionally, the company continuously maintains and inspects the water supply system within the production process to ensure it meets standards. For office buildings, water-saving sanitary ware is used.

Additionally, the company has placed awareness signs near hand wash stations and restrooms, such as “Don’t forget to turn off the tap.” Continuous maintenance and inspection of the water supply system within the product storage process are carried out to meet standards. For the office buildings, water-saving sanitary fixtures are selected for use inside the building.



3. Waste Management and Environmental Quality Monitoring

The company places great importance on systematic waste management to minimize environmental impact and strictly comply with relevant laws. The focus is on ensuring waste management aligns with national and international standards, including the 3Rs principles: Reduce (minimizing waste) by focusing on reducing unnecessary resource use, Reuse (repurposing) to enhance resource efficiency, and Recycle (reprocessing) to maximize benefits. Most waste generated within the company comes from office and hazardous material warehouse operations, categorized as general waste under the Public Health Act B.E. 2535. The company prioritizes managing this type of waste in accordance with relevant regulations and has established clear guidelines for proper and efficient waste management. However, the company does not generate industrial waste from its production processes.

The company classifies waste into four main categories: organic waste, which is naturally decomposable; recyclable waste, which can be reused; general waste, which cannot be reused; and hazardous waste, which requires proper disposal according to safety regulations.

The company’s waste management approach emphasizes waste reduction at the source by encouraging employees to use resources efficiently, segregating waste at the source, and systematically collecting waste before sending it for appropriate disposal. Additionally, the company prioritizes overseeing the efficiency of the waste management process and ensuring it aligns with environmental standards to promote sustainable business operations, minimize environmental impact, and create long-term value for the organization and society.

In 2024, the company’s total waste amounted to 7.4 tons per year. The company has implemented waste management projects, including sending 200-liter drums for cleaning with recycling companies registered with the Department of Industrial Works, reusing packaging containers, taking back containers from customers, and providing 3R waste segregation training to executives and employees.

Furthermore, in 2024, the company conducted a project to promote knowledge and guidelines on 3R waste management for employees across the organization. The primary objective was to encourage employees to properly segregate and manage waste at the source, focusing on employee engagement.



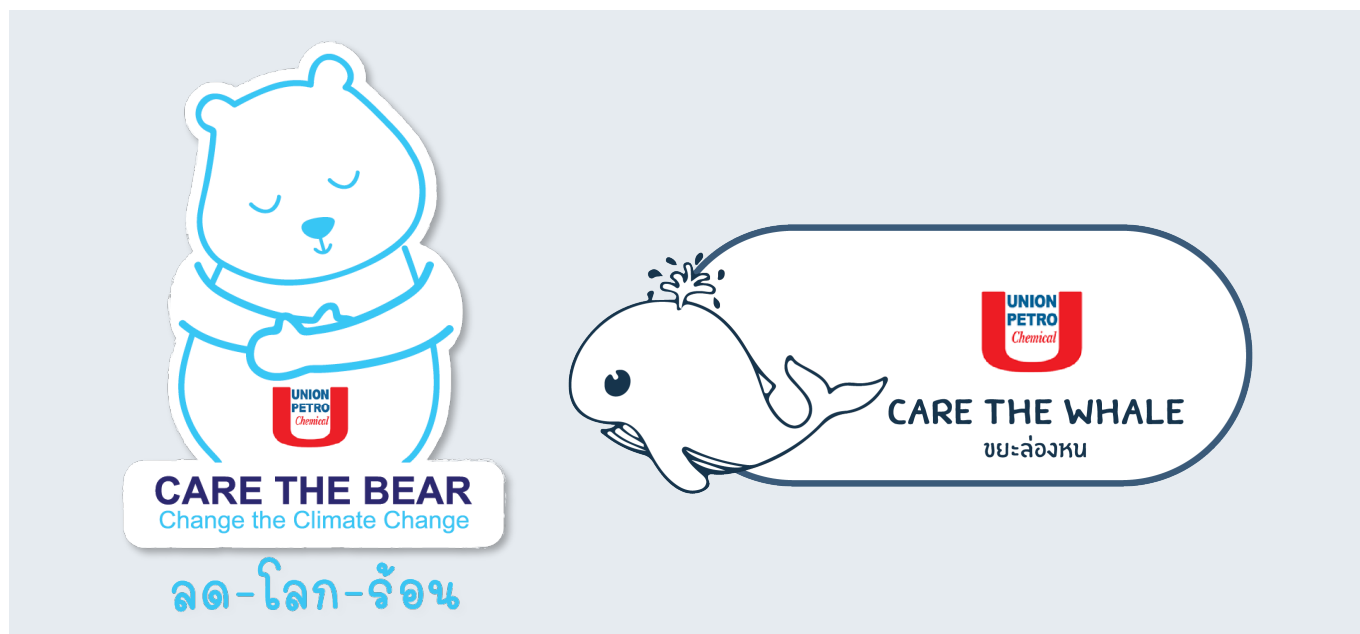
4. Management to Reduce Greenhouse Gas Emissions

In managing greenhouse gas emissions in 2024, the company is collecting data to plan operations according to the Carbon Footprint of Organization (CFO) assessment guidelines from the Thailand Greenhouse Gas Management Organization (Public Organization). This involves gathering energy and fuel consumption data to calculate the company's baseline greenhouse gas emissions. The objectives of the Thailand Greenhouse Gas Management Organization's CFO assessment guidelines are to evaluate the organization's significant greenhouse gas emission sources and define the scope of emissions from its various activities.



Driving Business For Sustainability

In 2024, the company is participating in the greenhouse gas reduction project, the Climate Care Collaboration Platform, supported by the Stock Exchange of Thailand. The company joined the **Care the Whale project** for waste management (starting in June 2024) and the **Care the Bear project** to reduce greenhouse gas emissions from the company's operations and activities (starting in February 2024).



In 2024, the company assessed its greenhouse gas emissions according to the Carbon Footprint of Organization (CFO) assessment guidelines. It was found that the direct greenhouse gas emissions (Scope 1) amounted to 610 tons of carbon dioxide equivalent, and the indirect greenhouse gas emissions (Scope 2) amounted to 47 tons of carbon dioxide equivalent, with a total of 657 tons of carbon dioxide equivalent. In addition, the company has prepared a plan to reduce greenhouse gas emissions through energy conservation and energy-saving projects, such as campaigns to save energy, machinery maintenance, and controlling the operation of air conditioners in the office, as well as the use of fuel from the organization's vehicles. Progress on these initiatives will be reported in the future

Table showing the organization's greenhouse gas emissions for the year 2024

Source of Greenhouse Gas Emission	Unit	Greenhouse gas emission volumes	Proportions compared between Scope 1 and 2
Scope 1 GHG Emissions (Direct)	Ton CO ₂	610	92.85
Scope 2 GHG Emissions (Indirect)	Ton CO ₂	47	7.15
Scope 3 GHG Emissions (Other Indirect)	Ton CO ₂	-	
other	Ton CO ₂	43	
Total Greenhouse Gas Emissions Scope 1-3	Ton CO₂	657	100

Area/Activity	Company Areas and Activities		
	Scope 1	Scope 2	Scope 3
Headquarters	Combustion (mobile)	Electricity consumption at headquarters	White paper usage
Warehouse and Common Areas	Stationary combustion	Combustion (mobile)	Refrigerant usage

Note: In 2024, the company has prepared a greenhouse gas emissions assessment report, which is currently in the process of seeking certification from the Thailand Greenhouse Gas Management Organization (Public Organization): TGO

5. Biodiversity Management

In 2024, the company, with its executives and employees, jointly organized a forest planting activity to conserve the ecosystem at the Bang Pu mangrove forest in Samut Prakan province. This activity aimed to create balance for nature and biodiversity, as well as to increase green spaces for absorbing greenhouse gases.



Note: Those interested in the company's organizational-level sustainability development (ESG) operations can find more details in the 2024 Sustainability Report, which will be published on the company's website in the future

3.4 Social Performance

3.4.1 Policy and Practices Regarding Social Responsibility

The company is committed to developing its business alongside social responsibility, complying with laws, regulations, and international best practices to continuously build a foundation of responsibility and sustainability. The company's policy on social responsibility includes the following main points:

1 Business Ethics and Corporate Governance

- The company focuses on conducting business with integrity, fairness, and ethics. It operates according to the law, ethical trade practices, and fair competition principles. The company also ensures proper tax payments. Furthermore, it encourages all employees to recognize the importance of social responsibility.
- The company adheres to corporate governance principles, with responsibility toward shareholders. It respects shareholders' rights and treats them equally, providing sufficient information for investment decisions or any major company changes. The company maintains transparency in compensation and executive remuneration and ensures the accurate and timely disclosure of financial and non-financial information, following globally accepted standards.

2 Anti-Corruption Practices

The company operates on transparency and ethics, adhering to anti-corruption laws. It defines clear roles and responsibilities within its organizational structure, allowing for proper checks and balances. The company has created an anti-corruption policy manual, outlining ethics, regulations, and procedures for directors, executives, and employees to follow. The company is committed to fighting corruption, as evidenced by its membership in the Thai Private Sector Collective Action Coalition Against Corruption (CAC) since 2018.

3 Human Rights

The company has a policy supporting and respecting human rights by treating all stakeholders, including employees, communities, and surrounding societies, with dignity and equality. It ensures the non-violation of basic rights and prohibits discrimination based on race, nationality, religion, language, gender, age, physical condition, or social status. The company also ensures no involvement in human rights violations such as child labor, forced labor, or sexual harassment. Moreover, it encourages vigilance in adhering to human rights requirements by providing opportunities for feedback and complaints from those affected by human rights violations due to the company's business operations.

4 Fair Treatment of Labor

The company recognizes the importance of developing human resources and treating workers fairly, which contributes to increasing the value of its operations and fostering competitiveness and sustainable growth. Key policies include:

- Respecting employee rights according to labor laws and human rights principles.
- Providing fair employment processes and conditions, including remuneration.
- Encouraging employee development through training, seminars, and workshops to enhance knowledge and skills.
- Offering benefits such as social security, pension funds, and health insurance, beyond the legal requirements.
- Ensuring workplace safety and hygiene, and providing regular health checks.
- Allowing employees to express concerns or report unfair treatment, with proper protection for whistleblowers.

5 Customer Responsibility

The company is committed to developing products and services that build trust and satisfaction among customers. It adheres to the following principles:

- Ensuring product quality and safety.
- Providing accurate information about products to customers to make informed decisions.
- Maintaining a customer relationship management system to handle complaints and provide timely responses.
- Ensuring customer confidentiality and privacy.

6 Responsibility Towards Partners, Creditors, and Competitors

The company ensures fair contract practices with partners, respects intellectual property, and encourages mutual social responsibility efforts. The company also adheres to agreements with creditors and communicates openly if there are delays in payments. It competes fairly, avoiding unlawful practices.

7 Community and Societal Development

The company acknowledges its responsibility toward the community and society, promoting local workforce involvement and responding to community impacts from its operations. It encourages employees to be socially responsible and collaborates with other organizations to develop target communities.

8 Promoting Innovation in Social Responsibility

The company encourages employees to innovate in areas related to social responsibility, such as efficient resource use, waste management, and environmental impact. The company strives to apply these innovations to improve internal processes and will share beneficial innovations for societal and environmental development.

Process for Monitoring and Reviewing Social Responsibility Policies

The company recognizes the importance of continuous social responsibility practices. The company will monitor, evaluate, and review its current supported projects, and will carefully, consistently, and regularly consider future social responsibility projects. The company reports its sustainable development performance based on the Global Reporting Initiative (GRI) Standards framework, disclosing information on economic, environmental, and social aspects. This practice began in 2021, and the information is disclosed in the annual report, Form 56-1 One Report

3.4.2 Social Performance

1) Human Resources Management

The company emphasizes fair employee hiring, adhering to human rights principles, international labor standards, and ESG practices to create a safe, transparent, and equitable work environment. Therefore, the company conducts recruitment and hiring without discrimination, provides appropriate compensation and benefits in line with industry standards, and promotes diversity and inclusion among employees at all levels. Additionally, it supports career development, the right to appropriate association, and promotes a safe working environment to contribute to sustainable development goals and create sustainable value for both the organization and society.

The company has established best practices to ensure a fair employee hiring system and to serve as guidelines for employees at all levels throughout the organization, as follows:

- Equal and Non-Discriminatory Employment: Conducting recruitment and hiring based on ability, skills, and qualifications relevant to the job position, without discrimination based on gender, age, race, religion, ethnicity, sexual orientation, or disability. Promoting diversity and inclusion within the organization to foster an open and respectful work culture.

- **Fair Compensation and Benefits Management:** The company sets compensation in accordance with labor law standards, including competitive compensation within the industry. Providing appropriate benefits such as health insurance, retirement savings, and other benefits that support employees' quality of life.
- **Safe and Healthy Working Environment:** Strictly adhering to the company's occupational safety and health standards, including providing training and personal protective equipment (PPE) for employees working in potentially hazardous chemical environments.
- **Respect for Labor Rights and Freedom of Association:** Not supporting child labor, forced labor, or labor that violates human rights principles. Employees have the right to organize and form labor unions or labor committees to participate in decisions regarding working conditions.
- **Promotion and Support of Employee Development and Growth:** Supporting career development opportunities through training and skills development related to the chemical industry. Having a transparent and fair career path policy to provide employees with opportunities for growth within the organization.
- **Conducting Activities or Projects to Enhance Employee Engagement:** Applying the 8 principles of Happy Workplace.

In 2024, the company had no labor practice complaints from its employees. Labor practice complaints can be submitted via email to the Human Resources Department at ratchaneekorn@unionpetrochemical.com or by phone at 0-2881-8288, 0-2677-3324-6, and (089) 818-2323.

Additionally, the company conducts annual employee satisfaction surveys (conducted by an internal department) to assess employee satisfaction levels and factors affecting their work experience. The latest survey results show an overall employee satisfaction level of 82%, with the most important factors being fairness in management, job security, and opportunities for growth within the organization. Based on the survey results, the company has established guidelines for developing and improving human resource management:

- **Career Path Development:** Developing clear career progression plans for employees at all levels.
- **Strengthening a Fair Organizational Culture:** Improving performance evaluation processes to be more transparent and reflect fair results.
- **Increasing Benefits and Incentives:** Adjusting the compensation structure and increasing benefits that meet employee needs.
- **Promoting Work-Life Balance:** Implementing flexible work policies and supporting employee wellness activities.

Employee Engagement Activities

In 2024, the company organized activities with employees that reflect its consideration of employee rights and welfare to drive the organization towards being a "Happy Workplace," as follows:

• Annual Blood Donation 2024:

The company participated in the annual blood donation activity with the Bangkok Insurance Building office in 2024. Five company employees participated in the health check and blood donation. This activity aligns with the Happy Workplace principles, specifically Happy Body and Happy Society. In 2025, the company will encourage more employees to participate in blood donation activities, with a target of 10 participants.



• 2024 Year-End and 2025 New Year Celebration Activities

The company organized 2024 year-end and 2025 New Year celebration activities for employees to have fun and relax, as well as to provide an opportunity for executives and employees at all levels to gather, interact, and create activities together. These activities align with the Happy Organization approach, specifically in the Happy Society aspect.



- The company implements a proactive health promotion project for employees by organizing exercise and stretching activities for employees during work hours.



- Happy Brain: We support continuous learning by providing opportunities for skill development through various training courses



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- Happy Soul: We respect employees' religious beliefs and encourage participation in religious activities and charitable acts.



- Happy Money: We promote financial literacy and saving habits through provident fund contributions.
- Happy Family: We organize events like "Meet the Executive" to strengthen family bonds and employee-management connections.



Summary of Employee Engagement and Satisfaction Performance Results

Summary of Operational Performance	2024	Targets for 2029
Overall Employee Satisfaction Level (Percentage)	82	100

Termination/non-termination

The company considers employees as the most valuable resource within the organization. Therefore, it focuses on fostering a good culture and work atmosphere and treats all employees equally. As such, no employee will be terminated without valid reason, unless the employee commits serious disciplinary violations as per the company's rules and regulations, or other reasons specified in the company's work regulations. The company has clear procedures in place for such situations, which are carried out with transparency, fairness, and legal correctness, without discrimination.

Employee Statistics (2022-2024)

	Unit	2022				2023				2024			
		Male	Female	Others (2)	Total	Male	Female	Others (2)	Total	Male	Female	Others (2)	Total
Total Employees ⁽¹⁾	Person	87	80	-	148	71	56	-	127	69	56	-	125
Bangkok and surrounding areas ⁽³⁾	Person	87	80	-	148	71	56	-	127	69	56	-	125

Note:

(1) The Company employs full-time employees who have employment contracts without limit term and must work full time as required by laws.

(2) Others are alternative genders.

(3) Metropolitan area is Nakhon Pathom, Nonthaburi, Pathum Thani, and Samut Prakan.

Employee Benefits and Welfare

Benefits and Welfare for Full-time Employees	Details
1. Life Insurance	Provided through a group policy with AIA.
2. Health Insurance	Group health insurance policy with AIA.
3. Disability/Work Injury Protection	Funded by a work compensation fund with AIA.
4. Maternity and Childcare Leave	In accordance with labor law and Social Security Office regulations.
5. Retirement Benefits	Provided according to accounting standards.
6. Additional Benefits	Includes employee provident fund managed through K Master Pool Fund.

Table Showing the Number and Proportion of New Employees and Employees Who Left, Divided by Age Group, from 2022 to 2024

	Unit	2022			2023			2024		
		Male	Female	Total	Male	Female	Total	Male	Female	Total
Number and Proportion of New Employees by Age Total Number (People)	Person	12	12	24	11	9	20	8	5	13
	%	50	50	100	55	45	100	62	38	100
- Under 30 Years	Person	5	6	11	-	5	5	1	2	3
	%	45	55	100	-	100	100	33	67	100
- Aged 31-40 Years	Person	3	4	7	3	2	5	-	2	2
	%	43	57	100	60	40	100	-	100	100
- Aged 41-50 Years	Person	2	2	4	7	2	9	4	1	5
	%	50	50	100	77.7	22.3	100	80	20	100
- Aged 51-60 Years	Person	2	0	2	1	-	1	3	-	3
	%	100	-	100	100	-	100	100	-	100
- Over 60 Years	Person	-	-	-	-	-	-	-	-	-
	%	-	-	-	-	-	-	-	-	-
Number and Proportion of Employees Leaving by Age Total Number (People)	Person	17	18	35	10	17	27	10	17	27
	%	49	51	100	37	63	100	37	63	100
- Under 30 Years	Person	4	4	8	4	8	12	1	5	6
	%	50	50	100	33	67	100	17	83	100
- Aged 31-40 Years	Person	5	10	15	3	5	8	4	5	9
	%	33	67	100	37.5	62.5	100	44	56	100
- Aged 41-50 Years	Person	4	4	8	2	2	4	4	5	9
	%	50	50	100	50	50	100	44	56	100
- Aged 51-60 Years	Person	2	1	3	2	-	2	1	2	3
	%	67	33	100	100	-	100	33	67	100
- Over 60 Years	Person	1	-	1	1	-	1	-	-	-
	%	100	-	100	100	-	100	-	-	-

2) Human Capital Development

The company prioritizes enhancing the skills and capabilities of employees at all levels through training, career development, and lifelong learning, aligning with ESG principles. The company has defined strategies covering: 1) training and skills development to improve work capabilities and adapt to new technologies, 2) career path creation to provide employees with opportunities for stable growth within the organization and to boost morale, and 3) promoting a culture of learning and innovation to encourage continuous employee self-development.

Average Training Hours per Year per Person

In 2024, the company had an average of 3,182 training hours per employee, which is an increase compared to 2023.

1. Process Plant Engineering & Project Management
2. Firefighting Drill and Fire Evacuation Practice
3. The Magic Number - Session 11
4. Special Training for Tankers
5. Online Platform Skyline
6. Strategic CFO in Capital Markets Program - Session 11
7. The MAI CFO 2024: Growth & AI Chapter
8. Seminar: Crack the Fin Code for Growth Potentials
9. COSO ERM for Internal Auditors
10. Data Analytic Foundation for Internal Audit
11. ESG 201: Risk Management
12. ESG Risk Management Workshop - Session 2
13. Fundamental Knowledge of ESG (ESG Focus)
14. Preparation of Greenhouse Gas Emission Reporting at the Organizational Level in TGO and ISO 14064-1 Systems

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Additionally, the company ensures that each employee receives at least 8 hours of training or development activities per year, with a target of 80% of all employees attending planned training courses. The remaining 20% consists of new employees (on probation), with the goal of driving skill development for all staff.

Table Showing Employee Training Hours and Expenses

Training Category	Unit	Year		
		2022	2023	2024
Average Training Hours per Full-Time Employee	Hours/Person	8	7.38	8
Average Training Hours by Gender				
- Male	Hours/Person	8	6.82	8
- Female	Hours/Person	8	8	8
Average Training Hours by Level				
- Senior Executives	Hours/Person	8	4	4
- Middle Executives	Hours/Person	8	9	11
- Junior Executives	Hours/Person	-	-	-
- Employees and Supervisors	Hours/Person	8	7	110
Average Training Cost	THB/Person/Year	6,144.00	1,765.89	3,182.00

Training Expenses

The company allocates a budget for training and conducts training according to the plan. In 2024, the average employee training expense was 3,182 baht per person, which is 55 percent higher than the average training expense per person in 2023. According to the training plan, from 2022 to 2024, the company had 100 percent of employees with individual development plans and 100 percent of key positions with succession plans.

Item	Unit	2023	2024
Average Training Cost	Baht/Person	224,268.21	397,697.25
Percentage of Employees with Individual Development Plans	%	100	100
Percentage of Key Positions with Succession Plans	%	100	100

3) Corporate Culture Development

Building a strong corporate culture is crucial for driving sustainable business. The company focuses on promoting organizational values that align with ESG principles, developing an open and safe working environment, and fostering collaboration among employees and stakeholders to create a responsible, transparent, and change-ready organization for a sustainable future. The company uses its English acronym “UKEM” to define its organizational culture in sustainability management as follows:

U - Unity for Sustainability: Promoting collaboration among employees, partners, communities, and stakeholders to achieve tangible sustainable development goals.

K - Knowledge & Innovation for Green Chemistry: Focusing on developing knowledge in environmentally friendly chemistry, researching, and applying innovations to reduce impacts on nature and society.

E - Environmental & Social Responsibility: Conducting business with emphasis on pollution reduction, efficient resource management, and participation in sustainable community development.

M - Moral, Ethics & Governance: Adhering to ethical, transparent, and auditable business practices, complying with ESG standards, and promoting fair and sustainable operations.

In 2024, the company communicated, publicized, and trained new and existing employees across the organization to understand the direction of driving the organizational culture towards sustainable development, including:

1. Corporate Governance Policy
2. Business Code of Conduct
3. Anti-corruption Policy
4. Human Rights Policy
5. Quality Policy
6. Risk Management Policy
7. Corporate Social Responsibility (CSR) Guidelines in economic, social, and environmental dimensions.

4) Occupational Health and Safety

Occupational health and safety operations are essential for the company's sustainability. The company is committed to implementing safety measures according to international standards to reduce risks from chemicals and production processes, while promoting a safe and healthy working environment for employees. Continuous training is also provided to build a safety culture within the organization and enhance awareness among all levels of personnel.

In 2024, the company recognized the importance of occupational health and safety operations and conducted various activities, summarized as follows:

Internal Communication

The company fostered participation at all operational levels by establishing a Safety, Occupational Health, and Working Environment Committee, consisting of management and employee representatives. This committee jointly surveys unsafe working conditions, reviews safety, occupational health, and environmental plans and policies, monitors compliance with laws, and communicates to prevent and reduce work-related accidents or illnesses through various channels, such as:

- Disseminating safety information via email and social media.
- Conducting pre-work meetings, such as Morning Talks.

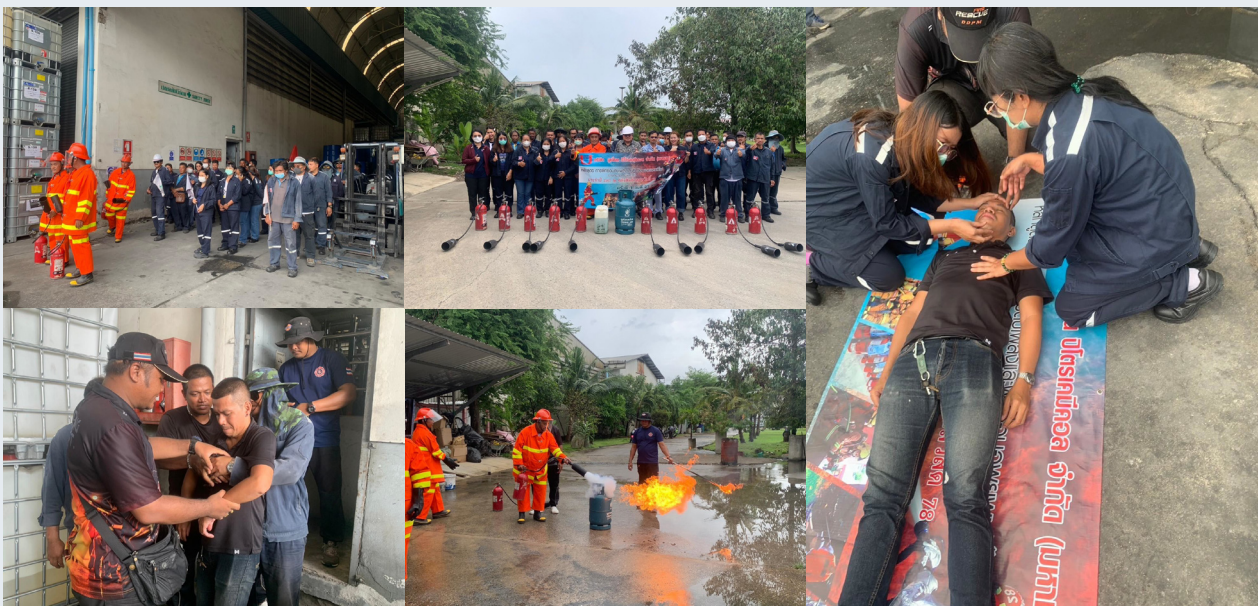
Health Promotion Activities

The company provides health check-ups for new employees and annual health check-ups for all employees based on work-related risk factors and monitoring potential impacts from operations, such as lung function tests, hearing tests, occupational vision tests, and heavy metal screening, under an employee health and illness database system. Additionally, health promotion activities are conducted according to the Happy Workplace principles.

Building Safety Awareness and Culture

Building safety awareness and culture is crucial in the chemical industry. The company emphasizes instilling the concept of “safety is everyone’s responsibility” through continuous training, proactive prevention measures, and promoting employee participation at all levels. Technology and international standards are also adopted to enhance a safe working environment and reduce operational risks. In 2024, the company provided various training and drills for emergency preparedness, including:

- Occupational health, safety, and environment training.
- Basic firefighting and fire evacuation drills.
- Chemical spill emergency response drills.
- First aid training.



Injury Frequency Rate and Total Working Hours

Category	Unit	2022	2023	2024
Total Working Hours				
- Employees	Hours	325,836	325,836	316,625
- Contractors	Hours	37,427	37,427	37,427
Total Number of Incidents				
- Employees	Cases	0	0	0
- Contractors	Cases	0	0	0
Lost Time Injury Cases (Lost Time)				
- Employees	Cases	0	0	0
- Contractors	Cases	0	0	0
Total Recordable Injury Frequency Rate (TRIFR) (cases per 1 million working hours)				
- Employees		0	0	0
- Contractors		0	0	0
Lost Time Injury Frequency Rate (LTIFR) (cases per 1 million working hours)				
- Employees		0	0	0
- Contractors		0	0	0

5) Customer Relationship Management and Responsibility

The company establishes guidelines for managing and treating customers, focusing on service and product delivery as follows:

- Product delivery must meet customer quality requirements.
- Product delivery must be safe from warehouse to customer.
- Products must be prepared in sufficient quantity to meet customer demand.
- Service must be provided by knowledgeable and capable employees who are ready to resolve customer issues promptly and accurately.
- Business operations throughout the supply chain must meet the company's and customers' standards, in alignment with business ethics and good corporate governance practices.

Driving Business For Sustainability

In addition, the company has various and suitable strategies for building relationships with customers based on the type of business, such as:

- Regular visits to customers.
- Joint meetings with customers.
- Developing business solutions to meet specific chemical use needs with customers.
- Preparing product safety documentation (Material Safety Data Sheets: MSDS) in compliance with regulations and international standards, available upon customer request.
- Sending staff to provide product information to ensure customers are using the company's products correctly.

To continually improve product and service efficiency and build confidence in maintaining customer data security, the company has management mechanisms and practices as follows:

1. **Complaint Handling Process:** Customers can file complaints about sales, product quality, delivery, and after-sales services via phone, email, or website. The company has a system to record customer complaints, set deadlines for resolution, track the corrective process, and provide reports on the cause and resolution of the problem. Complaints are responded to within one day, and a responsible unit is assigned to ensure all complaints are resolved within the specified time frame.
2. **Customer Satisfaction Survey:** Questionnaires are sent to customers, and customer relationship management staff conduct one-on-one interviews with customers to understand specific problems and needs, fostering a continuous relationship with customers.
3. **Customer Data Protection:** Customer-related information is used only to improve services and develop products. Personal customer data is protected from unauthorized access. If employees need to access customer data for service or analysis purposes, they must adhere to strict confidentiality rules.

In 2024, the company assessed customer satisfaction with an average score of 90, which is considered good, and there were no significant complaints from customers.

6) Community and Social Development Involvement

The company operates with responsibility towards the community and society by emphasizing environmental impact reduction and avoiding operations that may negatively affect the quality of life of the communities around the operational areas, particularly near the warehouse sites. In 2024, the company established a sustainability task force to ensure efficient business operations and continuous improvements in sustainable organizational development. Additionally, the company has established a unit to focus on social and community activities, assigning it to study the needs of the communities surrounding the operational area, especially around the new warehouse site in Chonburi, to create a plan for the following year.

In 2024, no significant complaints were received from the community regarding social or environmental issues.

7) Corporate Philanthropy and Community Engagement

In the chemical industry, sustainability not only means developing environmentally friendly technologies but also includes social responsibility and sustainable community development. The company, therefore, emphasizes creating shared value (CSV) and engaging with communities through projects that improve quality of life, promote education, and support social activities. In addition, the company conducts CSR activities both in the production process (CSR-in Process) and after the production process (CSR-after Process), focusing on efficient resource utilization, reducing environmental impact, promoting human rights, and treating all parties equally. These operations reflect the commitment to driving business in conjunction with sustainable social development.

In 2024, there were no significant social or environmental complaints from the community. The company carried out social and community engagement activities with a total budget of 18,600 baht. A brief summary is as follows:

- 1) The company implemented a project to promote knowledge and guidelines for 3R waste management for employees throughout the organization. The main objective is to encourage employees to properly sort and manage waste from the source. This activity is a CSR-in Process in the environmental dimension, focusing on employee engagement.
- 2) The company, with executives and employees, jointly organized a forest planting activity to conserve the ecosystem at Bang Pu Recreation Center to create balance for nature and biodiversity, as well as increase green areas to absorb greenhouse gases. More than 21 executives and employees of the company participated in this activity.

Summary of Social and Community Engagement Activities

Item	2024 Performance	2029 Goals
Number of Social and Community Engagement Activities (times)	2	5
Percentage of Employee Participation in Activities	50%	100%

Executive Summary

Overview of Operating Performance

Unit: Baht	2023	2024	Profit/Loss
Sales (EBITDA)	2,828,443,097.00	3,201,951,657.00	373,508,560.00
Net Profit	2,238,016.00	7,262,074.00	5,024,058.00
Earnings Per Share (Baht/Share)	0.006	0.006	0.000

Year	2023	2024
Net Profit	2,238,016.00	7,262,074.00
Shareholder Equity	820,313,470.00	752,856,735.00
ROE	0.78%	0.84%

Sales and Management Income

For the year ended December 31, 2024, the company had sales revenue of 3,201,951,657 Baht, an increase of 373,508,560 Baht or 13.21% from the previous year, due to increased sales volume across all product groups, particularly general chemicals (Solvent), specialty chemicals, plastic pellets, and other industrial products (latex). Additionally, the average selling price of products increased compared to the previous year.

Gross Profit

For the fiscal year ending December 31, 2024, the company recorded a gross profit of 294,371,057 Baht, an increase of 16,338,813 Baht or 5.88 percent from the previous year. This increase is attributed to the fact that the average cost of goods procured decreased at a lower rate than the average selling price, resulting in higher gross profit compared to the previous year, particularly in the plastic resin product group, general chemical (Solvent) product group, and specialty chemical product group, all of which achieved higher gross profit margins.

Selling Expenses

For the year ended December 31, 2024, the company had selling expenses of 94,835,566 Baht, an increase of 7,966,436 Baht or 9.17% from the previous year. This was due to higher export costs and increased transportation expenses in line with the increase in sales.

Administrative Expenses

For the year ended December 31, 2024, the company had administrative expenses of 171,323,789 Baht, an increase of 1,624,232 Baht or 0.96% from the previous year. This increase was due to higher tank costs, lower tank rental expenses, and unrealized losses from derivative contracts and investments. Compared to the previous year, other expenses increased in line with the revenue increase and the decrease in the unit price of products due to lower raw material prices.

Financial Expenses

For the year ended December 31, 2024, the company had financial expenses of 24,691,460 Baht, an increase of 7,062,515 Baht or 40.06% from the previous year. This was due to the use of loans to finance various projects and the increase in interest rates by banks.

Net Profit

For the year ended December 31, 2024, the company had a net profit of 7,262,074 Baht, an increase of 5,024,058.00 Baht or 224.49% from the previous year. This was due to increased sales and a greater reduction in the average cost of goods compared to the average selling price, leading to an increase in gross profit, as well as better control of expenses, resulting in higher net profit.

Statement of Financial Position

Unit: Baht	As of December 31 st	As of December 31 st	Change increase (decreases)	
	2024	2023	Total	%
Total Assets	1,736,581,670.00	1,684,406,286.00	52,175,384.00	3.10
Total Debt	983,724,935.00	864,092,816.00	119,632,119.00	13.84
Shareholder's Equity	752,856,735.00	820,313,470.00	(67,456,735.00)	(8.22)

Financial Position

As of December 31, 2024, the company had total assets of 1,736,581,670 Baht, an increase of 52,175,384 Baht or 3.10% from the previous year. The main reasons for the increase are as follows:

1. Cash and cash equivalents decreased by 120,985,741 Baht or 45.14%, mainly due to cash outflows for investments, including payments for land purchases and warehouse construction at the Rojana Industrial Estate.
2. Trade receivables and other receivables decreased by 48,837,453 Baht or 7.10%, due to sales in the general chemicals (Solvent) group. Most trade receivables are in the category that is not yet due for payment or due within 3 months.
3. Land, buildings, and equipment increased by 244,011,423 Baht or 247.45%, due to the purchase of land in the Rojana Industrial Estate, Chonburi Province (18 rai and 44.5 square wah), with a contract value of 124.97 million Baht. The company made full payment and transferred ownership of the land in January 2024, resulting in a reduction in the land deposit.
Construction in progress, including the construction of a 3-story office building and a chemical warehouse with necessary systems, was also ongoing on the land in the Rojana Industrial Estate.

Management Discussion and Analysis

4. Investment in joint ventures increased by 51,414,040 Baht or 100%. This was due to investments in two companies:
 - **U.T.J. Green Solutions (Thailand) Co., Ltd.:** 51% stake in a company involved in the recycling of used materials. UKEM invested 52.27 million Baht.
 - **Eco-Centric Corporation Co., Ltd.:** 51% stake in a company involved in consulting, training, developing organizational strategies, and providing environmental innovation and technology. UKEM invested 1.28 million Baht.

Liabilities

As of December 31, 2024, the company had total liabilities of 983,724,935 Baht, an increase of 119,632,119 Baht or 13.84% compared to the previous year. This was due to the increased borrowing in the form of promissory notes from financial institutions, which were used to fund business operations.

Shareholders' Equity

As of December 31, 2024, the company had shareholders' equity of 752,856,735 Baht, a decrease of 67,456,735 Baht or 8.22% compared to the previous year. This was due to the reserve for the repurchase of treasury shares.

Factors or Events of Significance in the Future

External Factors:

The company uses financial instruments for buying and selling goods internationally. If the exchange rate of the Thai Baht fluctuates, the company will have relevant departments closely monitor the trends of the Baht exchange rate and enter into forward foreign exchange contracts for payment of goods.

Additionally, the company plans to study market trends related to global changes or mega-trends in various product categories. This will ensure the continuity of the business and provide opportunities to invest in new products that meet the needs of customers in both existing industries and new sectors, in line with government promotion policies, such as Target Industries, New S-Curve, or industries in newly promoted investment zones, such as the Eastern Economic Corridor (EEC).

Internal Factors:

The company focuses on creating product and service diversity. Beyond being a distributor of chemicals, the company has started offering a full range of chemical services to support the growth of customers across all industries. This ranges from the initial stages of operation to co-developing business growth. The company has developed products based on customer-specific formulas, increased packaging sizes for delivery, and implemented a packaging return system for repacking new products, thus enabling efficient use of packaging materials. This supports the sustainability policies of customers.

Furthermore, the company continues to build long-term relationships with customers by assigning marketing personnel to maintain continuous and close customer care. The marketing and sales management teams work together to ensure that the company meets customer demands and maximizes satisfaction efficiently.

Projects

The company plans to invest in new businesses that have potential revenue-generating opportunities and provide a good return on investment, leading to business growth. In making investments in new business segments, the company will conduct studies and create investment plans, carefully considering revenue generation opportunities with valuable returns and ensuring business growth. Investments will be made after analyzing data from industry experts and presenting the investment plans to the company's risk management committee for consideration before making investment decisions.

In terms of investments in new chemical products, the company has started planning investments in chemicals used in consumption, such as agricultural-based chemicals and environmentally friendly chemicals. These include chemicals for animal nutrition, environmentally friendly solvents in the MEK group, post-consumer recycled plastic pellets, and chemicals derived from coconuts.

As for investment in innovation and new technologies, the company has started studying new investment projects and has begun investing in foreign currency funds and financial instruments, both domestically and internationally. Additionally, the company has invested in financial services businesses, such as providing loans to car dealers (Floor Plan Financing).

General Information and Other Important Information

General Information

Registrar of Securities - Common Shares	Auditors
Thailand Securities Depository Co., Ltd. 93, 14th Floor, Ratchadapisek Road, Dindaeng Subdistrict, Dindaeng District, Bangkok 10400 Phone: +66 (0) 2-009-9000 Fax: +66 (0) 2-009-9991 Website: www.set.or.th/tsd	Miss Thanyaporn Tangthanopajai Certified Public Accountant, registration number 9169 Dharmniti Auditing Company Limited 78 Dharmniti Building, 6th-7th Floor, Soi Permsap (Prachachuen 20), Prachachuen Road, Bang Sue Subdistrict, Bang Sue District, Bangkok 10800 Phone: +66 (0) 2-596-0500 Fax: +66 (0) 2-596-0566 Website: www.dharmniti.co.th

Legal Disputes

As of December 31, 2024, the company and its subsidiaries have no significant legal disputes that could materially affect the company's assets or business operations.



Part 2



Corporate Governance

- 6. Corporate Governance Policy
- 7. Corporate Governance Structure and Important Information about the Board, Subcommittees, Executives, Employees, and Others
- 8. Report on Key Corporate Governance Performance
- 9. Internal Control and Related Transactions

Overview of Corporate Governance Policy and Practices

The company is committed to good corporate governance and recognizes its importance. Therefore, it has established a “Corporate Governance, Ethics, and Business Conduct Policy” to promote the organization’s business operations under the principles of good corporate governance, with a management system that is standardized, transparent, and ensures fairness for all stakeholders. The company is determined to develop the organization for sustainable growth.

The company has communicated the corporate governance policy to all directors, executives, and employees, ensuring they are aware of, understand, and can apply it as a guideline when dealing with all stakeholders in a thorough, accurate, and clear manner.

6.1 Good Corporate Governance Policy

The company has established a corporate governance policy to serve as a guideline for good practices in line with the changing business, economic, and social environments. It mandates that directors, executives, and all employees sign off to acknowledge and adhere to this policy as part of their work duties. Compliance is monitored based on the principles outlined in the Good Corporate Governance for Listed Companies 2017 by the Securities and Exchange Commission (SEC) and other external agencies such as the Stock Exchange of Thailand (SET) and recommendations from the Corporate Governance Assessment Report by the Thai Institute of Directors Association (IOD). The company has set the following corporate governance policies:

1. Directors, executives, and all employees shall adhere to the company’s good corporate governance principles in their operations.
2. The board of directors will perform their duties with dedication, respecting the rights and treating all stakeholders equally.
3. The board of directors will establish policies and a business code of ethics to guide actions towards all stakeholders.
4. The board will set the company’s vision, mission, and approve the strategy, policy, business plans, and budget, as well as supervise and control operations to ensure compliance with these policies, to maximize value for the business and shareholders.
5. The board will ensure a clear organizational structure and separation of responsibilities between the board, sub-committees, managing director, and management team. Internal controls, risk management, and conflict-of-interest policies will be implemented.
6. The board will establish an effective anti-corruption system to ensure the company is aware of and committed to anti-corruption practices.
7. The board will oversee the preparation of financial statements and financial information in accordance with generally accepted accounting standards, with sufficient and reliable disclosure of material information, to ensure credibility in the accounting, reporting, and auditing processes.
8. The board must conduct an annual self-assessment to review the performance of the board.
9. The board will establish a fair, transparent, and appropriate system for recruiting key executive positions at all levels.

The company has published its corporate governance, ethics, and business conduct policies on its website at www.unionpetrochemical.com, allowing investors, interested parties, and stakeholders to read and access the information.

6.1.1 Policies and Practices Regarding the Board of Directors

The Board of Directors consists of individuals with a diverse range of expertise and experience, which are beneficial to the company. The board members are dedicated and allocate sufficient time to perform their duties and responsibilities. The Board of Directors is appointed by the shareholders to oversee the company's operations and ensure compliance with the law. The practices concerning the Board of Directors are as follows:

1 Composition and Qualifications of the Board

The board members must have the knowledge, expertise, experience, leadership skills, and the ability to oversee the management's operations effectively. This ensures efficiency and effectiveness in achieving the company's goals, which ultimately enhances shareholder value and benefits other stakeholders.

2 Independence of the Board

The board members must be able to express their opinions independently, even under pressure. Independence is critical to protect the best interests of the company and shareholders.

3 Roles, Responsibilities, and Powers of the Board

The board acts as the representative of the shareholders, setting the direction for growth and making significant decisions for the company with caution and integrity. The board plays an essential role in corporate governance to ensure the best interests of the company and shareholders, remaining independent from management. Additionally, the board has clearly defined powers and responsibilities to ensure proper governance and oversight.

4 Board Meetings

Board meetings are held at least four times a year. The company secretary is responsible for preparing the meeting documents, the meeting location, and coordinating the meeting. Each director receives the agenda and meeting materials in advance to review thoroughly.

5 Company Secretary

The board appoints the company secretary to ensure smooth and transparent management of board and shareholder meetings, in compliance with regulations and laws.

6 Board Performance Evaluation

The board is required to regularly assess its performance annually. This evaluation serves as a framework to review the board's duties and responsibilities and to analyze, review, and improve performance.

7 Succession Planning

The board ensures that the company has a robust system for selecting key personnel for executive roles at all levels, in line with legal standards for directors. The selection process considers qualifications, experience, and expertise in various fields relevant to the business, ensuring that these individuals are committed and capable of leading the company to achieve its goals and success. This process aligns with the company's corporate governance principles, which are published on the company's website.

6.1.2 Corporate Governance Policies and Practices

The company's governance practices cover the recruitment and compensation of directors and executives, the independence of the board and management, the development of the board's capabilities, and performance evaluation. These policies also address shareholder relations, equal treatment of shareholders, shareholder rights, the prevention of insider trading, conflict of interest management, accountability to stakeholders, anti-corruption measures, and actions against individuals who violate legal standards.

6.2 Business Ethics

The company's business ethics are outlined in the Corporate Governance, Ethics, and Business Conduct Policy. This policy requires executives and employees to adhere to the company's values, which align with the company's regulations and objectives. The ethics also incorporate economic, social, and environmental considerations to ensure sustainable, transparent, clear, fair, and effective management. The company communicates its ethical principles to employees through various channels, such as disclosures on the company website, internal communications, employee orientation, annual training, and ethics-related activities.

In 2024, the company monitored and assessed compliance with the corporate governance, ethics, and business conduct policy, finding no violations or complaints.

6.3 Key Changes and Developments in Governance Policies and Practices in the Past Year

In 2024, the company made several updates and changes to its governance policies and practices:

1. The Board of Directors reviewed the Audit Committee's Charter to align it with actual operations, defining the scope, powers, and responsibilities of the Audit Committee more clearly. The revised Charter was approved in the board meeting on November 14, 2024, and will be reviewed annually to keep up with changing circumstances, as documented on the company's website.
2. The Board also reviewed and updated the anti-corruption policy and manual to ensure alignment with actual practices and anti-corruption guidelines. The updated policy was presented to the Audit Committee meeting on January 21, 2025, and to the Board of Directors on February 26, 2025, for approval.
3. The Board of Directors approved the appointment of the Risk Management Committee to oversee and support the company's enterprise risk management operations, especially as the company plans to invest in business expansion and other ventures in the future (Board of Directors meeting No. 3/2022 on April 8, 2022). They also approved the Risk Management Committee Charter (Board of Directors meeting No. 4/2022 on May 13, 2022), and the Board of Directors approved the Risk Management Policy (Board of Directors meeting No. 5/2022 on August 10, 2022). In 2023, the company reviewed the Risk Management Committee Charter and the Risk Management Policy at the Risk Management Committee meeting No. 1/2024 on February 5, 2024, which was conducted in accordance with the policy requirements.

Details of these updates are available on the company's website, where stakeholders can review and download the information at www.unionpetrochemical.com.

Additionally, the Board of Directors has tasked the governance committee to create plans and monitoring measures to ensure compliance with corporate governance, ethics, anti-corruption policies, whistleblowing mechanisms, human rights, and equal treatment of stakeholders. The company has also considered incorporating key economic, social, and environmental aspects into its governance practices to improve its sustainability standards.

6.4 Principles of Good Corporate Governance

The director responsible for overseeing good corporate governance, as assigned by the Board of Directors, has applied the **"Corporate Governance Code for Listed Companies 2017"** to support the board of directors of listed companies in establishing effective corporate governance mechanisms. The implementation of good corporate governance (CG) and the adoption of the CG Code aim to benefit the company itself, as well as its shareholders, customers, and stakeholders. This also promotes continuous development in line with the appropriate business context. Overall, the company has effectively followed the CG Code, with actions taken in 2024 as follows:

1. Shareholder Rights The company has assigned the company secretary to coordinate with relevant departments and shareholders to ensure equal protection of the rights of all shareholders, such as the right to trade securities, receive dividends, attend shareholder meetings, and vote on key issues. The company facilitates shareholders who may be unable to attend the meeting by providing meeting notices, including details of the date, time, venue, agenda, and supporting information at least 7 days prior to the meeting. The meeting notice is also advertised in a newspaper for 3 consecutive days before the meeting.

Shareholder Meeting Schedule

The company has scheduled an annual general meeting (AGM) of shareholders within four months after the end of the company's fiscal year. In urgent cases, a special resolution may be proposed that affects shareholders' interests or requires approval under applicable laws. A special shareholders' meeting will be called as needed.

In 2024, the company scheduled the AGM on April 9, 2024, at 10:00 AM at Pinklao 2 Room, 9th Floor, Royal City Hotel, Borommaratchachonnani Road, Bangbamu, Bangkok 10700. The company followed the guidelines of the Thai Investor Protection Association, the Listed Companies Association, and the Securities and Exchange Commission (SEC) to ensure that shareholders can participate and ask questions during the meeting.

Director and Executive Attendance at Shareholder Meetings

The 2024 Annual General Meeting of Shareholders was conducted in accordance with the Public Limited Company Act B.E. 2538, the regulations of the Stock Exchange of Thailand, and the Securities and Exchange Commission, ensuring that the meeting was conducted legally and in compliance with all relevant rules and regulations, and aligning with the assessment of the quality of the Annual General Meeting of Shareholders.

During the 2024 Annual General Meeting of Shareholders, voting was conducted in the order of the agenda items. Before the start of each meeting, the Company Secretary explained the voting procedures, vote counting, and the use of ballot cards. Eight directors attended the meeting, along with the Chief Executive Officer and the company's certified public accountant, who were present from the beginning of the meeting

Before the Shareholders' Meeting

In 2024, the company held a board meeting on February 20, 2024, and resolved to hold the Annual General Meeting of Shareholders on April 9, 2024. The meeting resolution, meeting date, and meeting agenda were disclosed and announced on the Stock Exchange of Thailand's website for shareholders to be informed in advance on the date the board of directors passed the resolution before sending out the invitation to the meeting. The Thailand Securities Depository Co., Ltd., the company's securities registrar, will send out the invitation to the meeting and meeting documents, as well as important and necessary supporting information for consideration and decision-making, and documents to be used for granting proxies. These will be sent to shareholders at least 14 days before the shareholders' meeting date. The invitation to the meeting was sent out on March 19, 2024, and the company announced it in the Khao Hoon daily newspaper for three consecutive days (March 22-24, 2024) to give shareholders sufficient advance notice of the meeting.

Additionally, for the Annual General Meeting of Shareholders, the Company disclosed the invitation to the shareholders' meeting and meeting documents on the company's website at least 14 days in advance of the meeting date.

Shareholder Meeting Day

Before the commencement of each shareholder meeting, the Company Secretary will introduce the Board of Directors, Executive Committee, and Company Auditors to the meeting for acknowledgment. The Secretary will also explain all meeting rules, including the method of counting shareholder votes for each agenda item as per the Company's Articles of Association, and clearly outline the exercise of voting rights for each agenda. After the Secretary has provided information on each agenda item, the Chairman of the meeting will open the floor for all attendees to express their opinions, suggestions, and ask questions on each agenda. The Chairman and executives will then respond to the inquiries clearly, directly, and with due consideration to all questions, before proceeding to a vote on that agenda item. For the agenda item on the election of directors, the Chairman will invite the nominees to leave the meeting room to ensure good governance principles, and will facilitate individual voting by shareholders.

The Chairman of the meeting proceeded with the meeting according to the agenda items, and there were no additional agenda items beyond those that had been notified to the shareholders in advance. Furthermore, at the 2024 Annual General Meeting of Shareholders, there was no change in the order of the agenda items and no request for the meeting to consider any matters not previously specified.

Furthermore, at every meeting, the minutes of the meeting are recorded accurately and completely, and summarized with a vote and vote count. Each shareholder meeting typically lasts approximately 2-3 hours. In the 2024 Annual General Meeting of Shareholders, the meeting was scheduled to begin at 10:00 AM, and registration started at 9:00 AM. The 2024 Annual General Meeting of Shareholders had a total of 60 shareholders attending, with 36 attending in person and 24 by proxy, representing a total of 480,850,900 shares, which is equivalent to 41.93%, exceeding one-third of the total issued and paid-up shares of the company, which is 1,162,052,251 shares. The following individuals attended the meeting and provided information:

- There were 8 directors attending the meeting, with the Chairman of the Board presiding over the meeting. The directors who provided information were from the Audit Committee and the Executive Committee.
- The authorized auditors from Dharmniti Auditing Co., Ltd. were Ms. Thanyaporn Tangthanopajai and Ms. Phanthipa Pao Yoosuk.

After the Shareholders' Meeting

The company announced the resolutions of the 2024 Annual General Meeting of Shareholders through the Stock Exchange of Thailand's news reporting system after the meeting and before 9:00 AM on the next business day. The announcement included the voting results for each agenda item, specifying the number of votes in favor, against, and abstentions. The company also prepared the minutes of the meeting and submitted them to the Stock Exchange of Thailand within 14 days from the meeting date. The minutes were also published on the company's website for shareholders to review without having to wait for the next meeting. Furthermore, the company has a well-organized system for storing meeting minutes that allows for easy verification and reference.

The Company's Board of Directors has assigned the Company Secretary to prepare the meeting minutes accurately and completely, including the following details:

1. The names and positions of the directors, sub-committee members, managing director, senior executives, and auditors who attended and were unable to attend the meeting (if any).
2. The quorum, which includes the number of shareholders attending in person, the number of proxies representing shareholders, and the number of shareholders who appointed the company's independent directors as their proxies.
3. The voting method for each agenda item and the vote counting process to determine the shareholders' meeting resolutions before the meeting begins, as well as guidelines for using ballot cards.
4. Significant inquiries, explanations, and comments.
5. The voting results for each agenda item, including the number of votes in favor, against, and abstentions, and the names and number of shares of those who did not have voting rights in each agenda item (if any)

2. Equal Treatment of Shareholders

The company treats each shareholder equally, regardless of the number of shares held. Shareholders have equal basic rights, including the right to vote, regardless of gender, age, race, nationality, religion, or social status. The company made information about the AGM available in both Thai and English and ensured that directors with conflicts of interest did not participate in decisions regarding relevant agenda items.

Proposal of Agenda Items and Director Nominations

The company allowed shareholders to propose agenda items or nominate individuals for election as directors from November 1 to December 31, 2023. The details were announced through the Stock Exchange of Thailand. However, no shareholders proposed any agenda items or nominations during this period.

Voting Rights and Proxy Voting

The company ensured the safety and health of shareholders attending the meeting in person by providing adequate facilities and safety measures. Shareholders who could not attend were allowed to proxy others or appoint independent directors as their representatives to vote on their behalf. The company provided proxy forms on its website at least 14 days before the meeting.

Stakeholder Roles

The operations of the company inevitably involve multiple groups of stakeholders, including shareholders, investors, employees, customers, business partners, creditors, debtors, competitors, regulatory bodies, government agencies, as well as communities, society, and the environment. Each of these parties has distinct needs and interests. The company recognizes the importance of all stakeholders and upholds integrity as a fundamental principle in its business operations, adhering to legal and regulatory requirements. The company does not support or endorse any activities or transactions that are unlawful, such as violations of human rights, intellectual property infringements, or actions involving the copyrights of others. Furthermore, the company does not solicit, accept, or receive money, gifts, or rewards, except for customary gifts. The company is committed to fighting corruption and does not pay bribes for business benefits, while also supporting governmental and private sector anti-corruption measures and human rights protections.

Moreover, the company supports the improvement of work processes that impact each stakeholder group to ensure alignment with the organization's context, fostering sustainable growth together. The company has established guidelines for its engagement with stakeholders, as follows:

Policy and Practices for Stakeholder Groups

The company has established appropriate and fair policies for its dealings with each stakeholder group, ensuring sufficient communication channels for each group:

- **Shareholders and Investors:** The company is committed to transparent and fair business practices, considering the principles of business ethics and the rights of all shareholders equally, whether they are individual or institutional investors. The company aims to build trust and confidence, enhancing its competitiveness to create long-term value for shareholders. Therefore, the company ensures that important information is disclosed to shareholders in a timely, accurate, and complete manner through various channels, as outlined in the rights of shareholders and equal treatment of shareholders.
- **Employees:** The company treats employees equally and fairly, respecting human rights without discrimination based on gender, nationality, race, religion, or beliefs. Employees are considered the company's most valuable resource and a key factor in the company's success. The company provides fair compensation, treats employees with respect, and ensures that human rights are upheld according to relevant laws and standards. This includes providing opportunities, benefits, welfare, career progression, skill development, and more.

Compensation and Benefits Policy

To retain skilled and capable personnel, and to boost morale, the company sets compensation and benefits policies in line with the market rates and industry standards. The company ensures a safe working environment for employees, providing sufficient and suitable facilities and complying with labor laws to prevent accidents, injuries, and work-related illnesses. Employee compensation policies are linked to the company's performance, assessed based on profitability, and linked to the performance evaluation. Benefits such as pension funds and emergency assistance funds are also available to employees.

Employee Knowledge and Development Policy

The company emphasizes employee knowledge, capability, and experience development. Training programs both inside and outside the company are provided to ensure employees can perform effectively and adapt to innovations in the industry. The company ensures that employees understand the regulations, codes of conduct, and business ethics, promoting a culture of continuous learning.

- **Customers:** The company adheres to ethical principles in dealing with customers, ensuring fair and responsible treatment with quality, standards, and accuracy. Products and services are delivered efficiently, meeting customer needs while complying with relevant transportation laws to ensure safety. The company is committed to providing the following:

Corporate Governance Policy

1. Delivering quality products and services at fair prices, ensuring continuous improvements.
2. Providing accurate, sufficient, and timely product information to help customers make informed decisions.
3. Responding to customer needs promptly with a flexible and safe warehouse and shipping management system.
4. Offering opportunities for customers to file complaints and resolving issues swiftly.
5. Protecting customer data and confidentiality, using it only as legally required.

Customer satisfaction survey results:

Assessment year	Evaluation results (percent)
2024 Satisfaction	90
2023 Satisfaction	98

- **Business Partners/Creditors/Debtors:** The company treats business partners equally and fairly, based on mutual benefit and strict adherence to agreements. Policies for business partners focus on transparency and fairness in procurement and contracting processes, ensuring all suppliers and contractors are treated impartially, avoiding conflicts of interest.
- **Procurement and Partner Relations Practices**
 1. Adhering to contracts and agreements, and proactively discussing any potential issues with partners.
 2. Ensuring transparency to prevent corruption at all stages of procurement.
 3. Treating partners fairly with a focus on mutual benefit.
 4. Refraining from any unethical benefits from partners.
- **Criteria for Selecting Partners**
 1. Reliable operational and financial history, with the potential for long-term collaboration.
 2. High-quality products or services that meet both quantity and price requirements.
 3. Timely delivery of goods and services.
 4. Capability to coordinate, problem-solve, and the readiness of the partner's team.
 5. Human rights risk assessment in significant partner operations.

In 2024, the company is studying the development of a Supplier Code of Conduct to guide future partner relationships.

- **Creditors:** The company treats creditors with fairness and honesty, ensuring mutual benefit. It adheres strictly to payment terms and agreements, ensuring transparency in financial obligations.

Creditor Relations Practices

1. Strictly adhering to contract terms, including collateral management, financial ratios, and loan usage.
2. Managing finances to maintain creditor confidence and ensure debt repayment ability.
3. Regularly disclosing accurate financial information.

- **Competitors:** The company treats competitors fairly, refraining from unethical practices such as stealing trade secrets or spreading false information. It upholds the principles of good competition and does not engage in actions that harm competitors' reputations.

Competition Practices

1. Abiding by the rules of fair competition.
2. Not seeking confidential information from competitors through unethical means.
3. Supporting fair trade, avoiding monopolies, and ensuring customers have the freedom to choose their business partners.
4. Upholding intellectual property rights and encouraging employees to comply with intellectual property laws.

In 2024, the company has not faced any significant disputes regarding its treatment of competitors.

- **Government Organizations:** The company ensures that all contracts or agreements with governmental bodies and state-owned enterprises comply with relevant laws and regulations.
- **Communities, Society, and the Environment:** The company values the positive impact its business can have on the economy and society, contributing to the community and environmental activities. It fosters a culture of social and environmental responsibility within the organization, ensuring compliance with laws and regulations related to environmental and social governance.

For details on actions in 2024, refer to the Sustainability Management sections on Energy, Water, Waste, and Community Engagement.

Policy and Practices Regarding Intellectual Property Rights Violation

The company respects and complies with intellectual property laws and has a policy prohibiting any actions that may infringe upon intellectual property rights of all types. The following practices are outlined in the company's code of ethics:

1. All employees are responsible for protecting and maintaining the confidentiality of the company's intellectual property to prevent information leakage. Employees must not use the company's intellectual property for personal gain or for the benefit of others without authorization.
2. All employees must respect and honor the intellectual property of others, refraining from using others' works, whether in whole or in part, without the permission of the original creator.

Respect for Law and International Human Rights Principles

The company requires its directors, management, and employees to adhere to the law, regulations, customs, and human rights principles without discrimination based on race, color, gender, language, religion, social status, wealth, origin, political views, or any other status. They must also be aware of their rights, duties, and responsibilities toward society and others.

As the company operates in the chemical industry, employee safety and occupational health are of utmost importance. The company manages and controls work processes from the start, including storage, transportation, employee safety, and compliance with relevant laws to reduce safety and health risks.

To guide organizational personnel in adopting appropriate practices, the company established a human rights policy in 2022, which can be reviewed on the company's website. The key points of the policy are as follows:

- The company's board of directors, management, and employees must recognize the importance of and respect for human rights in all aspects of individuals, communities, and society, in accordance with national laws and international treaties to which each country is bound.
- Treating all people equally according to human rights principles without discrimination.
- Avoiding actions that violate human rights.
- Supporting and promoting human rights.
- Communicating, educating, providing guidance, monitoring, and offering other support to stakeholders in the business value chain, suppliers, contractors, and joint ventures to ensure ethical business practices, respect for human rights, and compliance with this policy.

Further details on the company's stakeholder engagement practices are available on the company's website (www.unionpetrochemical.com). Significant disputes with stakeholders are addressed in Section 5, "Legal Disputes."

Disclosure of Information and Transparency

Information disclosure is a key indicator of transparency in operations and an essential factor in building trust with investors and all stakeholders. Therefore, information disclosure must be comprehensive, accurate, and timely. The company communicates through various channels, including:

- Stock exchange announcements in both Thai and English.
- Press releases on the company's website, which include both financial and non-financial data, as well as other company news.

The company has designated Ms. Ladawan Intrawichai as the Investor Relations officer to share information based on transparency, clarity, accuracy, and equal public disclosure. She also answers inquiries from shareholders, investors, securities analysts, and other stakeholders. To ensure good corporate governance, the company participated in investor meetings and analyst events organized by the Stock Exchange of Thailand to address inquiries and provide updates on the company's performance.

The company organizes investor briefings for both domestic and international investors, institutional investors, individual investors, and securities analysts. In 2024, the company held three "Opportunity Day" events to present company information.

The board of directors is responsible for the company's financial statements, which are prepared in accordance with Thai Accounting Standards. The board has also appointed an audit committee to oversee the quality of financial reports and internal control systems, ensuring adequate disclosure of essential information to guarantee that accounting records are accurate, complete, and sufficient for the benefit of shareholders and general investors.

Personal Data Protection Policy

The company recognizes the importance of protecting personal data and complies with the Personal Data Protection Act and related laws. The management board has established a personal data protection policy, which came into effect on May 1, 2022, and has been made available to the public. The policy is mandatory for all executives, employees, and internal personnel.

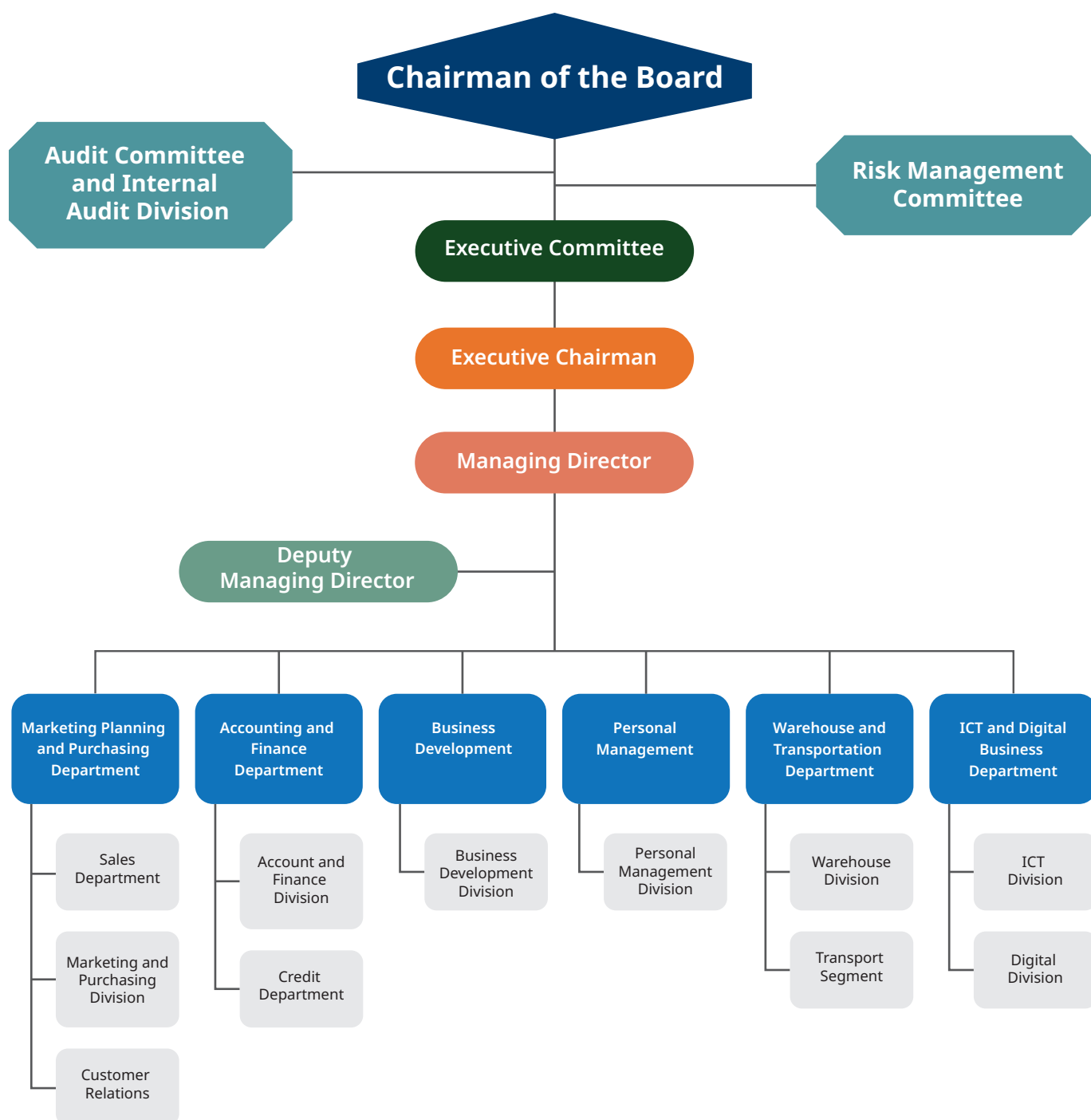
Additionally, the policy aims to inform all relevant parties about the collection, use, or disclosure of personal data, including transferring personal data abroad, as well as the measures to organize and protect personal data in compliance with the Personal Data Protection Act B.E. 2562 (2019). The company's personal data protection policy can be reviewed on the company's website (www.unionpetrochemical.com).

In 2024, there were no incidents where the company was penalized by regulatory authorities for failing to disclose significant information within the required time frame, and there were no complaints from any stakeholders.

Corporate Governance Structure and Important Information about the Board, Subcommittees, Executives, Employees, and Others

7.1 Corporate Governance Structure

As of December 31, 2024, the corporate governance structure consists of the Board of Directors, divided into 3 subcommittees: the Executive Committee, the Audit Committee, and the Risk Management Committee. The Chairman of the Executive Board and the Managing Director serve as the highest executives of the company, with lines of authority divided into various departments. The management structure is summarized in the following organizational chart.



Note: The organizational structure chart was revised in the Board of Directors meeting No. 3/2022 on April 8, 2022 ("the Risk Management Committee" was added as one committee).

7.2 Information about the Board of Directors

7.2.1 Composition of the Board of Directors

According to the regulations of Union Petrochemical Public Company Limited, the composition of the Board is as follows:

- 1) The board must consist of no fewer than five directors. Directors are not required to be shareholders of the company, and no less than half of the total number of directors must be residents of Thailand.
- 2) The board must have at least three independent directors (following the principles of good corporate governance, which require no fewer than half of the board to be independent).
- 3) At least one director must have knowledge of accounting and finance.

Board Composition:

Currently, the Board of Directors consists of 10 members as follows:

Board Member Type	Number of Members	Percentage (of total board members)
Non-Executive Directors	5	50
Independent Directors	5	50 (which is more than half of the total board members)
Executive Directors	4	40
Female Directors	2	20

Corporate Governance Structure and Important Information about the Board, Subcommittees, Executives, Employees, and Others

7.2.2 Information about the Board and Authorized Persons of the Company

The list of directors as of December 31, 2024, is as follows:

These lists of names have been updated as of December 31, 2024:

Name	Position	Date of Appointment
1. Mr. Phala Sukwet	Chairman and Independent Director	January 1, 2012
2. Mr. Virat Suwannapasri*	Chairman of the Executive Board	December 14, 2015
3. Mr. Poolsak Tansitthipun	Chairman of the Audit Committee, Risk Management Committee Member, and Independent Director	May 12, 2017
4. Mr. Vorapote Uchupaiboonvong	Chairman of the Risk Management Committee, Audit Committee Member, and Independent Director	November 25, 2005
5. Dr. Tharapong Vitidsant	Audit Committee Member and Independent Director	May 12, 2017
6. Mr. Perapol Suwannapasri	Managing Director and Risk Management Committee Member	December 14, 2015
7. Mrs. Kanchana Suwannapasri*	Director	November 25, 2005
8. Ms. Suthida Suwannapasri*	Deputy Managing Director	February 24, 2020
9. Mr. Somjed Saifon*	Executive Director and Risk Management Committee Member	April 23, 2018
10. Dr. Khien Vongsuree	Director and Independent Director	November 25, 2005

The Chairman of the Board is an Independent Director, as defined by the Stock Exchange of Thailand, and has no relationship with the management and is not the same person as the Managing Director.

Ms. Laddawan Intharawichai was the Company Secretary

Note:

* New appointments were made to replace retiring directors according to the shareholder meeting resolutions in 2024 as follows:

- 1) Mr. Virat Suwannapasri assumes the position of Chairman of the Executive Board and Director, effective April 9, 2024, at the Annual General Meeting of Shareholders for 2024.
- 2) Mrs. Kanchana Suwannapasri assumes the position of Director, effective April 9, 2024, at the Annual General Meeting of Shareholders for 2024.
- 3) Ms. Suthida Suwannapasri assumes the position of Deputy Managing Director and Director, effective April 9, 2024, at the Annual General Meeting of Shareholders for 2024.
- 4) Mr. Somjed Saifon assumes the position of Executive Director and Risk Management Committee Member, effective April 9, 2024, at the Annual General Meeting of Shareholders for 2024, and assumes the position of Risk Management Committee Member at the Board of Directors meeting No. 2/2024 on April 9, 2024.

To clearly separate the roles of policy setting, governance, and management, the authorized directors to sign on behalf of the company (according to the Company Certification Letter dated December 31, 2024) are:

- 1) Mr. Perapol Suwannapasri, jointly with Mr. Virat Suwannapasri, Mrs. Kanchana Suwannapasri, or Ms. Suthida Suwannapasri, a total of two persons, with the company seal; or
- 2) Mr. Virat Suwannapasri or Mrs. Kanchana Suwannapasri, jointly with Mr. Perapol Suwannapasri or Ms. Suthida Suwannapasri, a total of two persons, with the company seal.

7.2.3 Duties and Responsibilities of the Board of Directors

Powers and Duties of the Board of Directors:

- 1) The Board of Directors has the authority to elect one director as the Chairman of the Board. The Board can also elect one or more directors as Vice-Chairmen, and the Vice-Chairmen will have duties assigned by the Chairman.
- 2) The Board of Directors has the authority and duty to manage the company in accordance with the company's objectives as outlined in the Articles of Association, and resolutions passed at the shareholders' meeting.
- 3) The Board of Directors has the authority to appoint directors who are not executives to serve as members of the Audit Committee, and can also appoint directors who are not on the Audit Committee to serve as members of the Executive Committee, Managing Director, or Deputy Managing Director. The Board also defines the powers, duties, and compensation for the Executive Committee.

For further details about the roles, responsibilities, and authority of the Board of Directors and the Chairman, you can visit the company's website (www.unionpetrochemical.com).

Corporate Governance Structure and Important Information about the Board, Subcommittees, Executives, Employees, and Others

Roles and Responsibilities of the Board of Directors:

The Board of Directors has duties as stipulated in the Company's Articles of Association, which include overseeing and ensuring that the Company complies with the Civil and Commercial Code, as well as any other laws that prescribe the duties of directors, the Company's objectives, Articles of Association, and resolutions of the shareholders' meeting. The Board sets the vision, direction, strategies, and key policies for business operations, and considers potential risks to ensure that the strategies are effectively implemented. The Board also sets or approves budgets and various investment projects of the Company, and controls, monitors, and oversees the implementation of key strategies and policies, including the Company's objectives, goals, and operational plans. It establishes an effective and efficient accounting system, financial reporting, auditing, internal control, and internal audit system. The Board also oversees and manages potential conflicts of interest, including related transactions, sets comprehensive risk management guidelines, and ensures that management has an effective risk management system or process. The Board amends, changes, revises, or revokes, withdraws, or removes appointments, assignments, and/or delegations of authority, and ensures accurate, clear, transparent, reliable, and high-standard disclosure of information. The Board acts as a leader and sets a good example in its operations

7.3 Information About Sub-Committees

The Board of Directors emphasizes adherence to good governance principles and has resolved to establish sub-committees to assist in tracking operational results and overseeing operations efficiently and comprehensively across all dimensions. These sub-committees are in line with good governance principles. The sub-committees consist of 3 committees, as follows:

Sub-Committees' Roles, Duties, and Operations:

1. Audit Committee: The Audit Committee reviews financial reports by meeting quarterly with management and the external auditor (Tarmniti Audit Company Limited). The Board of Directors is responsible for the financial reports of the company and its subsidiaries, including financial information presented in the annual report. These reports are prepared in accordance with accounting standards and are audited by Ms. Thanyaporn Tangthanopachai, Certified Public Accountant, No. 9169, from Tarmniti Audit Company Limited.

The Board of Directors approved the establishment of the Audit Committee on November 25, 2005, with members meeting the qualifications required by securities laws and the Stock Exchange of Thailand. The committee consists of at least three members. As of December 31, 2024, the company has an Audit Committee composed of 3 independent directors as follows:

Name	Position in the Audit Committee	Position in the Board of Directors
1. Mr. Poolsak Tansitthiphan	Chairman of the Audit Committee	Independent Director
2. Mr. Vorapote Uchupaiboonvong	Audit Committee Member	Independent Director
3. Dr. Tharapong Vitidsant	Audit Committee Member	Independent Director

Ms. Thawinan Borirak serves as the Acting Secretary of the Audit Committee.

Note:

1. Mr. Poolsak Tansitthiphan was appointed Chairman of the Audit Committee during the 3/2565 Board of Directors meeting on April 8, 2022. He has knowledge and experience in reviewing the accuracy and reliability of financial reports and is also an expert in business law.
2. Mr. Worapot Uchaphaiboonwong was appointed as a member of the Audit Committee during the 3/2565 Board of Directors meeting on April 8, 2022. He has knowledge and experience in reviewing the accuracy and reliability of financial reports.
3. Professor Dr. Tharapong Wititsasant was appointed as a member of the Audit Committee during the 3/2565 Board of Directors meeting on April 8, 2022. He has knowledge and experience in reviewing the accuracy and reliability of financial reports and is also knowledgeable and experienced in technology and innovation.

The Audit Committee is responsible for reviewing financial reports, related-party transactions, or transactions that may have a conflict of interest, internal control systems, and internal audits. Additionally, the committee monitors the implementation of operations, corporate risk management, corporate governance, compliance with relevant laws, and other tasks assigned by the Board of Directors.

For further details on the roles, duties, responsibilities, and powers of the Audit Committee, you can visit the company's website at (www.unionpetrochemical.com).

Duties and Responsibilities of the Audit Committee:

- 1** Review the company's financial reporting to ensure accuracy and adequate disclosure, both quarterly and annually.
- 2** Review the company's internal control and internal auditing systems to ensure they are appropriate and effective, in collaboration with the external auditor and internal auditor.
- 3** Review the company's operations to ensure compliance with securities and exchange laws, stock exchange regulations, or other relevant laws related to the securities business.
- 4** Consider the selection and appointment of the company's external auditors, as well as propose the remuneration for the auditors, considering the credibility, adequacy of resources, audit volume, and the experience of the personnel assigned to audit the company's financial statements.

Corporate Governance Structure and Important Information about the Board, Subcommittees, Executives, Employees, and Others

5 Review the company's disclosure of information regarding related-party transactions or transactions that may have conflicts of interest, ensuring they are accurate and complete. Additionally, consider the necessity and appropriateness of such transactions for presentation to the Board and/or Shareholders' Meetings.

6 Perform any other duties assigned by the Board of Directors with the approval of the Audit Committee, such as reviewing financial management policies, risk management, reviewing the management's adherence to business ethics, reviewing key reports that must be submitted to the public by law, and preparing the Audit Committee's activity report, which will be disclosed in the company's annual report.

In 2024, the Audit Committee held 9 meetings, reporting to the Board of Directors. They also held quarterly meetings with the auditors and management in the accounting and finance departments to review the financial reports. The Audit Committee has already reported the results of their annual activities in their report.

2. Risk Management Committee

The Risk Management Committee consists of 4 members, including 2 independent directors and 2 executive directors, as follows:

Name	Position in the Risk Management Committee	Position in the Board of Directors
1. Mr. Vorapote Uchupaiboonvong	Chairman of the Risk Management Committee	Independent Director
2. Mr. Poolsak Tansitthiphan	Risk Management Committee Member	Independent Director
3. Mr. Perapol Suwannapasri	Risk Management Committee Member	Managing Director
4. Mr. Somjed Saifon	Risk Management Committee Member	Director

Remarks:

1. Mr. Vorapote Uchupaiboonvong was appointed by the Board of Directors on April 8, 2022 (Board meeting No. 3/2022).
2. Mr. Poolsak Tansitthiphan was appointed by the Board of Directors on April 8, 2022 (Board meeting No. 3/2022).
3. Mr. Perapol Suwannapasri was appointed by the Board of Directors on April 8, 2022 (Board meeting No. 3/2022).
4. Mr. Somjed Saifon was appointed by the Board of Directors on April 8, 2022 (Board meeting No. 3/2022).

Roles and Responsibilities of the Risk Management Committee:

- 1** The committee has the authority to invite relevant executives and staff to attend meetings with the Risk Management Committee to explain or provide information regarding risks and responsibilities and take necessary actions to fulfill the responsibilities as defined in the charter or other special duties as assigned by the Board of Directors.
- 2** Review and provide comments on the draft policies and framework for enterprise risk management before presenting them to the Board of Directors for approval.
- 3** Review and provide comments on determining the organization's acceptable risk levels (Risk Appetite) and deviations from acceptable risk levels (Risk Tolerance) before presenting them to the Board of Directors for approval.
- 4** Acknowledge, review, and provide comments on the risk assessment results, strategies, and measures to manage risks, and the action plan to manage the remaining risks of the company to ensure that the company has an adequate and appropriate risk management system.
- 5** Oversee and support the success of the enterprise risk management process, recommend methods to prevent and reduce risks to acceptable levels, monitor the risk reduction plans, and ensure that risks are managed adequately and appropriately.
- 6** Provide advice and support to the company, management, and the risk management team in managing organizational-level risks and promote continuous improvement of the internal risk management system.
- 7** Oversee and support the review of the policies and framework for enterprise risk management at least annually to ensure that they remain aligned and appropriate with the overall business environment and market risk management activities.

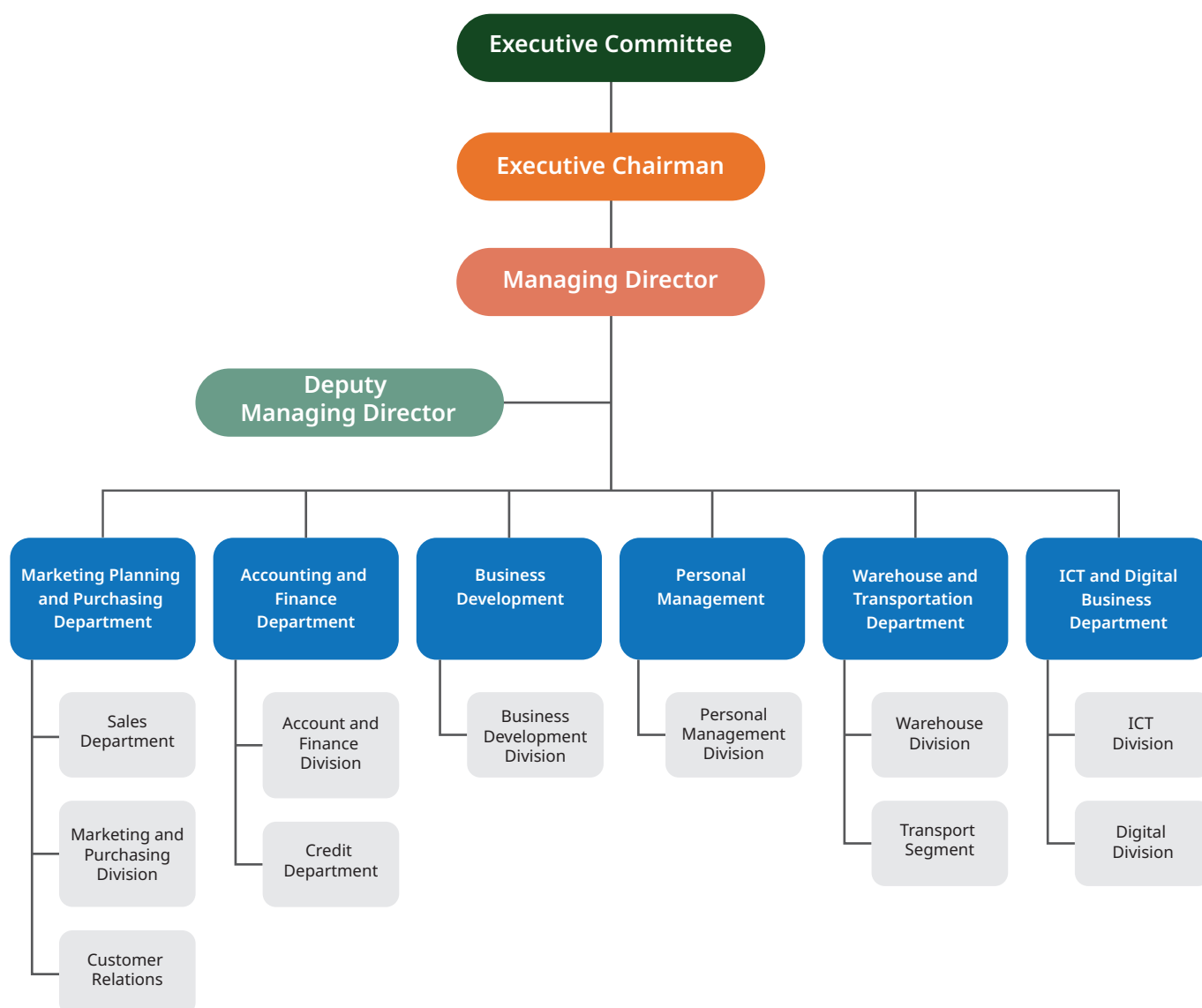
Corporate Governance Structure and Important Information about the Board, Subcommittees, Executives, Employees, and Others

- 8** Report significant organizational risks, including the status, risk management strategies, progress, and outcomes, to the Board of Directors on a regular basis.
- 9** Provide comments and recommendations on utilizing external services or hiring consultants for independent advice on frameworks, scope, and execution in managing risks for the risk management department to fulfill its duties within the set timeframe, which will benefit the company.
- 10** Communicate, exchange information, and coordinate on risks and internal controls with the Audit Committee and oversee the company's investment risk management to ensure effective and efficient risk management that helps the company achieve its investment objectives and goals.

In 2024, the Risk Management Committee held 8 meetings to review and provide opinions on the risk assessment results, strategies, and risk management measures to reduce risks to an acceptable level. The committee also reviewed and provided opinions on the continuous risk reduction plans appropriate to the current business conditions. The risk management results were reported to the Board of Directors quarterly.

7.4 Information on Management Structure and Executives

Management Structure



Corporate Governance Structure and Important Information about the Board, Subcommittees, Executives, Employees, and Others

7.4.1 Executive Committee and Executives

The Board of Directors has appointed the Executive Committee and executives to assist in overseeing the company's operations in accordance with the policies, objectives, strategies, operational plans, and annual budgets. As of December 31, 2024, the Executive Committee and executives consist of 5 individuals, listed as follows:

Name	Position in the Executive Committee	Position in the Board of Directors
1. Mr. Virat Suwannapasri	Chairman of the Board of Directors	Director
2. Mr. Perapol Suwannapsri	Managing Director	Director
3. Ms. Sudida Suwannapasri	Deputy Managing Director	Director
4. Mr. Somjed Saifon	Executive Director	Director
5. Mrs. Apinya Pleamruk	Assistant Managing Director of Accounting and Finance	-
6. Mr. Danai Iulitanon	Assistant Managing Director of Warehouse and Logistics	-
7. Ms. Jiraporn Wacharachaipong	Assistant Managing Director of Commerce	-
8. Ms. Ampika Sudjaichun	Assistant General Manage	-

Notes:

1. Mrs. Apinya Pleamruk was appointed as Assistant Managing Director of Accounting and Finance on October 25, 2024.
2. Mr. Danai Iulitanon was appointed as Assistant Managing Director of Warehouse and Logistics on October 25, 2024.
3. Ms. Jiraporn Wacharachaipong was appointed as Assistant Managing Director of Commerce on October 25, 2024.
4. Ms. Ampika Sudjaichun was appointed as Assistant General Manager on October 25, 2024.

Management Structure and Responsibilities

All executives of the company are fully qualified according to the legal requirements, without any disqualifications under the law, and are trustworthy according to the Securities and Exchange Commission (SEC) regulations.

Scope of Authority, Duties, and Responsibilities of the Executive Committee

1. Plan and define policies, directions, strategies, work plans, including the organizational structure and management structure, to ensure that the company's operations align with the economic conditions and market competition.
2. Define the business plan and annual budget, as well as the management authority for various departments, and monitor operations according to the established policies.
3. Monitor the implementation of the company's policies and management directions to ensure efficient operations.
4. Review, approve, and undertake any actions related to business operations as per the approval authority set by the Board of Directors. For matters exceeding the set limits, these must be presented for approval at the Board of Directors' meeting.
5. Perform other duties as assigned by the Board of Directors from time to time.

The approval of matters by the Executive Committee does not include approvals for transactions where the executive committee members or individuals might have conflicts of interest with the company and/or subsidiaries, or transactions requiring shareholder approval for related party transactions or significant asset acquisitions/disposals, as per the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission.

In 2024, the Executive Committee held 11 meetings to monitor the company's operations and subsidiary performance, as well as market conditions, providing timely solutions to ensure efficient operations and the achievement of set goals.

Scope of Authority, Duties, and Responsibilities of the Managing Director

The Managing Director is the highest executive of the organization, appointed by the Board of Directors to manage the company according to policies and directions set by the Board. The duties and responsibilities are summarized as follows:

- 1** Manage and oversee the company's general operations.
- 2** Have the authority to hire, appoint, terminate, set wages, bonuses, salaries, and appoint representatives for the company's staff welfare fund.
- 3** Approve and delegate authority for purchasing raw materials, assets, and financial transactions within the approval limits set by the Board of Directors.
- 4** Issue orders, regulations, announcements, and notes to ensure the company's operations align with its policies.
- 5** Act as the company's representative to external parties in business-related activities.
- 6** Approve the appointment of necessary advisors.
- 7** Perform other duties as assigned by the Board of Directors or the Executive Committee from time to time.

Note: The approval of matters by the Managing Director does not include approvals where conflicts of interest may exist between the Managing Director or individuals and the company and/or subsidiaries, or transactions requiring shareholder approval.

Board and Executive Appointments

Although the selection of individuals to serve as company directors was not conducted through the Nominating Committee, the company has established guidelines for the appointment of company directors as follows:

The Board of Directors, excluding those with conflicts of interest, will consider and select candidates based on established criteria to identify individuals with knowledge, abilities, vision, character, and sufficient time to dedicate to the Company, and will then present these candidates to the shareholders' meeting.

At every shareholders' meeting, the Company's Articles of Association stipulate that at least one-third (1/3) of the directors must retire from their positions. After the second year onwards, the directors who have served the longest shall be the ones to retire. Directors who retire by rotation may be re-elected. The Company's Articles of Association stipulate that the shareholders' meeting shall elect directors in accordance with the following criteria and methods:

1. Each shareholder has one vote per share.
2. Shareholders cast votes for the election of directors on an individual basis.
3. The individuals who receive the highest number of votes, in descending order, are elected as directors up to the number of directors to be appointed or elected at that time. In the event that individuals who receive votes in the next descending order have an equal number of votes exceeding the number of directors to be appointed or elected at that time, the chairman of the meeting shall cast the deciding vote.

7.4.2 Annual Performance Evaluation Policy and Compensation for the Executive Committee and Executives

The company measures executives' performance annually through Key Performance Indicators (KPIs), considering financial results, performance related to strategic objectives, operational effectiveness, as well as alignment with responsibilities, executive development, and the current economic situation. Compensation is transparent, fair, and aligned with industry standards.

Note: Currently, the company has not yet established a Remuneration and Nomination Committee but will inform shareholders in future reports. In 2024, the company established a recruitment and remuneration subcommittee, operating under the supervision of the Board.

7.4.3 Compensation of the Executive Committee and Executives

1. Monetary Compensation:

In 2024, the company paid a total of THB 16.77 million in salaries, bonuses, remuneration, position allowances, and meeting allowances to 8 members of the Executive Committee and executives.

2. Other Compensation and Benefits for Executive Directors:

-None -

Personnel

7.5 Employee Information

The company values its personnel as they are a crucial part of the business operations. The company's growth depends on quality employees. Therefore, the development of personnel and the modernization of human resource management processes to international standards will align with the company's business direction, leading to a sustainable organization. As of December 31, 2024, the company had a total of 125 employees as follows:

Department	Number of Employees (People)
1. Management Department	8
2. Marketing and Purchasing Department	2
3. Accounting and Finance Department	22
4. Business Development Department	2
5. Sales and Customer Relations Department	18
6. Human Resources and General Administration	13
7. Warehouse and Transportation Department	58
8. ICT and Digital Business Department	2

Personnel Compensation

The total monetary compensation for employees for the accounting period from January 1, 2024, to December 31, 2024, amounted to 59.94 million Baht, which includes salaries, bonuses, other benefits, and the company's contribution to the employee provident fund. The breakdown is as follows:

Type of Compensation	Unit: Million Baht		
	2022	2023	2024
1. Salary, Wages, and Bonuses	57.85	59.42	59.94
2. Provident Fund Contribution ⁽¹⁾	0.46	0.71	2.34
3. Other Benefits ⁽²⁾	-	-	-
Total	58.31	60.13	62.28

Notes:

(1) Provident Fund Contributions: Employees can choose to contribute between 2% and 10% of their salaries, which led to the increase in contributions in 2024.

(2) Other Benefits: Includes social security, training expenses, medical treatment, health and life insurance, severance pay, and other benefits.

Corporate Governance Structure and Important Information about the Board, Subcommittees, Executives, Employees, and Others

Other Employee Benefits

The company provides additional compensation policies to employees as follows:

1. **Provident Fund:** A provident fund is established for employees according to the Provident Fund Act, with contributions between 2-10% of the net salary. The company uses the services of K Master Pool Fund, a reputable and registered fund.
2. **Employee Benefits Reserve:** The company sets aside reserves for employee benefits, where employees are entitled to the company's contributions in case of death, retirement, incapacity, or resignation after working with the company for no less than 3 years.
3. **Group Insurance:** The company provides group insurance for employees and executives in the event of emergency illness, accidents, and death.

Labor Disputes

In 2024, the company did not face any significant labor disputes.

Training Details for 2024

Training Type	Total Employees Trained
Number of Employees Trained	125
Internal Training (Courses)	2
External Training (Courses)	13
Total Training Expenses	397,697.25 Baht

Average Employee Training Hours Over the Past 3 Years (2022 - 2024)

Training Type	2022	2023	2024
Number of Employees (People)	121	127	125
Training Hours (Hours)	968	937	1,000
Average Training Hours (Hours/ Person/Year)	8	7.38	8

7.6 Other Important Information

Company Secretary

To comply with good corporate governance principles for listed companies in the area of board responsibilities and in accordance with the Securities and Exchange Act, the company's board has appointed a company secretary. The company secretary's responsibilities include ensuring that the company and the board comply with applicable laws and regulations so that directors can perform their duties effectively and efficiently, benefiting the company. The company secretary also manages and keeps documents such as the director registry, board meeting invitations, board meeting minutes, and annual reports.

During the accounting period ending December 31, 2024, Ms. Tawanun Burirak is serving as the acting company secretary.

Note: History and responsibilities of the company secretary (Detailed biography of the company secretary is shown in Appendix 1).

Directly Responsible Person for Accounting Oversight

The person responsible for overseeing the company's accounting is Mrs. Apinya Pleamruk, appointed as the Manager of the Accounting and Finance Department since October 15, 2020. Ms. Pluemrak is qualified according to the requirements set by the Securities and Exchange Commission (SEC) (Further details are provided in the director's biography in Appendix 1).

Internal Audit and Operational Oversight Head

The head of the internal audit department must be approved by the audit committee. Ms. Laddawan Intrawichai was appointed as the head of internal audit based on her experience and knowledge of the company's business operations. She possesses expertise in accounting, finance, and internal auditing, and can independently provide opinions in operations following relevant regulations (Further details on the head of internal audit and operational oversight are provided in Appendix 3).

Additionally, the company has appointed Ms. Tawanun Burirak as the acting secretary of the Audit Committee to oversee compliance with relevant laws and regulations.

Corporate Governance Structure and Important Information about the Board, Subcommittees, Executives, Employees, and Others

7.6.2 Investor Relations

For inquiries regarding company information, please contact:

Name - Position	Address
Mrs. Apinya Pleamruk	Head Office: 728 Union House Building, Borommaratchachonnani Road, Bang Bhamru, Bang Phlat, Bangkok 10700 Phone Number: 02-881-8288 Email: ir@unionpetrochemical.com Business Development Department: 25 Sathon Tai Road, Thung Maha Mek, Sathon, Bangkok 10120 Phone Number: 02-677-3324-6 Email: ir@unionpetrochemical.com

7.6.3 Auditor's Remuneration

For the fiscal year ending December 31, 2024, the company paid an audit fee and non-audit fees to Thammaniti Auditing Co., Ltd. The total amount paid for the fiscal year ending December 31, 2024, is 1,240,000 Baht. The details are as follows:

Audit Fee	Company Name	Auditor Name	Audit Fee (Baht)
1	Union Petrochemical Co., Ltd. (Public Company)	Ms. Thanyaporn Tangthanopachai	1,240,000

Non-Audit Fees

In 2024, the company did not receive any non-audit services from Thammaniti Auditing Co., Ltd. or any related entities or individuals.

8.1 Summary of the Board's Performance in the Past Year

In 2024, the company faced challenges due to fluctuations in oil prices and global market competition. The Board of Directors prioritized effective corporate governance, ensuring it was appropriate and sufficient for adapting to changing factors while aligning with the company's strategy and goals for sustainable growth. This included product development, cost control, and maintaining competitiveness.

The Board promoted innovation and responsible business operations, ensuring that management adhered to the business plan while considering the impact on and development of resources throughout the business value chain. This approach aimed to enhance business opportunities, operational efficiency, risk management, and internal controls. The company implemented policies and practices related to corporate governance, business ethics, anti-corruption measures, and human rights, along with complaint and whistleblowing mechanisms to strengthen internal control effectiveness and maintain financial credibility and transparency.

The Board ensured accountability in financial reporting and disclosure, maintaining accuracy, sufficiency, and timeliness in compliance with relevant regulations and standards. Additionally, it supported shareholder engagement and communication by overseeing the orderly, transparent, and efficient conduct of shareholder meetings. The corporate governance committee regularly monitored the implementation of governance principles and reported to the Board at least once a year.

8.1.1 Recruitment, Development, and Evaluation of the Board and Management's Performance

According to the company's regulations, the Board of Directors is responsible for selecting and appointing individuals as company directors based on the following criteria:

1. The Board, excluding interested parties, selects candidates based on qualifications such as experience, knowledge, dedication to the company, and character before presenting them for shareholder approval.
2. At each annual general meeting, at least one-third (1/3) of the Board members must retire. In the first- and second-years following company registration, members subject to retirement are selected by lottery. From the third year onward, the longest-serving directors must step down. Retiring directors may be re-elected.

Shareholders elect directors based on the following principles:

- Each shareholder has one vote per share.
- Directors are elected on an individual basis.
- The candidates receiving the highest votes are appointed until the required number of directors is filled. In case of a tie exceeding the available positions, the chairman casts the deciding vote.

Report on Key Corporate Governance Performance

For the selection of audit committee members, the Board appoints non-executive directors to serve on the committee, defining their roles, responsibilities, and remuneration. At least one audit committee member must possess expertise in accounting and finance, while others should have legal and/or management knowledge relevant to the company. In 2024, the company had three audit committee members, each serving a three-year term.

For the selection of the Managing Director, who serves as the highest executive, the Board appoints one of its members to oversee company operations in line with the Board's policies and direction. The Managing Director is also entitled to compensation and other benefits as per company regulations.

All 10 directors have completed the Director Certification Program (DCP) or Directors Accreditation Program (DAP) provided by the Thai Institute of Directors (IOD).

Development and Knowledge Enhancement for Directors and Executives

The company supports participation in training and seminars to enhance the knowledge of the Board of Directors, executives, and employees. The policy encourages directors and executives to attend various seminars and training courses, such as those provided by the Thai Institute of Directors Association (IOD), the Stock Exchange of Thailand (SET), the Securities and Exchange Commission (SEC), and other relevant institutions. This ensures continuous improvement and professional development.

Self-Assessment of the Board of Directors, Subcommittees, and Executives

In accordance with good corporate governance policies, the company requires the Board of Directors to conduct self-assessments regularly to provide a framework for their duties. The company follows self-assessment guidelines adapted from the Stock Exchange of Thailand, conducting evaluations at least once a year. The 2024 assessment results are as follows:

Committee Name	Performance Evaluation (%)	Evaluation Criteria
Board of Directors	96	Excellent
Audit Committee	98	Excellent
Risk Management Committee	96	Excellent
Executive Committee	98	Excellent

Executive Performance Evaluation

The company conducts annual performance evaluations for executives using Key Performance Indicators (KPIs), which include financial performance, strategic objectives, operational efficiency, and alignment with responsibilities. The evaluation process ensures transparent and fair compensation, in line with industry standards and economic conditions.

8.1.2 Board Meeting Participation and Director Remuneration

In 2024, the company scheduled four regular Board of Directors meetings in advance each year, with additional special meetings as needed. Directors are required to attend all meetings unless there are valid reasons for absence. The Company Secretary is responsible for scheduling meetings annually, ensuring directors can participate. The Secretary also records detailed minutes, including meeting resolutions and director opinions, which are securely stored both physically and electronically.

During the Annual Board Meeting, the Board reviews the vision, mission, strategies, and annual work plan. In 2024, a total of seven board meetings and one annual general shareholders' meeting were held. At the second board meeting on April 9, 2024, the Board reviewed corporate strategies and monitored progress quarterly.

Report on Key Corporate Governance Performance

Board Meeting Attendance in 2024

Name	Position	Board Meetings (Attend/Total Rights)	Annual Shareholder Meeting (Attend/Total Rights)
1. Mr. Phala Sukwet	Chairman and Independent Director	6/6	1/1
2. Mr. Virat Suwannapasri	Chairman of the Executive Committee, Director	5/6	1/1
3. Mr. Poolsak Tansitthipun	Chairman of the Audit Committee, Independent Director	6/6	1/1
4. Mr. Vorapote Uchupaiboonvong	Chairman of the Risk Management Committee, Independent Director	5/6	1/1
5. Dr. Tharapong Vitidsant	Audit Committee Member, Independent Director	6/6	1/1
6. Mr. Perapol Suwannapasri	Managing Director and Risk Management Committee Member	6/6	1/1
7. Mrs. Kanchana Suwannapasri	Director	2/6	0/1
8. Ms. Suthida Suwannapasri	Director and Deputy Managing Director	6/6	1/1
9. Mr. Somjed Saifon	Director and Risk Management Committee Member	6/6	1/1
10. Dr. Khien Vongsuree	Independent Director	4/6	0/1

Director Remuneration

The Annual General Shareholders' Meeting on April 9, 2024, approved the following remuneration for 2024:

Category	2024	2023
1. Director Fees	6 million Baht/year	6 million Baht/year
2. Other Benefits	None	None

Individual Director Remuneration (2024)

Director Name	Position	Board of Directors (THB)	Audit Committee (THB)	Risk Management Committee (THB)	Total (THB)
1. Mr. Phala Sukwet	Chairman and Independent Director	2,100,000	-	-	2,100,000
2. Mr. Virat Suwannapasri	Chairman of the Executive Committee, Director	-	-	-	-
3. Mr. Poolsak Tansitthipun	Chairman of the Audit Committee, Risk Management Committee Member, Independent Director	370,000	135,000	80,000	585,000
4. Mr. Vorapote Uchupaiboonvong	Chairman of the Risk Management Committee, Audit Committee, Independent Director	360,000	80,000	120,000	560,000
5. Dr. Tharapong Vitidsant	Audit Committee Member, Independent Director	370,000	90,000	-	460,000
6. Mr. Perapol Suwannapasri	Managing Director, Risk Management Committee Member, Director	-	-	-	-
7. Mrs. Kanchana Suwannapasri	Director	-	-	-	-
8. Ms. Suthida Suwannapasri	Deputy Managing Director, Director, Executive Committee	-	-	-	-
9. Mr. Somjed Saifon	Director, Executive Committee, Risk Management Committee Member	310,000	-	80,000	390,000
10. Dr. Khien Vongsuree	Independent Director	280,000	-	-	280,000

8.1.3 Subsidiary Governance

To enhance efficiency and effectiveness in managing subsidiaries, the company allows them to operate within their authorized scope. The company ensures governance by assigning responsible individuals to monitor performance and holding monthly executive meetings to review results, address issues, and propose solutions. These reports are submitted to the Risk Management Committee and the Board of Directors to maintain good corporate governance and maximize shareholder benefits.

8.1.4 Compliance with Corporate Governance Policies and Conflict of Interest Prevention

The company enforces strict disclosure policies to prevent conflicts of interest, inappropriate activities, and misuse of company assets, information, or opportunities. Directors, executives, or shareholders involved in transactions must report their interests to the Company Secretary, who maintains a conflict-of-interest database.

In 2024, an internal audit of related-party transactions found no instances of conflict of interest involving directors, executives, or employees.

Insider Trading and Ethical Business Practices

Prevention of Insider Trading

The company has established measures to prevent inappropriate transactions, such as prohibiting directors, executives, and employees from trading the company's securities one month before the disclosure of financial results. This ensures that insider information is not used for personal gain or to benefit others, directly or indirectly. The company also enforces governance measures in line with the Stock Exchange of Thailand (SET) and the Securities and Exchange Act to ensure fairness among all shareholders.

In 2024, there were no instances of directors, executives, or employees engaging in prohibited securities trading during the restricted period.

Business Ethics and Anti-Corruption

The Board of Directors has set business ethics and anti-corruption policies as operational guidelines. The Executive Committee oversees compliance and conducts an annual evaluation to ensure transparency and reinforce anti-corruption measures both internally and externally.

The company was certified as a member of Thailand's Private Sector Collective Action Against Corruption (CAC) for the second time on June 30, 2022, by the Thai Institute of Directors (IOD). In 2024, the Anti-Corruption Task Force conducted a risk review meeting on January 15, 2024. The company updated its anti-corruption policy and guidelines to align with CAC assessment standards, submitting them to the Audit Committee and Board of Directors for approval.

The company also communicates anti-corruption policies to employees and business partners, encouraging them to join the Collective Action Against Corruption network to promote transparency and a strong ethical business environment.

Respect for Human Rights

The company ensures fair treatment of all stakeholders by complying with relevant laws and international human rights principles. It does not discriminate based on origin, nationality, gender, age, race, religion, disability, financial status, social background, education, or any other irrelevant factors. The company fosters a work environment free from discrimination and harassment, promoting mutual respect and cooperation.

Fair Labor Practices

Recognizing that employees are valuable assets; the company supports human resource development by providing fair compensation and benefits. Employees participate in creating a positive work culture and teamwork environment. The company also offers training programs to enhance employees' skills and expertise, including external courses such as accounting, taxation for cryptocurrency investments, and the CFE Refresher Course.

Whistleblowing Mechanism

The company provides multiple channels for employees and external parties to report misconduct or corruption, ensuring confidentiality and protection for whistleblowers. Complaints can be submitted through:

- **Mail:**

Addressed to the Chairman of the Audit Committee at the company's headquarters

- **Email:**

auditcommittee@unionpetrochemical.com

- **Website:**

www.unionpetrochemical.com/corruption.html

- **Suggestion Box:**

Placed in accessible locations within the company

Report on Key Corporate Governance Performance

Once received, complaints are recorded and investigated. If misconduct is confirmed, appropriate corrective actions and penalties are enforced. The company ensures whistleblower protection, keeping their identity and reports confidential.

In 2024, no whistleblower complaints or reports of ethical violations were received.

8.2 Audit Committee Performance Report

The Audit Committee meets at least once per quarter, working with external auditors, internal auditors, and financial management teams to review the company's financial statements and internal control processes.

In 2024, the Audit Committee held nine meetings:

- Four meetings to review quarterly financial statements
- Five meetings to review internal audit reports and risk management

8.2.1 Attendance Record of Audit Committee Meetings (2024)

Name	Total Meetings	Meetings Attended
1. Mr. Poolsak Tansitthipun	9	9
2. Mr. Vorapote Uchoepaiboonvong	9	8
3. Dr. Tharapong Vitidsant	9	9

8.2.2 Performance Evaluation of the Audit Committee (2024)

Evaluation Category	Performance Score (%)	Rating
Overall Audit Committee	98	Excellent
Individual Audit Committee Members	98	Excellent

8.3 Risk Management Committee Performance Report

The Risk Management Committee meets quarterly to assess risk management strategies and corporate risk factors, reporting to the Board of Directors.

In 2024, the committee held eight meetings to evaluate high-impact business risks and recommend risk mitigation strategies. Additionally, the committee reviewed the company's investment plans to minimize investment risks.

Meeting Attendance and Performance Evaluation Report

8.3.1 Meeting Attendance of the Risk Management Committee

Name	Total Meetings Held	Total Meetings Attended
1. Mr. Vorapote Uchoepaiboonvong	8	8
2. Mr. Poolsak Tansitthipun	8	8
3. Mr. Somjate Saifon	8	8
4. Mr. Perapol Suwannapasri	8	8

8.3.2 Performance Evaluation of the Risk Management Committee

Committee Name	Performance Evaluation (%)	Evaluation Criteria
Risk Management Committee (as a whole)	96	Excellent
Risk Management Committee (individual)	96	Excellent

Report on Key Corporate Governance Performance

8.4 Report on the Performance of the Executive Committee

The company has established a policy for the Executive Committee to hold regular monthly meetings to report on operations and execute the duties assigned by the Board of Directors.

In 2024, the Executive Committee conducted meetings to review the company's operations and those of its subsidiaries on a monthly basis for effective governance and management. A total of 11 meetings were held during the year.

8.4.1 Meeting Attendance of the Executive Committee

Name	Total Meetings Held	Total Meetings Attended
1. Mr. Virat Suwannapasri	11	10
2. Mr. Perapol Suwannapasri	11	11
3. Ms. Suthida Suwannapasri	11	9
4. Mr. Somjate Saifon	11	11
5. Mrs. Apinya Pleamruk	11	8

8.4.2 Performance Evaluation of the Executive Committee

Committee Name	Performance Evaluation (%)	Evaluation Criteria
Executive Committee (as a whole)	98	Excellent
Executive Committee (individual)	98	Excellent

9.1 Internal Control

Union Petrochemical Public Company Limited (the “Company”) has implemented internal control measures in accordance with the international COSO (Committee of Sponsoring Organizations of the Treadway Commission) framework. This ensures the Company meets its three key objectives: Operations, Reporting, and Compliance—adhering to relevant laws, regulations, and business policies.

The Company’s management and internal audit department conduct an annual internal control assessment based on the criteria set by the Securities and Exchange Commission (SEC). This assessment is reviewed and evaluated by the Audit Committee before being presented to the Board of Directors for consideration. In the Board of Directors’ Meeting No. 1/2568 on February 26, 2025, the Board concluded that the Company’s internal control system is adequate and appropriate, with no significant deficiencies that could affect the Company’s internal control framework. The assessment report was prepared with clear, complete, accurate, and reliable supporting documents, ensuring that the Company’s business operations comply with relevant laws and regulations.

The Company’s Internal Control System

The Company has an internal control unit responsible for ensuring that control measures are embedded across all activities, departments, and levels of the organization. In 2024, the Company enhanced its internal control system’s efficiency, following the five key components of COSO’s framework:

1) Control Environment

The Board of Directors and executives emphasize developing competent personnel to support the Company’s sustainable growth. They have established business ethics policies and corporate governance guidelines to ensure a strong control environment, including:

- Good corporate governance policies
- Anti-corruption policies
- Code of Conduct, regulations, and disciplinary procedures
- A whistleblowing mechanism to report non-compliance

These policies are communicated to directors, executives, and employees through official documents and the Company’s website. Employees must acknowledge and adhere to these guidelines.

The Board of Directors operates independently from management, with clearly defined scopes, authority, and responsibilities. The Board oversees the Company’s strategic direction, ensures alignment with the business plan, and monitors performance regularly to achieve its objectives.

Internal Control and Related Transactions

The Company has established an organizational structure and operational hierarchy to enhance management efficiency. Key responsibilities are clearly separated, and authorization levels for transactions and business activities are defined to ensure proper checks and balances.

Additionally, the Company has implemented annual personnel development plans and succession planning for key positions, ensuring a structured approach to performance evaluation and fair rewards, thereby motivating employees for higher efficiency.

The Audit Committee and Risk Management Committee work together to ensure an effective risk management framework, integrating risk ownership across all levels and operations. Risks are continuously monitored, evaluated, and reported to the Board of Directors.

2) Risk Assessment

The Board of Directors and management prioritize risk management to achieve business objectives and ensure sustainable growth. In 2022, the Company established a Risk Management Committee, appointed by the Board, consisting of four members, including Audit Committee members and the Managing Director, to oversee risk management and internal control measures.

The Company follows the Enterprise Risk Management (ERM) framework to identify, assess, and manage risks at three levels:

- Corporate Risks
- Operational Risks
- Investment and Project Risks

Risk assessments consider internal and external factors, regulatory changes, and potential fraud risks. Action plans are developed to mitigate risks, and risk indicators (KPIs) are monitored regularly.

The Risk Management Committee provides quarterly reports on risk management progress to the Board of Directors, ensuring that critical risks remain within acceptable levels.

3) Control Activities

The Company has implemented effective control activities to minimize risks and ensure business objectives are met. These include:

- Written policies, guidelines, and procedures for operations
- Clear authority and responsibility assignments for executives and employees
- Approval levels for financial transactions to maintain transparency and accountability
- Separation of duties to prevent conflicts of interest and ensure fair business transactions

The Company operates under the ISO 9001:2015 standard and has implemented Wisible (sales monitoring system) and ERP (credit control system) to:

- Improve sales tracking and detect irregularities
- Control credit limits and prevent bad debts

Additionally, the Company enforces IT security policies to safeguard business operations, prevent data breaches, and ensure compliance with the Personal Data Protection Act (PDPA). Employees are regularly informed through internal channels and documentation.

A whistleblower mechanism ensures employees and external parties can report concerns with confidence, maintaining transparency, integrity, and confidentiality in handling complaints.

To further enhance efficiency, technology is integrated into key processes such as finance, accounting, procurement, and inventory management, ensuring robust internal controls and operational effectiveness:

- Approval authority levels for credit limits, sales, and pricing
- Timely and accurate financial, accounting, and procurement reports
- IT security measures based on international standards

4) Information & Communication

The Company recognizes the importance of accurate and timely information in supporting internal control processes. Internal and external data are managed efficiently to ensure:

- Effective decision-making
- Secure and accessible communication channels
- Regular training and awareness programs for employees

The Company's website and internal communication platforms provide employees with essential policy updates, ensuring compliance and operational consistency.

5) Monitoring System

The company has established a monitoring and evaluation process to assess the adequacy of its internal controls. It also defines internal control guidelines and audit plans to ensure an efficient and effective internal control system. Management at all levels is responsible for overseeing and monitoring the operational systems within their respective units to ensure efficiency and strict compliance with policies, regulations, and requirements.

The company's Internal Audit Department evaluates the adequacy and appropriateness of the internal control system at least once a year. It also provides recommendations for corrective actions if any deficiencies are found. If any internal control weaknesses are identified, the Internal Audit Department reports them to the management promptly to facilitate timely corrective actions. Follow-ups are conducted to ensure that corrective measures are effectively implemented, with reports submitted to the Audit Committee and the Board of Directors.

The company also monitors investments and evaluates investment performance through the Risk Management Committee on a quarterly basis. This committee provides insights, recommendations, and solutions to address any issues that arise. To enhance the effectiveness of monitoring, the Audit Committee and the Risk Management Committee hold joint discussions to ensure proper risk management and internal control.

Additionally, the Internal Audit Department reviews the internal control processes to ensure their adequacy and appropriateness, conducting regular evaluations. If improvements are necessary, the Internal Audit Department notifies the management to establish corrective measures to mitigate potential risks. The department also follows up to ensure timely resolutions and submits quarterly reports to the Audit Committee.

In 2024, the Audit Committee concluded that the company's internal control processes are adequate and suitable for its business operations. This assessment aligns with the opinions of the company's external auditors. Furthermore, proper communication channels are in place to facilitate timely and sufficient reporting between management, the Audit Committee, and the Board of Directors on a quarterly basis.

Internal Audit System

The Internal Audit Department operates independently and reports directly to the Audit Committee. It provides assurance and advisory services to ensure that the company maintains good corporate governance, effective risk management, and efficient internal controls, enabling the company to achieve its objectives.

The Internal Audit Department has developed the 2024 Annual Audit Plan to ensure a well-structured, efficient internal control system that supports sustainable business growth. The department conducts audits based on the audit plan and reports findings to the Audit Committee on a quarterly basis, which then presents them to the Board of Directors. Additionally, it monitors the implementation of corrective measures based on the Audit Committee's recommendations.

The Internal Audit Department operates without restrictions in expressing opinions and does not encounter conflicts of interest between the audited units and the audit team.

Head of Internal Audit

The Audit Committee has appointed Ms. Laddawan Intarawichai as the Head of Internal Audit and has defined her scope of responsibilities. She reports directly to the Audit Committee.

The Head of Internal Audit possesses extensive knowledge and understanding of the company's business, with experience in internal auditing, corporate governance principles, risk assessment, relevant laws, and internal control. (Details of her qualifications can be found in Appendix 3.)

Internal Control and Related Transactions

No.	Related Person/ Entity	Relationship	Transaction Type	Amount (THB)	Necessity and Reasonableness
				Jan - Dec 2024	
1	Firsttraco Co., Ltd. (Investment and real estate leasing business)	Shared directors and major shareholders	Office rental fee	2,695,680.00	Used as an office space for sufficient personnel operations. (Rental price is independently appraised and certified by the SEC; this transaction is considered a related transaction.)
			Utility expenses	144,427.86	Water and electricity expenses paid according to actual usage based on official invoices.
			Outstanding balance	29,665.41	
2	Lion Asia (Thailand) Co., Ltd. & Firsttraco Co., Ltd.	Shared directors and major shareholders	Office rental fee	122,880	Rental price is independently appraised and certified by the SEC; this transaction is considered a related transaction.
			Utility expenses	17,457.66	Water and electricity expenses paid according to actual usage based on official invoices.
			Outstanding balance	0	

Notes:

1. The company leases an office space from First Trago Co., Ltd., covering 702 square meters at a rental rate of 320 THB per square meter, totaling 224,640 THB per month. The lease agreement is for three years, expiring on August 31, 2025. Utility expenses are paid based on actual usage (per invoices from the Metropolitan Electricity Authority and the Metropolitan Waterworks Authority).

2. The subsidiary, Lion Asia (Thailand) Co., Ltd., leases an office space from First Trago Co., Ltd., covering 32 square meters at a rental rate of 320 THB per square meter, totaling 10,240 THB per month. The lease agreement is for three years, expiring on June 30, 2025. Utility expenses are paid based on actual usage.

Necessity and Reasonableness:

The Audit Committee reviewed these related transactions and provided the following opinions:

- The sale of goods to related companies is conducted as part of the normal business transactions of the company and its subsidiaries. The selling price and payment terms are in accordance with those applied to general customers, with no special conditions granted to related companies. Additionally, the volume of sales to related companies is insignificant compared to the company's and its subsidiaries' total sales. Therefore, these transactions are considered necessary and reasonable for the best interests of the company and its subsidiaries.
- The leasing of storage space between the entities is a normal real estate leasing transaction. Rental rates are based on market prices, as assessed by independent appraisers certified by the Stock Exchange of Thailand.
- All related transactions comply with the principles for related party transactions of listed companies (Version 2) dated July 21, 2004.

Approval Procedures for Related Party Transactions

In cases where related party transactions involve individuals with potential conflicts of interest, vested interests, or possible future conflicts, the Audit Committee will assess the necessity and appropriateness of the transaction. If the Audit Committee lacks the expertise to evaluate certain transactions, the company will seek opinions from independent experts or its auditors to assist in decision-making for the Audit Committee or shareholders, as applicable.

Policy and Future Outlook on Related Party Transactions

The company anticipates that in the future, related party transactions will continue to occur as part of normal business operations under general commercial terms. To safeguard investors, the company will ensure that these transactions align with standard business practices and are in the best interests of the company.

To determine the appropriateness of pricing and the reasonableness of these transactions, the company will engage the Audit Committee, its auditors, or independent experts for review. Transactions involving related parties with potential conflicts of interest beyond normal business dealings will also be subject to evaluation by the Audit Committee, and approval will be sought from disinterested directors.

If the Audit Committee lacks the necessary expertise, independent experts or the company's auditors will be consulted to provide opinions, which will serve as the basis for decision-making by the Board of Directors or shareholders, as required. The company will disclose related party transactions in the notes to the financial statements, which are audited by the company's auditors.

Internal Control and Related Transactions

For future related party transactions, the Board of Directors must comply with securities and stock exchange laws, as well as regulations, announcements, directives, or requirements of the Stock Exchange of Thailand (SET), particularly regarding the disclosure of connected transactions and significant asset acquisitions or disposals.

Additionally, regarding guarantees, the company has a policy to provide guarantees only for its subsidiaries and only in proportion to its shareholding. Such guarantees must be reviewed by the Audit Committee and approved by the Board of Directors and/or shareholders' meetings, as applicable, in accordance with the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission (SEC).



Financial Statements



UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

**CONSOLIDATED FINANCIAL STATEMENTS AND
SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2024**

INDEPENDENT AUDITOR'S REPORT

To The Shareholders and Board of Directors of
Union Petrochemical Public Company Limited

Opinion

I have audited the consolidated financial statements of Union Petrochemical Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at December 31, 2024, and the consolidated statement of comprehensive income, consolidated statement of changes in shareholders' equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policy information, and I have audited the separate financial statements of Union Petrochemical Public Company Limited (the Company), which comprise the statement of financial position as at December 31, 2024, and the statement of comprehensive income, statement of changes in shareholders' equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of material accounting policy information.

In my opinion, the accompanying financial statements present fairly, in all material respects, the consolidated financial position of Union Petrochemical Public Company Limited and its subsidiaries as at December 31, 2024, and its consolidated financial performance and its consolidated cash flows for the year then ended and the separate financial position of Union Petrochemical Public Company Limited as at December 31, 2024, and its financial performance and its cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Opinion

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

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Key Audit Matters

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

Recognition of sales revenue

The group has sales revenue of 3,201.95 million or 99.77 percent of the group's total revenues which is a significant amount and has numerous transactions of revenue recognition. Therefore, I paid attention to the audit of revenue recognition from the group's sales and the transfer of product controlling power to customer.

Risk response by the auditor

My audit approach on such matter was by assessing the accounting policy related to revenue recognition from sales and service, understanding, testing and assessment of the efficiency of the compliance to internal control. The accounting record supporting document of revenue into general journal and general ledger in the core system, auditing selling documents during the year and near the end of the accounting period to verify revenue recognition on sales whether it is consistent with the accounting policy of the group disclosed in the notes to the financial statements including auditing credit note and return items after year end to see if product controlling power may affect the revenue recorded by the company, comparative analysis of accounting information and other financial information related to sales revenue, verifying the irregularity that may arise of sales transactions throughout the accounting period.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the 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 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 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 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 those charged with governance in order for those charged with governance to correct the misstatement.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements and separate financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements and separate financial statements, management is responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's and the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the consolidated financial statements 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 Standards on Auditing 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 financial statements and separate financial statements.

As part of an audit in accordance with Standards on Auditing, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated financial statements 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.

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- 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 management.

- Conclude on the appropriateness of management's 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 financial statements 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 financial statements and separate financial statements, including the disclosures, and whether the consolidated financial statements 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 have communicated with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in the internal control system that I have identified during my audit.

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

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From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated financial statements 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.

The engagement partner responsible for the audit resulting in this independent auditor's report is Ms. Thanyaphorn Tangthanopajai.



(Ms. Thanyaphorn Tangthanopajai)

Certified Public Accountant

Registration No. 9169

Dharmniti Auditing Company Limited

Bangkok, Thailand

February 26, 2025

UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION

AS AT DECEMBER 31, 2024

		(Unit: Baht)			
		Consolidated		The Company Only	
	Note	2024	2023	2024	2023
Assets					
Current assets					
Cash and cash equivalents	7	147,025,861	268,011,602	143,764,791	238,090,924
Trade and other current receivables	6, 8	638,783,209	687,620,662	647,788,345	718,332,227
Receivable under the loan agreement	9	39,860,340	36,240,700	-	-
Inventories	10	334,901,070	358,722,373	322,477,949	350,927,265
Other current financial assets	11	41,694,505	41,501,200	41,694,505	41,501,200
Other current assets	12	10,588,900	11,453,442	9,749,732	10,439,140
Total current assets		1,212,853,885	1,403,549,979	1,165,475,322	1,359,290,756
Non-current assets					
Investments in subsidiaries	15	-	-	35,624,600	35,624,600
Investment in joint venture	16	51,414,040	-	53,549,950	-
Investment properties	17	13,959,000	13,959,000	13,959,000	13,959,000
Property, plant and equipment	18	342,623,361	98,611,938	338,785,405	96,211,493
Right-of-use assets	19	79,739,728	58,196,052	79,371,569	57,722,705
Deferred tax assets	20	7,644,384	8,508,522	7,572,032	8,523,371
Land deposit		-	89,477,337	-	89,477,337
Other non-current assets	21	28,347,272	12,103,458	27,889,820	11,512,200
Total non-current assets		523,727,785	280,856,307	556,752,376	313,030,706
Total assets		1,736,581,670	1,684,406,286	1,722,227,698	1,672,321,462

Notes to financial statements form an integral part of these statements.

UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT DECEMBER 31, 2024

		(Unit: Baht)			
		Consolidated		The Company Only	
	Note	2024	2023	2024	2023
Liabilities and shareholders' equity					
Current liabilities					
Short-term loans from financial institutions	22	649,613,530	545,103,752	649,613,530	544,607,079
Trade and other current payables	6, 23	228,266,277	242,812,706	234,428,943	246,090,729
Current portion of lease liabilities	19	28,702,034	13,619,771	28,592,291	13,514,035
Accrued corporate income tax		392,844	3,325,573	-	2,766,621
Other current liabilities		2,293,338	1,484,764	2,246,610	1,631,614
Total current liabilities		909,268,023	806,346,566	914,881,374	808,610,078
Non-current liabilities					
Lease liabilities-net of current portion	19	34,057,617	31,431,200	33,764,720	31,028,561
Provision for long-term employee benefits	24	27,861,621	26,315,050	27,861,621	26,315,050
Other non-current liabilities		12,537,674	-	12,537,674	-
Total non-current liabilities		74,456,912	57,746,250	74,164,015	57,343,611
Total liabilities		983,724,935	864,092,816	989,045,389	865,953,689

Notes to financial statements form an integral part of these statements.

UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT DECEMBER 31, 2024

		(Unit: Baht)			
		Consolidated		The Company Only	
	Note	2024	2023	2024	2023
Liabilities and Shareholders' equity (continued)					
Shareholders' equity					
Share capital					
Registered					
1,265,140,744 ordinary shares of Baht 0.25 each		316,285,186	316,285,186	316,285,186	316,285,186
Issued and fully paid up					
1,162,052,251 ordinary shares of Baht 0.25 each		290,513,063	290,513,063	290,513,063	290,513,063
Share premium		87,738,427	87,738,427	87,738,427	87,738,427
Treasury shares	26	(65,922,208)	(2,423,100)	(65,922,208)	(2,423,100)
Retained earnings					
Appropriated					
Statutory reserve	25	31,629,000	31,629,000	31,629,000	31,629,000
Treasury shares reserve	26	65,922,208	2,423,100	65,922,208	2,423,100
Unappropriated		338,650,080	407,104,933	323,301,819	396,487,283
Equity attributable to owners of the Company		748,530,570	816,985,423	733,182,309	806,367,773
Non-controlling interests of the subsidiaries		4,326,165	3,328,047	-	-
Total shareholders' equity		752,856,735	820,313,470	733,182,309	806,367,773
Total liabilities and shareholders' equity		1,736,581,670	1,684,406,286	1,722,227,698	1,672,321,462

Notes to financial statements form an integral part of these statements.

UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED DECEMBER 31, 2024

(Unit: Baht)

		Consolidated		The Company Only	
	Note	2024	2023	2024	2023
Continuing operations					
Revenues					
Sales and services	6, 31	3,201,951,657	2,828,443,097	3,174,082,610	2,840,978,758
Other income	6				
Gain on sales of investments in subsidiaries	13	-	40,702,192	-	191,080,499
Gain on sales of investments in other company	14	2,500,000	-	2,500,000	-
Others		4,989,724	4,085,203	4,942,644	4,784,678
Total revenues		3,209,441,381	2,873,230,492	3,181,525,254	3,036,843,935
Expenses					
Cost of sales and service	6	2,907,580,600	2,550,410,853	2,895,263,781	2,573,875,064
Distribution costs		94,835,566	86,869,130	93,242,865	86,672,451
Administrative expenses	6	168,885,992	169,803,341	164,183,090	166,416,169
Loss on exchange rate		2,193,630	5,435,904	2,193,630	5,435,904
Other loss (gain)					
Loss (gain) on sale and fair value measurement of other current financial assets		(648,140)	179,847	(648,140)	179,847
Loss (gain) on fair value measurement of derivative contracts		892,307	(5,719,535)	892,307	(5,719,535)
Total expenses		3,173,739,955	2,806,979,540	3,155,127,533	2,826,859,900
Profit from operating activities		35,701,426	66,250,952	26,397,721	209,984,035
Finance cost		24,691,460	17,628,945	23,913,037	17,628,945
Share of gain (loss) of joint venture		(2,135,910)	-	-	-
Profit before income tax expenses from continuing operations		8,874,056	48,622,007	2,484,684	192,355,090
Income tax expenses	27	1,611,982	39,347,398	951,339	38,939,260
Profit for the period from continuing operations		7,262,074	9,274,609	1,533,345	153,415,830
Discontinued operation					
Loss for the period from discontinued operation net of income tax					
	13	-	(4,020,601)	-	-
Profit for the year		7,262,074	5,254,008	1,533,345	153,415,830
Other comprehensive income:					
Other comprehensive income not to be reclassified to profit or loss in subsequent year:					
Profit (loss) from valuation of investment in equity securities with fair value		-	(3,605,500)	-	-
Less: Income tax effect	27	-	721,100	-	-
Net of income tax		-	(2,884,400)	-	-

Notes to financial statements form an integral part of these statements.

UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF COMPREHENSIVE INCOME (CONTINUED)

FOR THE YEAR ENDED DECEMBER 31, 2024

		(Unit: Baht)			
		Consolidated		The Company Only	
	Note	2024	2023	2024	2023
Profit (loss) from estimates by actuarial principles	24	-	(164,490)	-	(164,490)
Less: Income tax effect	27	-	32,898	-	32,898
Net of income tax		-	(131,592)	-	(131,592)
Total item that will not be reclassified subsequent to profit or loss - net of income tax		-	(3,015,992)	-	(131,592)
Other comprehensive income for the year - net of income tax		-	(3,015,992)	-	(131,592)
Total comprehensive income for the year		<u>7,262,074</u>	<u>2,238,016</u>	<u>1,533,345</u>	<u>153,284,238</u>
Profit (loss) attributable to:					
Equity holders of the Company					
Profit for the year from continuing operations		6,263,956	8,193,061	<u>1,533,345</u>	<u>153,415,830</u>
Loss for the year from discontinued operation		-	(1,733,521)		
		<u>6,263,956</u>	<u>6,459,540</u>		
Non-controlling interests of the subsidiaries					
Profit for the year from continuing operations		998,118	1,081,548		
Loss for the year from discontinued operation		-	(2,287,080)		
		<u>998,118</u>	<u>(1,205,532)</u>		
		<u>7,262,074</u>	<u>5,254,008</u>		
Total comprehensive income attributable to:					
Equity holders of the Company					
Total comprehensive income for the year from continuing operations		6,263,956	8,061,469	<u>1,533,345</u>	<u>153,284,238</u>
Total comprehensive income for the year from discontinued operation		-	(3,665,655)		
		<u>6,263,956</u>	<u>4,395,814</u>		
Non-controlling interests of the subsidiaries					
Total comprehensive income for the year from continuing operations		998,118	1,081,548		
Total comprehensive income for the year from discontinued operation		-	(3,239,346)		
		<u>998,118</u>	<u>(2,157,798)</u>		
		<u>7,262,074</u>	<u>2,238,016</u>		
Earnings (loss) per share	28				
Basic (loss) earnings per share					
Profit attributable to equity holders of the Company (Baht/share)					
from continuing operations		0.006	0.007	0.001	0.132
from discontinued operation		-	(0.001)	-	-
		<u>0.006</u>	<u>0.006</u>	<u>0.001</u>	<u>0.132</u>

Notes to financial statements form an integral part of these statements.

UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2024

Consolidated										(Unit: Baht)		
Equity attributable to owners of the Company												
		Other surpluses (deficits)			Retained earnings							
	Issued and paid-up share capital	Share premium	Surplus on reorganisation of business under common control	Surplus (deficit) on change in the shareholding percentage in subsidiaries	Treasury shares	Appropriated reserve	Unappropriated reserve	Other components of shareholders' equity	Total equity attributable to owners of the Company	Equity attributable to non-controlling interests of the subsidiaries	Total shareholders' equity	
Notes												
	290,513,063	87,738,427	3,116,269	(45,204,474)	-	29,052,000	-	468,368,772	(1,143,324)	832,440,733	177,846,260	1,010,286,993
	-	-	-	-	-	-	-	6,459,540	-	6,459,540	(1,205,532)	5,254,008
	-	-	-	-	-	-	-	(2,063,726)	(2,063,726)	(2,063,726)	(952,266)	(3,015,992)
	-	-	-	-	-	-	-	6,459,540	4,395,814	4,395,814	(2,157,798)	2,238,016
13	-	-	(3,116,269)	45,204,474	-	-	-	(45,295,255)	3,207,050	-	(172,360,415)	(172,360,415)
26	-	-	-	-	(2,423,100)	-	2,423,100	(2,423,100)	-	(2,423,100)	-	(2,423,100)
25	-	-	-	-	-	2,577,000	-	(2,577,000)	-	-	-	-
29	-	-	-	-	-	-	-	(17,428,024)	-	(17,428,024)	-	(17,428,024)
	290,513,063	87,738,427	-	-	(2,423,100)	31,629,000	2,423,100	407,104,933	-	816,985,423	3,328,047	820,313,470
	-	-	-	-	-	-	-	6,263,956	-	6,263,956	998,118	7,262,074
	-	-	-	-	-	-	-	6,263,956	-	6,263,956	998,118	7,262,074
26	-	-	-	-	(63,499,108)	-	63,499,108	(63,499,108)	-	(63,499,108)	-	(63,499,108)
29	-	-	-	-	-	-	-	(11,219,701)	-	(11,219,701)	-	(11,219,701)
	290,513,063	87,738,427	-	-	(65,922,208)	31,629,000	65,922,208	338,650,080	-	748,530,570	4,326,165	752,856,735

Notes to financial statements form an integral part of these statements.

UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2024

	The Company Only							(Unit: Baht)
	Note	Issued and paid-up share capital	Share premium	Treasury shares	Retained earnings		Total	
					Appropriated	Treasury shares reserve		
Balance as at January 1, 2023		290,513,063	87,738,427	-	29,052,000	-	265,631,169	672,934,659
Profit for the period		-	-	-	-	-	153,415,830	153,415,830
Other comprehensive income for the year		-	-	-	-	-	(131,592)	(131,592)
Total comprehensive income for the year		-	-	-	-	-	153,284,238	153,284,238
Treasury shares	26	-	-	(2,423,100)	-	2,423,100	(2,423,100)	(2,423,100)
Statutory reserve	25	-	-	-	2,577,000	-	(2,577,000)	-
Cash dividend payment	29	-	-	-	-	-	(17,428,024)	(17,428,024)
Balance as at December 31, 2023		290,513,063	87,738,427	(2,423,100)	31,629,000	2,423,100	396,487,283	806,367,773
Profit for the year		-	-	-	-	-	1,533,345	1,533,345
Total comprehensive income for the year		-	-	-	-	-	1,533,345	1,533,345
Treasury shares	26	-	-	(63,499,108)	-	63,499,108	(63,499,108)	(63,499,108)
Cash dividend payment	29	-	-	-	-	-	(11,219,701)	(11,219,701)
Balance as at December 31, 2024		290,513,063	87,738,427	(65,922,208)	31,629,000	65,922,208	323,301,819	733,182,309

Notes to financial statements form an integral part of these statements.

UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

CASH FLOW STATEMENT

FOR THE YEAR ENDED DECEMBER 31, 2024

(Unit: Baht)

Note	Consolidated		The Company Only	
	2024	2023	2024	2023
Cash flows from operating activities				
Profit (loss) before tax	8,874,056	48,622,007	2,484,685	192,355,090
Adjustments to reconcile profit (loss) before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	33,900,787	31,689,678	33,371,932	31,245,600
Allowance for expected credit losses (reversal)	(52,975)	1,383,005	-	1,578,173
Reduce cost of inventories to net realisable value (reversal)	958,415	(19,169,664)	893,283	(19,144,243)
Gain on sales of vehicles and equipment	(1,054,585)	(1,112,796)	(1,056,071)	(1,112,796)
Gain on sales of investments in subsidiaries	-	(40,702,192)	-	(191,080,499)
Gain on sales of investments in other company	(2,500,000)	-	(2,500,000)	-
Gain on fair value measurement of other financial assets	(1,295,143)	(901,523)	(1,295,143)	(901,523)
Realised loss on sale of other current financial assets	647,003	1,081,370	647,003	1,081,370
Share of loss of joint venture	2,135,910	-	-	-
Provision for long-term employee benefits	1,771,571	1,736,693	1,771,571	1,736,693
Loss on sales cryptocurrency	-	12,940	-	-
Interest income	(5,327,496)	(5,906,357)	(844,240)	(1,498,682)
Interest expenses	23,930,180	17,711,466	23,913,037	17,628,945
Unrealised loss (gain) from forward exchange contracts	892,307	(6,515,138)	892,307	(6,450,620)
Unrealised loss (gain) on exchange rate	(2,545,527)	7,630,068	(2,545,527)	7,565,550
Profit (loss) from operating activities before changes in operating assets and liabilities	60,334,503	35,559,557	55,732,837	33,003,058
Operating assets (increase) decrease				
Trade and other current receivables	49,252,187	75,161,902	70,543,882	61,625,429
Receivable under the loan agreement	(3,981,400)	8,348,540	-	-
Inventories	22,862,889	48,951,088	27,556,032	50,723,822
Other current assets	860,622	(5,124,650)	685,817	(5,328,644)
Other non-current assets	(12,233,966)	876,894	(12,525,370)	876,894
Operating liabilities increase (decrease)				
Trade and other current payables	(12,579,018)	(23,753,767)	(9,694,376)	(28,543,504)
Other current liabilities	(265,958)	(6,622,514)	(277,311)	(6,480,491)
Cash paid for employee benefits	(225,000)	(127,000)	(225,000)	(127,000)
Other non-current liabilities	12,537,674	-	12,537,674	-
Cash flows from operating activities	116,562,533	133,270,050	144,334,185	105,749,564
Cash paid for tax expenses	(3,680,573)	(27,571,259)	(2,766,621)	(27,035,484)
Net cash flows from (used in) operating activities	112,881,960	105,698,791	141,567,564	78,714,080

Notes to financial statements form an integral part of these statements.

UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

CASH FLOW STATEMENT (CONTINUED)

FOR THE YEAR ENDED DECEMBER 31, 2024

(Unit: Baht)

Note	Consolidated		The Company Only	
	2024	2023	2024	2023
<u>Cash flows from investing activities</u>				
Cash recieved from sales for invested in ordinary shares of subsidiaries	-	365,634,169	-	365,634,169
Cash recieved from sales for invested in ordinary shares of other company	2,500,000	-	2,500,000	-
Cash paid for invested in ordinary shares of joint venture	(53,549,950)	-	(53,549,950)	-
Cash received invested in other current financial assets	(21,655,855)	6,755,299	(21,655,855)	6,755,299
Cash paid to invested in other current financial assets	22,244,120	(14,911,534)	22,244,120	(14,911,534)
Cash paid to acquisition of fixed assets	(250,634,932)	(46,571,026)	(248,802,020)	(45,962,612)
Cash paid for deposit of land purchase	89,477,338	(89,477,337)	89,477,338	(89,477,337)
Cash recieved from sales of vehicles and equipment	1,056,075	1,112,804	1,056,075	1,112,804
Acquisition of intangible asset	(3,945,050)	(362,101)	(3,945,050)	(216,000)
Cash received in interest income	5,192,861	5,834,308	714,401	1,423,689
Net cash flows from (used in) investing activities	(209,315,393)	228,014,582	(211,960,941)	224,358,478
<u>Cash flows from financing activities</u>				
Increase (decrease) in short-term loans from financial institutions	104,509,778	(119,395,072)	105,006,450	(119,891,745)
Repayment of liabilities under lease agreement	(30,991,213)	(27,932,543)	(30,885,477)	(27,830,668)
Cash paid for loan from director	-	(10,013,825)	-	-
Dividend payment to the Company's shareholders	(11,219,701)	(17,428,024)	(11,219,701)	(17,428,024)
Cash paid for interests expenses	(23,352,064)	(17,826,868)	(23,334,920)	(17,723,343)
Cash paid for purchase of treasury shares	(63,499,108)	(2,423,100)	(63,499,108)	(2,423,100)
Net cash flows from (used in) financing activities	(24,552,308)	(195,019,432)	(23,932,756)	(185,296,880)
Net increase (decrease) in cash and cash equivalents	(120,985,741)	138,693,941	(94,326,133)	117,775,678
Cash and cash equivalents at the beginning of the year	268,011,602	129,317,661	238,090,924	120,315,246
Cash and cash equivalents at the end of the year	147,025,861	268,011,602	143,764,791	238,090,924
<u>Supplemental cash flow information</u>				
Interest expense recorded as cost of the assets	1,036,626	-	1,036,626	-
Non-cash transactions				
Increase in right-of-use assets under lease agreement	53,685,806	18,201,308	53,685,806	18,201,308
Transfer deposit to purchase of fixed assets	89,477,338	-	89,477,338	-

Notes to financial statements form an integral part of these statements.

UNION PETROCHEMICAL PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2024

1. GENERAL INFORMATION

(a) Address and legal status

Union Petrochemical Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The registered office of the Company is at 728 Union House Building, Boromrachachonnee Road, Kwang Bangbumru, Khet Bangplad, Bangkok.

(b) Nature of the Company’s and operations

The Company is principally engaged in the import and distribution of chemical products.

2. BASIS OF PREPARATION

2.1 Basis for the preparation of financial statements

The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development dated 11 October 2016, issued under the Accounting Act B.E. 2543.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

The financial statements in Thai language are the official statutory financial statements of the Company. The financial statements in English language have been translated from the Thai language financial statements.

2.2 Basis of consolidation

a) For reporting purpose, the Company and its subsidiaries are referred to as “the Group”. The Company has subsidiaries as follows:

Company's name	Nature of business	Country of incorporation	Paid-up capital		Percentage of Shareholding	
			2024	2023	2024	2023
			(Thousand Baht)	(Thousand Baht)	(Percent)	(Percent)
<u>Direct subsidiaries</u>						
Lion Asia (Thailand) Company Limited	Distribution of chemical Products and electronic equipment	Thailand	30,000	30,000	99.99	99.99
Thai Cococraft Company Limited	Engaged in manufacturing and selling of all types of products from coconut food processing	Thailand	3,500	3,500	75.00	75.00
Mahanakhorn Capital Company Limited	Short-term credit facility for car selling business	Thailand	30,000	30,000	60.00	60.00

- b) The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
- c) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- e) Material balances and transactions between the Company and its subsidiary companies have been eliminated from the consolidated financial statements.
- f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated statements of financial position.

2.3 Revised financial reporting standards effective in the current year

The Company and its subsidiaries have adopted the revised financial reporting standards for accounting periods beginning on or after January 1, 2024. These adjustments are intended to make the financial reporting standards clearer and more appropriate. These adjustments do not have material impact on the financial statements in the current year.

2.4 Revised financial reporting standards that will be effective in the future

The Federation of Accounting Professions has announced the adoption of the revised financial reporting standards which will be effective for the financial statements for accounting periods beginning on or after January 1, 2025. These adjustments are based on International Financial Reporting Standards with most of the adjustments clarifying accounting practices and providing accounting guidance to users of the standards.

The management of the Company and its subsidiaries believes that the adjustments will not have material impact on the financial statements in the year in which these standards are initially applied.

3. SIGNIFICANT ACCOUNTING POLICIES

3.1 Revenue and expenses recognition

Sale of goods

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods. Revenue is measured at the amount of the consideration received or receivable, excluding value added tax, of goods supplied after deducting returns and discounts.

Revenue from rendering of services

Service revenue is recognised over time when services have been rendered considering the stage of completion.

Interest income

Interest income is recognised on an accrual basis based on the effective interest rate.

Dividend income

Dividend is considering to be income when the group is eligible to service the dividend.

Other income and expenses

Other income and expenses are recognised on an accrual basis.

3.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

3.3 Inventories

Inventories are stated at the lower of cost or net realizable value. Cost is calculated as follows :-

Finished goods - First-in-First-out method

Raw material and packaging - First-in-First-out method

The cost of inventories comprises all costs of purchase and costs of conversion include an appropriate share of production overheads based on normal production capacity.

The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory, such as import duties, transportation charges and other direct costs incurred in acquiring the inventories less all trade discounts, allowances or rebates.

The Company has provided allowance for value decrease from inventory taking into account slow moving goods at the end of the period.

3.4 Financial Instruments

Classification and measurement of financial assets

Financial assets are classified, at initial recognition, as to be subsequently measured at amortized cost, fair value through other comprehensive income, or fair value through profit or loss. The classification of financial assets at initial recognition is driven by the Company and its subsidiaries' business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

Equity instruments can be classified and cannot be changed by two types of measurement which are measuring fair value through profit or loss or measuring fair value through other comprehensive income that without recycling to profit or loss.

The initial recognition of financial assets that are not measured at fair value through profit or loss with fair value plus or deduct transaction cost directly related to the acquisition or issuance. Financial assets that are measured at fair value through profit or loss, transaction costs are recognised as expense in profit or loss. However, trade receivables, that do not contain a significant financing component are measured at the transaction price.

Subsequent measurement of debt instruments by 3 methods depends on the classification of debt instruments.

- Financial assets measured at amortized cost when financial assets are held to receive cash flow under the agreement and condition of the agreement of the financial assets that generate cash flow to pay the principal and interest from the principal balance on the specified date only. Such financial assets have to be calculated using the effective rate and are subject to impairment assessment. Profit or loss arising from derecognised, modified or impaired will be recognised in profit or loss.
- Financial assets measured at fair value through other comprehensive income when financial assets are held to receive cash flow under the agreement and to sell financial assets and the agreement condition of financial assets generating cash flow that only pays the principal and interest from the principal balance on the specified date. The change of value of financial assets is recognised through other comprehensive income except loss on impairment and interest income and gain and loss on exchange rate are recognised as profit or loss upon recognised of financial assets. Earning or deficit previously recognised in other comprehensive income has to be reclassified into profit or loss. Such financial asset has to be calculated using the effective interest rate same as financial assets measured at amortized cost.
- Financial assets measured at fair value through profit or loss when financial assets that do not meet the criteria for amortized cost or financial assets measured at fair value through other comprehensive income will be presented in the statement of financial position at fair value by recognizing the net change of fair value in profit or loss.

Subsequent valuation of equity instruments must present equity instruments using the fair value and record profit/loss from change in fair value through profit or loss or other comprehensive income depending on equity instruments classification.

Classification and valuation of financial liabilities

The Company and its subsidiaries are recognised initially of financial liabilities at fair value net of transaction costs and classified as financial liabilities as financial liabilities subsequently measured at amortized cost using the effective rate. The amortized cost is calculated taking into account fees or costs that are an integral part of the effective rate. Amortization by the effective rate is presented as part of financial costs in profit or loss.

Derivative

Derivative is recognised at fair value and measured fair value at the end of the reporting period. Profit or loss from fair value remeasurement is recognised in profit or loss immediately unless that derivative is used for hedge.

Derecognition of financial instruments

Financial assets will be derecognised from the account when the right to receive cash flow of such asset has ended or when the right to receive cash flow of the assets is transferred including upon the transfer of all risk and consideration of that asset or transfer of internal control in that asset although there is no transfer or maintaining of nearly all risk and consideration of such asset.

Financial liabilities will be derecognised from the account when the obligation of such liabilities has been complied, the obligation is cancelled or the obligation has ended. In case existing financial liabilities are changed to new liabilities from one single lender with considerably different requirements or there is a significant amendment in the requirements of existing liabilities, these are considered as recognition old liabilities and recognizing new liabilities by recognizing the difference of such carrying value under profit or loss.

Impairment of financial assets

Expected credit loss for financial assets measured at amortized cost or debt instrument financial asset measured at fair value through other comprehensive income and assets arising from credit facility obligation and financial guarantee agreement are assessed without having to wait for the credit event to occur first. The Company and its subsidiaries use the general approach in considering the allowance for loss on impairment. For trade receivables, the Company and its subsidiaries apply a simplified approach in calculating ECLs. The Company and its subsidiaries recognize a loss based on lifetime ECLs at each reporting date. It is based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

Offset of financial instruments

Financial assets and liabilities will be offset and presented at net balance in the statement of financial position in the case legally enforced in offsetting the recognised amount. The Company and its subsidiaries intend to pay the net balance or intends to receive assets and settle payment of liabilities at the same time.

3.5 Investment in associates and joint venture

Associates are those companies in which the Company has significant influence over the associates, that is the Company has power to participate in determining relating to the financial and operating policies of the enterprise but not up to the level of governing such policies.

Joint venture is these company in which the Company has rights to the net assests of the arrangement.

Investments in associates and joint venture are stated using the equity method in the consolidated financial statements and it is recorded using the cost method in the Company's financial statements.

According to the resolution of the Board of Directors' Meeting No.3/2024 held on May 10, 2024, the board had a resolution to approve the investment plan to establish a joint venture company for the joint venture business of Eco Centric Corporation Company Limited and the Board of Directors' Meeting No.4/2024 held on August 9, 2024,the board had a resolution to approve the investment plan to establish a joint venture company for the joint venture business of UTJ Glean Solutions (Thailand) Company Limited as follows:

Company's name	Nature of business	Country of incorporation	Registered capital		Percentage of Shareholding	
			2024	2023	2024	2023
			(Thousand Baht)	(Thousand Baht)	(Percent)	(Percent)
<u>Joint venture</u>						
Eco Centric Corporation Company Limited	Advisory, training, organizational strategy development and procurement of innovation and environmental technology	Thailand	5,000	-	51.00	-
UTJ Glean Solutions (Thailand) Company Limited	Engaged in the recycling business of solvent chemicals and others	Thailand	200,000	-	51.00	-

3.6 Investment properties

Investment properties which is land, are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less allowance for loss on impairment (if any). No depreciation is provided to investment properties.

On disposal of investment properties, the difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period when the asset is derecognised.

3.7 Property, plant and equipment / Depreciation

Land is stated at cost. Buildings and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Depreciation of buildings and equipment is calculated by reference to their costs on the straight-line basis.

Depreciation of cryptocurrency mining equipment is calculated by reference to their costs on sum of the year digits basis.

Following estimated useful lives:

	<u>Useful lives</u>
Buildings and leasehold improvement	10 and 20 years
Machinery, tools and factory equipment	3 - 10 years
Furniture and office equipment	3 - 5 years
Motor vehicles	5 and 10 years

Depreciation is included in determining income.

No depreciation is provided on land and assets under installation and construction.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in profit or loss when the asset is derecognised.

3.8 Leases

At inception of a contract, the group assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group assess the lease term for the non-cancellable period as stipulated in lease contract or the remaining period of active leases at the date of initial application (as at January 1, 2020) together with any period covered by an option to extend the lease if it is reasonably certain to be exercised or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercise by considering the effect of changes in technology and/or the other circumstance relating to the extension of the lease term.

Right-of-use assets-as a lessee

Right-of-use assets are recognised at the commencement date of the lease. Right-of-use assets are stated at cost, less any accumulated depreciation and impairment losses (if any), and adjusted for any remeasurement of lease liabilities (if any). The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date, less any lease incentives received.

The cost of right-of-use assets also includes an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Right-of-use assets are calculated by reference to their costs on a straight-line basis over the shorter of the lease term and the estimated useful lives for each of right-of-use assets.

Lease liabilities

At the commencement date of the lease, lease liabilities are stated at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable (if any) and amount expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the group and payments of penalties for terminating the lease, if the lease term reflects the group exercising the option to terminate.

In calculating the present value of lease payments, the group use its incremental borrowing rate, which is determined by referring to the government bond yield adjusted with risk premium depending on the lease term, at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of the interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets

The Group apply the short-term lease recognition exemption to its short-term leases (those leases that have a lease term of 12 months or less from the commencement date and not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered of low value. Operating lease payments are recognised as an expense in profit or loss on a straight line basis over the lease term.

3.9 Intangible assets

Intangible assets are carried at cost less accumulated amortisation and impairment loss (if any).

Intangible assets are computer software and the operation licenses. Intangible assets with finite lives are amortised on a systematic basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

A summary of the intangible assets with finite useful lives is as follows:

	<u>Useful lives</u>
Computer software	3 - 5 years
Operation licenses	10 years

3.10 Related party transactions

Related parties comprise individuals or enterprises that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company.

They also include associated companies, and individuals or enterprises which directly or indirectly own a voting interest in the Company that gives them significant influence over the Company, key management personnel, directors, and officers with authority in the planning and direction of the Company's operations.

3.11 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Company's functional currency. Items of each entity included in the consolidated financial statements are measured using that functional currency of that entity.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period, with the exception of those covered by forward exchange contracts, which are translated at the contracted rates.

Gains and losses on exchange are included in determining income.

3.12 Impairment of assets which are not financial assets

At the end of each reporting period, the Group perform impairment reviews in respect of the property, plant and equipment and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss.

3.13 Employee benefits

Short-term employee benefits

Salaries, wages, bonuses and contributions to the social security fund are recognised as expenses when incurred.

Post-employment benefits

Defined contribution plans

The Group and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company. The fund's assets are held in a separate trust fund and the Company's contributions are recognised as expenses when incurred.

Defined benefit plans

The Group has obligations in respect of the severance payments. It must make to employees upon retirement under labor law. The Company treats these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from defined benefit plan are recognised immediately in other comprehensive income.

3.14 Provisions

Provisions are recognised when the Group have a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

3.15 Treasury shares

Treasury shares are stated at cost and presented as a deduction from shareholders' equity. Gains on disposal of treasury shares are determined by reference to the carrying amount and are presented as premium on treasury shares. Losses on disposal of treasury shares are determined by reference to the carrying amount and are presented in premium on treasury share and retained earnings, consecutively.

3.16 Income tax

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

Current tax

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

Deferred tax

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Group recognise deferred tax liabilities for all taxable temporary differences while they recognise deferred tax assets for all deductible temporary differences to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences can be utilised.

At each reporting date, the Group review and reduce the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Group record deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures; and actual results could differ from these estimates. Significant judgements and estimates are as follows:

Allowance for expected credit losses

In determining allowance for expected credit losses, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the prevailing economic condition.

Allowance for declining in value of inventory

The determination of allowance for declining in the value of inventory requires management to make judgements and estimates of the loss expected to occur. The allowance for decline in net realizable value is estimated based on the selling price expected in the ordinary course of business less selling expense. The provision for obsolete slow-moving and deteriorated inventory is estimated based on the approximate useful life of each type of inventory. The allowance for diminution in value of inventory as determined is compared with the original balance in the books of account and the increase or decrease in the allowance for diminution in value of inventory will be recognised as cost of sales and service in profit or loss.

Property, plant and equipment and right-of-use assets and depreciation

In determining depreciation of plant and equipment and right-of-use assets, the management is required to make estimates of the useful lives and residual values of the plant and equipment and right-of-use assets and to review the estimated useful lives and residual values when there are any changes.

In addition, the management is required to review property, plant and equipment for impairment on a periodical basis and record the impairment loss when it is determined that the recoverable amount is lower than the carrying amount. This requires judgement regarding forecast of future revenues and expenses relating to the assets subject to the review.

Deferred tax assets

Deferred tax assets are recognised for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the temporary differences and losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of estimated future taxable profits.

Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

Determining the lease term of contracts with renewal and termination options

The Group determine the lease term as the non-cancellable term of the lease, together with any period covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The management is required to use judgment in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease, considering all relevant factors that create an economic incentive to exercise either the renewal or termination. After the commencement date, the Group reassess the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

Fair valuation of financial assets and derivatives

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The group use judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period. Details of key assumptions used are included in Note 35.

Estimating the incremental borrowing rate

The Company and its subsidiaries cannot readily determine the interest rate implicit of the lease. Therefore, the incremental borrowing rate of the Company and its subsidiaries are used to discount lease liabilities. The incremental borrowing rate is the rate of interest that the Company and its subsidiaries would have to pay for necessary borrowing to acquire the assets, or assets with close value to right-of-use assets in similar economic environment, borrowing period and borrowing security.

5. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The Company's management have assessed which business models applied to the financial assets and liabilities and have classified the financial assets and liabilities as below. The classification of the financial assets and liabilities as at December 31, 2024 and 2023 as below :-

	(Unit: Thousand Baht)			
	Consolidated			
	Fair value through PL	FVOCI	Amortized cost	Total
Financial assets as at December 31, 2024				
Cash and cash equivalents	-	-	147,026	147,026
Trade and other current receivables	-	-	638,783	638,783
Receivable under the loan agreement	-	-	39,860	39,860
Other current financial assets	41,695	-	-	41,695
	<u>41,695</u>	<u>-</u>	<u>825,669</u>	<u>867,364</u>
Financial liabilities as at December 31, 2024				
Short-term loans from financial institutions	-	-	649,614	649,614
Trade and other current payables	-	-	228,266	228,266
Lease liabilities	-	-	62,759	62,759
Other current liabilities				
Payables from derivative contracts	892	-	-	892
	<u>892</u>	<u>-</u>	<u>940,639</u>	<u>941,531</u>
				(Unit: Thousand Baht)
	The Company Only			
	Fair value through PL	FVOCI	Amortized cost	Total
Financial assets as at December 31, 2024				
Cash and cash equivalents	-	-	143,765	143,765
Trade and other current receivables	-	-	647,788	647,788
Other current financial assets	41,695	-	-	41,695
	<u>41,695</u>	<u>-</u>	<u>791,553</u>	<u>833,248</u>
Financial liabilities as at December 31, 2024				
Short-term loans from financial institutions	-	-	649,614	649,614
Trade and other current payables	-	-	234,429	234,429
Lease liabilities	-	-	62,357	62,357
Other current liabilities				
Payables from derivative contracts	892	-	-	892
	<u>892</u>	<u>-</u>	<u>946,400</u>	<u>947,292</u>

Financial Statements

(Unit: Thousand Baht)				
Consolidated				
	Fair value through PL	FVOCI	Amortized cost	Total
Financial assets as at December 31, 2023				
Cash and cash equivalents	-	-	268,012	268,012
Trade and other current receivables	-	-	687,621	687,621
Receivable under the loan agreement	-	-	36,241	36,241
Other current financial assets	41,501	-	-	41,501
	<u>41,501</u>	<u>-</u>	<u>991,874</u>	<u>1,033,375</u>
Financial liabilities as at December 31, 2023				
Short-term loans from financial institutions	-	-	545,104	545,104
Trade and other current payables	-	-	242,813	242,813
Lease liabilities	-	-	45,051	45,051
	<u>-</u>	<u>-</u>	<u>832,968</u>	<u>832,968</u>
(Unit: Thousand Baht)				
The Company Only				
	Fair value through PL	FVOCI	Amortized cost	Total
Financial assets as at December 31, 2023				
Cash and cash equivalents	-	-	238,091	238,091
Trade and other current receivables	-	-	718,332	718,332
Other current financial assets	41,501	-	-	41,501
	<u>41,501</u>	<u>-</u>	<u>956,423</u>	<u>997,924</u>
Financial liabilities as at December 31, 2023				
Short-term loans from financial institutions	-	-	544,607	544,607
Trade and other current payables	-	-	246,091	246,091
Lease liabilities	-	-	44,543	44,543
	<u>-</u>	<u>-</u>	<u>835,241</u>	<u>835,241</u>

6. RELATED PARTY TRANSACTIONS

During the year, the Group had significant business transactions with related parties. Such transactions, which are summarized below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Company, subsidiaries and those related parties.

	(Unit: Thousand Baht)				
	Consolidated		The Company Only		Transfer pricing policy
	2024	2023	2024	2023	
<u>Transactions with subsidiary companies</u>					
(eliminated from the consolidated financial statements)					
Sales of goods	-	-	106,973	64,234	As mutual agreement
Other income	-	-	1,413	1,115	As mutual agreement
Purchases of goods	-	-	163,096	91,143	As mutual agreement
<u>Transactions with related companies</u>					
Rental expenses	2,819	2,819	2,696	2,696	Contract price (close to market price)
Utilities expenses	162	150	144	136	As mutual agreement

As at December 31, 2024 and 2023, the balances of the accounts between the Company and those related parties are summarised below:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
<u>Trade and other current receivables - related parties</u>				
(Note 8)				
Subsidiaries				
Lion Asia (Thailand) Company Limited	-	-	17,399	48,977
Thai Cococraft Company Limited	-	-	152	152
Total trade and other current receivables - related parties	-	-	17,551	49,129

Trade and other current payables - related parties

(Note 23)

Subsidiaries				
Lion Asia (Thailand) Company Limited	-	-	18,139	5,065
Related parties				
Firstaco Company Limited	11	11	10	11
Wisible Company Limited*	-	411	-	411
Directors	444	581	20	179
Total trade and other current payables - related parties	455	1,003	18,169	5,666

*Become a related company until on August 29, 2024, which the date is on the Company has sold the entire ordinary shares held in Wisible Company Limited.

Directors and management's remuneration

Management benefit expenses represent the benefits paid to the Company's management such as salaries and related benefit including the benefit paid by other means. The Company's management are the persons who are defined under the Securities and Exchange Act.

For the years ended December 31, 2024 and 2023, the Group had employee benefit expenses of their directors and management as follows: -

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Short-term employee benefits	20,669	22,017	19,369	20,082
Post-employment benefits	616	1,105	616	590
Total	21,285	23,122	19,985	20,672

7. CASH AND CASH EQUIVALENTS

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Cash	222	233	190	220
Bank deposits	146,804	267,779	143,575	237,871
Total	147,026	268,012	143,765	238,091

As at December 31, 2024, bank deposits in saving accounts carried interests between 0.125 to 0.75 percent per annum (2023: between 0.125 to 0.75 percent per annum).

8. TRADE AND OTHER CURRENT RECEIVABLES

(Unit: Thousand Baht)				
	Consolidated		The Company Only	
	2024	2023	2024	2023
Trade receivables - related parties (Note 6)				
Aged on the basis of due dates				
Not yet due	-	-	17,299	48,819
Total trade receivables - related parties	-	-	17,299	48,819
Trade receivables - unrelated parties				
Aged on the basis of due dates				
Not yet due	499,160	525,236	493,857	514,271
Past due				
Up to 3 months	138,996	162,019	135,753	154,669
6 - 12 months	18	178	18	178
Over 12 months	3,619	4,195	3,510	3,671
Total trade receivables - unrelated parties	641,793	691,628	633,138	672,789
Total trade receivables	641,793	691,628	650,437	721,608
Less: Allowance for expected credit loss	(3,753)	(4,168)	(3,644)	(3,644)
Total trade receivables - net	638,040	687,460	646,793	717,964
Other current receivables				
Other current receivables - related parties (Note 6)	-	-	252	310
Other current receivables - unrelated parties	743	161	743	58
Total other current receivables	743	161	995	368
Total trade and other current receivables - net	638,783	687,621	647,788	718,332

The changes in the allowance for expected credit loss are as follows:

(Unit: Thousand Baht)				
	Consolidated		The Company Only	
	2024	2023	2024	2023
Beginning balance as at January 1	4,168	2,785	3,644	2,066
Increase (decrease) during the year	(415)	1,383	-	1,578
Bad debts written off during the year	-	-	-	-
Ending balance as at December 31	3,753	4,168	3,644	3,644

9. RECEIVABLE UNDER THE LOAN AGREEMENT

	(Unit: Thousand Baht)	
	Consolidated	
	2024	2023
Beginning forward	36,241	44,589
Loan, during the year	167,582	147,745
Repayment , during the year	(163,601)	(156,093)
<u>Less: Allowance for expected credit loss</u>	<u>(362)</u>	<u>-</u>
Ending balance	<u>39,860</u>	<u>36,241</u>

As at December 31, 2024, Mahanakhorn Capital Company Limited which is the subsidiary of the Company has receivable under short-term loan agreement of Baht 40.22 million (December 31, 2023: Baht 36.24 million), due within one year with the interest at the rate of 12 percent per annum. Such receivable has been vehicle registration manual as collateral for the loan.

10. INVENTORIES

	(Unit: Thousand Baht)					
	Consolidated					
	Cost		Reduce cost to net realisable value		Inventories - net	
	2024	2023	2024	2023	2024	2023
Raw materials	14	14	-	-	14	14
Finished goods	299,943	297,270	(3,238)	(2,280)	296,705	294,990
Goods in transit	34,908	60,275	-	-	34,908	60,275
Packing materials	3,274	3,443	-	-	3,274	3,443
Total	<u>338,139</u>	<u>361,002</u>	<u>(3,238)</u>	<u>(2,280)</u>	<u>334,901</u>	<u>358,722</u>

	(Unit: Thousand Baht)					
	The Company Only					
	Cost		Reduce cost to net realisable value		Inventories - net	
	2024	2023	2024	2023	2024	2023
Finished goods	287,191	289,211	(2,894)	(2,001)	284,297	287,210
Goods in transit	34,908	60,275	-	-	34,908	60,275
Packing materials	3,273	3,442	-	-	3,273	3,442
Total	<u>325,372</u>	<u>352,928</u>	<u>(2,894)</u>	<u>(2,001)</u>	<u>322,478</u>	<u>350,927</u>

As of December 31, 2024 and 2023, the Group reduce the value of inventories to be the net realizable value as part of cost are as follows:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Reduce the value of inventories (reversal) to be the net realizable value as part of cost	958	(19,169)	893	(19,144)
Total	958	(19,169)	893	(19,144)

11. OTHER CURRENT FINANCIAL ASSETS

As at December 31, 2024 and 2023, details of other current financial assets are as follows:

	(Unit: Thousand Baht)	
	Consolidated / The Company Only	
	2024	2023
<u>Financial assets measured at amortized cost</u>		
Fixed deposit		
Fixed deposit with maturity 1 year	20,812	20,678
Total fixed deposit	20,812	20,678
<u>Financial assets measured at fair value through profit and loss.</u>		
Investment units of mutual fund	14,320	14,320
Investment of common stocks	6,840	8,075
<u>Add Unrealised gain (loss) on changes in fair value</u>		
of financial assets	(277)	(1,572)
Investment in debt instruments - at fair value	20,883	20,823
Total other current financial assets	41,695	41,501

As at December 31, 2024, the fixed deposit with maturity 1 year with carries interest at the rate of 1.00 percent per annum (2023: interest rate at 0.65 percent per annum) which was measured at fair value hierarchy in Note 35 to financial statements.

12. OTHER CURRENT ASSETS

Other current assets consisted:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Revenue department receivable	854	1,737	252	803
Prepaid expenses	2,631	4,375	2,631	4,371
Undue input VAT	1,090	5,120	1,089	5,117
Withholding tax	2,354	-	2,349	-
Others	3,660	221	3,429	148
Total other current assets	10,589	11,453	9,750	10,439

13. Discontinued operation and sales for invested in ordinary shares of subsidiaries and Non-current assets classified as held for sale

On January 5, 2023, The Company has entered into Share Purchase Agreement which is to sell entire ordinary shares held in GIFT amount of 221,596,466 shares or 66.99% of the issued and paid-up share capital to a new shareholders which is unrelated persons with the Company at the bid price of Baht 1.65 per share, totaling of Baht 365.63 million. The Board of Directors' Meeting No. 7/2022 has passed the resolutions to sell the investment on December 15, 2022 and the Extraordinary General Shareholders' Meeting No. 1/2023 has passed the resolutions to sell this investment on February 20, 2023. Such selling of ordinary shares has been accomplished on March 8, 2023 and the Company has already received share payment in full amount.

Gain on sales of investments in subsidiaries are summarized below:

	(Unit: Thousand Baht)	
	Consolidated	The Company Only
Compensation received from sales	365,634	365,634
Total assets	502,232	174,554
Total liabilities	4,940	-
Net assets	497,292	174,554
Net assets attributable to non-controlling interests	(172,360)	-
Net assets attributable to the shareholders of the Company	324,932	174,554
Gain on sales of investments in subsidiaries	40,702	191,080

Profit for the year ended December 31, 2024 and 2023 has present discontinued operations separately from continuing operations are as follows:

	(Unit: Thousand Baht)	
	Consolidated	
	2024	2023
STATEMENT OF COMPREHENSIVE INCOME		
<u>Results of discontinued operation</u>		
Total revenues	-	1,785
Total expenses	-	5,806
Profit (loss) from discontinued operation	-	(4,021)
Other comprehensive income from discontinued operation	-	(2,884)
Total comprehensive income from discontinued operation	-	(6,905)

Cash received from sales for invested in ordinary shares of subsidiaries for the year ended December 31, 2023 are summarized below:

	(Unit: Thousand Baht)	
	Consolidated	The Company Only
Cash received from sales for invested in ordinary shares of subsidiaries	365,634	365,634
Less Cash and cash equivalents of the subsidiaries sold	(199,564)	-
Cash received from sales for invested in ordinary shares of subsidiaries	166,070	365,634

14. OTHER NON-CURRENT FINANCIAL ASSETS

As at December 31, 2024 and 2023, other non-current financial assets are as follows:

Type of investments	(Unit: Thousand Baht)					
	Consolidated/ The Company Only					
	Cost		Unrealised loss on changes in fair value		Carrying amount	
	2024	2023	2024	2023	2024	2023
<u>Financial assets measured at fair value through profit or loss</u>						
Investment in non-marketable securities	-	8,050	-	(8,050)	-	-
Total	-	8,050	-	(8,050)	-	-

Investment in non-marketable securities

Investments in equity in non-marketable securities of Wisible Company Limited for 46,914 ordinary, representing 19% of the registered capital of such company. Wisible Company Limited is principally engaged in the software package services and E-Commerce. are stated at fair value hierarchy using inputs of Level 3 which estimates of future cash flows.

On August 29, 2024 the Company has sold and transferred the entire ordinary shares of Wisible Company Limited to an unrelated person in the amount of Baht 2.50 million and recorded in gain on sale of investments in other company in the statement of comprehensive income.

15. INVESTMENTS IN SUBSIDIARIES

Details of investments in subsidiaries as presented in separate financial statements are as follows:

Company's name	(Unit: Thousand Baht)					
	The Company Only					
	Cost		Allowance for impairment of investments		Carrying amounts based on cost method - net	
	2024	2023	2024	2023	2024	2023
Lion Asia (Thailand) Company Limited	30,000	30,000	(15,000)	(15,000)	15,000	15,000
Mahanakhorn Capital Company Limited	18,000	18,000	-	-	18,000	18,000
Thai Cococraft Company Limited	2,625	2,625	-	-	2,625	2,625
Total	50,625	50,625	(15,000)	(15,000)	35,625	35,625

The Group company have not non-controlling interests of the subsidiaries disclosed.

16. INVESTMENT IN JOINT VENTURE

16.1 Investment in joint venture consisted of:

Company's name	Nature of business	Country of incorporation	Proportion of Shareholding (Percentage)		Consolidated		The Company Only	
					Carrying amounts based on equity method (Thousand Baht)		Carrying amounts based on cost method (Thousand Baht)	
			2024	2023	2024	2023	2024	2023
Eco Centric Corporation Company Limited	Advisory, training, organizational strategy development and procurement of innovation and environmental technology	Thailand	51.00	-	832	-	1,275	-
UTJ Glean Solutions (Thailand) Company Limited	Engaged in the recycling business of solvent chemicals and others	Thailand	51.00	-	50,582	-	52,275	-
Total					51,414	-	53,550	-

16.2 Movements of investment in joint venture for years ended December 31, 2024 and 2023 were as follows:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Opening net book value	-	-	-	-
Additions	53,550	-	53,550	-
Share of profit (loss)	(2,136)	-	-	-
Closing net book value	51,414	-	53,550	-

16.3 Summarization of financial information of joint venture

Summarization of information about financial position

	(Unit: Thousand Baht)	
	2024	2023
Current assets	83,994	-
Non-current assets	15,230	-
Current liabilities	(912)	-
Net assets	98,312	-

Summarization of information about comprehensive income

	(Unit: Thousand Baht)	
	2024	2023
Revenue	72	-
Profit (loss)	(4,188)	-
Total comprehensive income (expense)	(4,188)	-

17. INVESTMENT PROPERTIES

Movements of the investment properties account during the year ended December 31, 2024 are summarised below:

	(Unit: Thousand Baht)
	Consolidated/The Company Only
Net book value as at January 1, 2024	13,959
<u>Less: Allowance for impairment</u>	-
Net book value as at December 31, 2024	13,959

The investment properties of the Group were the land that the Company held but currently has not identified the purpose of utilization in the future. The Group recorded the accounts by the cost method.

During November 2022, the subsidiaries employed an independent appraiser to appraise the fair value of such land according to the market approach of Baht 21.15 million.

The Group disclosed a fair value hierarchy in Note 35 to financial statements.

18. PROPERTY, PLANT AND EQUIPMENT

Movements of the property, plant and equipment account during the year ended December 31, 2024 are summarised below.

(Unit: Thousand Baht)

	Consolidated						
	Land	Buildings and leasehold improvement	Machinery, tools and factory equipment	Furniture and office equipment	Motor vehicles	Assets under installation and under construction	Total
Cost							
January 1, 2023	16,942	53,521	30,229	27,347	87,902	3,213	219,154
Additions	10,300	7,569	3,672	494	-	24,536	46,571
Transfers in (out)	-	1,711	-	-	-	(1,711)	-
Disposals/write-off	-	-	-	(101)	(10,787)	-	(10,888)
December 31, 2023	27,242	62,801	33,901	27,740	77,115	26,038	254,837
Additions	126,224	589	1,044	671	1,536	120,571	250,635
Transfers in (out)	-	181	-	177	-	(358)	-
Disposals/write-off	-	-	(2)	-	(8,487)	-	(8,489)
December 31, 2024	153,466	63,571	34,943	28,588	70,164	146,251	496,983
Accumulated depreciation							
January 1, 2023	-	38,507	24,097	25,299	72,324	-	160,227
Depreciation for the year	-	2,525	2,705	832	824	-	6,886
Depreciation on disposals/ write-off	-	-	-	(101)	(10,787)	-	(10,888)
December 31, 2023	-	41,032	26,802	26,030	62,361	-	156,225
Depreciation for the year	-	2,733	2,415	675	799	-	6,622
Depreciation on disposals/ write-off	-	-	-	-	(8,487)	-	(8,487)
December 31, 2024	-	43,765	29,217	26,705	54,673	-	154,360
Net book value							
December 31, 2023	27,242	21,769	7,099	1,710	14,754	26,038	98,612
December 31, 2024	153,466	19,806	5,726	1,883	15,491	146,251	342,623
Depreciation for the year							
2023 (the balance in selling and administrative expenses)							6,886
2024 (the balance in selling and administrative expenses)							6,622

(Unit: Thousand Baht)

	The Company Only						Total
	Land	Buildings and leasehold improvement	Machinery, tools and factory equipment	Furniture and office equipment	Motor vehicles	Assets under installation and under construction	
Cost							
January 31, 2023	16,942	51,720	34,301	20,598	89,802	1,503	214,866
Additions	10,300	7,569	3,089	469	-	24,536	45,963
Disposals/write-off	-	-	-	(101)	(10,787)	-	(10,888)
December 31, 2023	27,242	59,289	37,390	20,966	79,015	26,039	249,941
Additions	126,224	589	1,044	555	-	120,390	248,802
Transfers in (out)	-	-	-	177	-	(177)	-
Disposals/write-off	-	-	-	-	(8,487)	-	(8,487)
December 31, 2024	153,466	59,878	38,434	21,698	70,528	146,252	490,256
Accumulated depreciation							
January 1, 2023	-	36,710	28,107	18,778	74,473	-	158,068
Depreciation for the year	-	2,434	2,519	773	824	-	6,550
Depreciation on disposals/write-off	-	-	-	(101)	(10,787)	-	(10,888)
December 31, 2023	-	39,144	30,626	19,450	64,510	-	153,730
Depreciation for the year	-	2,639	2,269	609	711	-	6,228
Depreciation on disposals/write-off	-	-	-	-	(8,487)	-	(8,487)
December 31, 2024	-	41,783	32,895	20,059	56,734	-	151,471
Net book value							
December 31, 2023	27,242	20,145	6,764	1,516	14,505	26,039	96,211
December 31, 2024	153,466	18,095	5,539	1,639	13,794	146,252	338,785
Depreciation for the year							
2023 (balance in selling and administrative expenses)							6,550
2024 (balance in selling and administrative expenses)							6,228

As at December 31, 2024, certain items of plant and equipment of the Group were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 129.82 million (2023: Baht 140.10 million) (The Company only: Baht 118.42 million, 2023: Baht 128.85 million).

In 2024, the Company recorded interest as part of the cost of assets in the amount of Baht 1.04 million. This borrowing cost is the actual borrowing cost of the loan, calculated from the capitalization rate, which is the weighted average interest rate of all loans borrowed for general purposes at the rate of 2.95 percent per annum.

19. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

Right-of-use assets

Movements of the right-of-use assets account during the year ended December 31, 2024 are summarised below

	(Unit: Thousand Baht)		
	Consolidated		
	Office rental and properties rental	Motor vehicles	Total
Cost			
As at January 1, 2023	96,847	28,053	124,900
Addition during the year	-	18,202	18,202
Amortisation for the year	(8,514)	-	(8,514)
As at December 31, 2023	88,333	46,255	134,588
Addition during the year	53,686	-	53,686
Amortisation for the year	(64,396)	-	(64,396)
As at December 31, 2024	77,623	46,255	123,878
Accumulated depreciation			
As at January 1, 2023	57,440	2,743	60,183
Depreciation for the period	20,441	3,982	24,423
Amortisation for the year	(8,214)	-	(8,214)
As at December 31, 2023	69,667	6,725	76,392
Depreciation for the period	22,000	4,970	26,970
Amortisation for the year	(59,224)	-	(59,224)
As at December 31, 2024	32,443	11,695	44,138
Net book value			
As at December 31, 2023	18,666	39,530	58,196
As at December 31, 2024	45,180	34,560	79,740

	(Unit: Thousand Baht)		
	The Company Only		
	Office rental and properties rental	Motor vehicles	Total
Cost			
As at January 1, 2023	95,954	28,053	124,007
Addition during the year	-	18,201	18,201
Amortisation for the year	(8,514)	-	(8,514)
As at December 31, 2023	87,440	46,254	133,694
Addition during the year	53,686	-	53,686
Amortisation for the year	(64,396)	-	(64,396)
As at December 31, 2024	76,730	46,254	122,984
Accumulated depreciation			
As at January 1, 2023	57,125	2,743	59,868
Depreciation for the year	20,335	3,982	24,317
Amortisation for the year	(8,214)	-	(8,214)
As at December 31, 2023	69,246	6,725	75,971
Depreciation for the year	21,895	4,970	26,865
Amortisation for the year	(59,224)	-	(59,224)
As at December 31, 2024	31,917	11,695	43,612
Net book value			
As at December 31, 2023	18,194	39,529	57,723
As at December 31, 2024	44,813	34,559	79,372

Lease liabilities

The carrying amounts of lease liabilities and the movement for the year ended December 31, 2024 and 2023 are presented below.

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
As at December 31, 2023	45,051	54,782	44,543	54,172
Addition	53,686	18,201	53,686	18,201
Accretion of interest	3,421	1,990	3,404	1,969
Decreased from contract cancellation	(4,987)	-	(4,987)	-
Payments during the year	(34,412)	(29,922)	(34,289)	(29,799)
As at December 31, 2024	62,759	45,051	62,357	44,543
<u>Less: current portion</u>	<u>(28,702)</u>	<u>(13,620)</u>	<u>(28,592)</u>	<u>(13,514)</u>
Lease liabilities - net of current portion	<u>34,057</u>	<u>31,431</u>	<u>33,765</u>	<u>31,029</u>

The following relate lease expense for the year ended December 31, 2024 and 2023 was recognised in profit or loss are summarised as follows:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Depreciation of right-of-use assets	26,970	24,423	26,865	24,317
Interest expense on lease liabilities	3,421	1,990	3,404	1,969
Expense relating to short-term lease	2,523	6,064	2,400	5,942
Lease of low-value assets	1,202	818	1,202	818
Total	<u>34,116</u>	<u>33,295</u>	<u>33,871</u>	<u>33,046</u>

20. DEFERRED TAX ASSETS

Deferred tax assets and liabilities are offset when income taxes are related to the same fiscal authority.

Deferred income taxes are calculated on all temporary differences under the liability method using principal tax 20%.

The analysis of deferred tax assets and deferred tax liabilities is as follows:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Deferred tax assets	7,644	8,509	7,572	8,523
Deferred tax liabilities	-	-	-	-
Deferred tax assets-net	7,644	8,509	7,572	8,523

Deferred tax assets (liabilities) for the years ended December 31, 2024 and 2023 are attributed to the following items

	(Unit: Thousand Baht)		
	Consolidated		
	Balance per book as at	Revenue (expenses) during the year ended	Balance per book as at
	January 1, 2024	In profit or loss In other comprehensive income	December 31, 2024
Deferred tax assets:			
Allowance for expected credit losses	729	-	729
Allowance for diminution in value of inventories	395	256	651
Provision for long-term employee benefits	5,263	309	5,572
Loss on financial assets measured at fair value			
- Investment in non-marketable securities	1,610	(1,610)	-
Loss on financial assets measured at fair value other current financial assets	355	(259)	96
Lease liabilities	3,805	5,434	9,239
(Gain) loss from revaluations at fair value of derivative	-	179	179
Loss from tax	-	141	141
Total	12,157	4,450	16,607
Deferred tax liabilities:			
Right-of-use assets	(3,639)	(5,324)	(8,963)
Gain on sales of inventories to subsidiary	(9)	9	-
Total	(3,648)	(5,315)	(8,963)
Deferred tax assets - net	8,509	(865)	7,644

(Unit: Thousand Baht)

	The Company Only		
	Balance per book	Revenue (expenses)	Balance per book
	as at	during the year ended	as at
	January 1, 2024	In profit or loss	December 31, 2024
		In other comprehensive income	
Deferred tax assets:			
Allowance for expected credit losses	729	-	729
Allowance for diminution in value of inventories	400	179	579
Provision for long-term employee benefits	5,263	309	5,572
Loss on financial assets measured at fair value			
- Investment in non-marketable securities	1,610	(1,610)	-
Loss on financial assets measured at fair value			
other current financial assets	355	(259)	96
Lease liabilities	3,805	5,434	9,239
(Gain) loss from revaluations at fair value of derivative	-	179	179
Loss from tax	-	141	141
Total	12,162	4,373	16,535
Deferred tax liabilities:			
Right-of-use assets	(3,639)	(5,324)	(8,963)
Total	(3,639)	(5,324)	(8,963)
Deferred tax assets - net	8,523	(951)	7,572

(Unit: Thousand Baht)

	Consolidated		
	Balance per book	Revenue (expenses)	Balance per book
	as at	during the year ended	as at
	January 1, 2023	In profit or loss	December 31, 2023
		In other comprehensive income	
Deferred tax assets:			
Allowance for expected credit losses	413	316	729
Allowance for diminution in value of inventories	4,229	(3,834)	395
Provision for long-term employee benefits	4,908	322	5,263
Loss on financial assets measured at fair value			
- Investment in non-marketable securities	1,610	-	1,610
Loss on financial assets measured at fair value			
other current financial assets	535	(180)	355
Lease liabilities	8,289	(4,484)	3,805
(Gain) loss from revaluations at fair value of derivative	1,290	(1,290)	-
Loss from tax	4,119	(4,119)	-
Total	25,393	(13,269)	12,157
Deferred tax liabilities:			
Right-of-use assets	(7,766)	4,127	(3,639)
Gain on sales of inventories to subsidiary	82	(91)	(9)
Total	(7,684)	4,036	(3,648)
Deferred tax assets - net	17,709	(9,233)	8,509

	(Unit: Thousand Baht)			
	The Company Only			
	Balance per book as at January 1, 2023	Revenue (expenses) during the year ended In profit or loss	Balance per book as at December 31, 2023	
			In other comprehensive income	
Deferred tax assets:				
Allowance for expected credit losses	413	316	-	729
Allowance for diminution in value of inventories	4,229	(3,829)	-	400
Provision for long-term employee benefits	4,908	322	33	5,263
Loss on financial assets measured at fair value				
- Investment in non-marketable securities	1,610	-	-	1,610
Loss on financial assets measured at fair value				
other current financial assets	535	(180)	-	355
Lease liabilities	8,289	(4,484)	-	3,805
(Gain) loss from revaluations at fair value of derivative	1,290	(1,290)	-	-
Loss from tax	4,119	(4,119)	-	-
Total	25,393	(13,264)	33	12,162
Deferred tax liabilities:				
Right-of-use assets	(7,766)	4,127	-	(3,639)
Total	(7,766)	4,127	-	(3,639)
Deferred tax assets - net	17,627	(9,137)	33	8,523

The subsidiaries had tax losses for the years ended December 31, 2024 and 2023 that had not been used of Baht 13.51 million and Baht 17.89 million, respectively. The subsidiary did not record those tax losses as deferred tax assets as there was uncertainty that the subsidiary would have sufficient taxable profits to utilize the deferred tax assets.

21. OTHER NON-CURRENT ASSETS

Other non-current assets consisted:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Deposit	14,484	1,768	14,297	1,472
Corporate tax waiting for refund	8,893	8,893	8,893	8,893
Other	4,970	1,442	4,700	1,147
Total other non-current assets	28,347	12,103	27,890	11,512

22. SHORT-TERM LOANS FROM FINANCIAL INSTITUTIONS

Short-term loans from financial institutions are as follows:

	Interest rate		(Unit: Thousand Baht)			
			Consolidated		The Company Only	
	(percent per annum)					
	2024	2023	2024	2023	2024	2023
Trust receipt	3.05 - 4.05	3.05 - 4.22	349,614	349,544	349,614	349,047
Promissory notes	2.55 - 2.94	3.25 - 3.35	300,000	195,560	300,000	195,560
Total			649,614	545,104	649,614	544,607

As at December 31, 2024, the non-secured credit facilities of the Group and the Company which have not yet been drawn down amounted to Baht 2,823 million (2023: Baht 2,723 million) and Baht 2,793 million (2023: Baht 2,693 million).

23. TRADE AND OTHER CURRENT PAYABLES

Trade and other current payables consisted of:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Trade and other payables				
- related parties (note 6)	11	422	18,169	5,666
Trade payables - unrelated parties	201,981	226,435	191,333	225,691
Other current payables - related parties	1,275	-	1,275	-
Other current payables - unrelated parties	17,760	12,638	17,629	12,638
Loan from director (note 6)	444	581	-	-
Accrued expenses	6,795	2,737	6,023	2,096
Total trade and other current payables	228,266	242,813	234,429	246,091

24. PROVISION FOR LONG-TERM EMPLOYEE BENEFITS

Movement of the provision for long-term employee benefits account during for the year ended December 31, 2024 and 2023 are summarised below:

	(Unit: Thousand Baht)	
	Consolidated / The Company Only	
	2024	2023
Provision for long-term employee benefits at beginning of year	26,315	24,541
Included in profit or loss:		
Current service cost	1,245	1,240
Interest cost	527	497
Included in other comprehensive income:		
Actuarial (gain) loss arising from	-	164
Benefits paid during the year	(225)	(127)
Provision for long-term employee benefits at end of year	27,862	26,315

Line items in profit or loss under which long-term employee benefit expenses are recognised are as follows:

	(Unit: Thousand Baht)	
	Consolidated / The Company Only	
	2024	2023
Selling and administrative expenses	1,772	1,737

As at December 31, 2024, the Company expects to pay Baht 6.61 million of long-term employee benefits during the next year.

As at December 31, 2024, the weighted average duration of liabilities for long-term employee benefit is 10 years (2023: 10 years) (The Company only 10 years, 2023: 10 years).

Principal actuarial assumptions at the reporting date are summarised below:

	(Unit: Thousand Baht)	
	Consolidated / The Company Only	
	2024	2023
	(% per annum)	(% per annum)
Discount rate	2.75	2.75
Future salary increase rate (depending on age)	5.00	5.00
Staff turnover rate (depending on age)	2.87 - 34.38	2.87 - 34.38

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at December 31, 2024 are summarised below:

	(Unit: Thousand Baht)			
	Consolidated / The Company Only			
	2024		2023	
	Increase	Decrease	Increase	Decrease
Discount rate (1%)	(1.54)	1.75	(1.54)	1.75
Salary increase rate (1%)	1.69	(1.53)	1.69	(1.53)
Staff turnover rate (20%)	(1.19)	1.32	(1.19)	1.32

25. STATUTORY RESERVE

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered share capital. The statutory reserve is not available for dividend distribution.

26. TREASURY SHARES AND APPROPRIATED RETAINED EARNINGS FOR TREASURY SHARES

On November 30, 2023, the Board of Directors' Meeting No.9/2023 of the Company passed a resolution to approve a treasury shares program to repurchase up to 80 million shares (par value of Baht 0.25 each), or 6.88% of the total number of the Company's issued shares, with a budget of Baht 66 million, for surplus liquidity management purposes. The Company's shares are to be repurchased through the Stock Exchange of Thailand from December 6, 2023 to 5 June, 2024.

According to letter No. Gor Lor Tor. Chor Sor. (Vor) 2/2548 of the Office of the Securities and Exchange Commission concerning the acquisition of treasury shares, dated February 14, 2005, a public limited company may purchase back treasury shares in an amount not exceeding the amount of its retained earnings and is to appropriate an equal amount of retained earnings to a reserve for treasury shares, which must be maintained until the subsidiary either sells the treasury shares or reduces its paid-up share capital by an amount equal to the value of treasury shares which it was unable to sell.

As at December 31, 2023, the Company had purchased back 3.01 million ordinary shares or 0.26% of the total number of issued and fully paid up shares, for a total treasury shares of Baht 2.42 million and allocated retained earnings as reserve for treasury shares in the total amount of Baht 2.42 million. Such transaction is included in the statement of financial position under the caption "appropriated retained earnings - reserve for treasury shares."

During 2024, the Company purchased back 75.14 million common shares, totaling Baht 63.50 million, for a cumulative total of Baht 78.15 million shares, representing 6.73 percent of the issued and paid-up common shares. The total value of repurchase cost amounted to Baht 65.92 million and retained earnings were allocated as a reserve for treasury shares in the amount of Baht 65.92 million. Such transaction is included in the statement of financial position under the caption “appropriated retained earnings - reserve for treasury shares.

27. INCOME TAX

27.1 Income tax expenses for the years ended December 31, 2024 and 2023 are summarized as follows:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Current income tax:				
Corporate income tax charge	747	30,114	-	29,802
Deferred tax:				
Relating to origination and reversal of temporary differences	865	9,233	951	9,137
Income tax expenses revenue in the statement of comprehensive income	1,612	39,347	951	38,939

The amounts of income tax relating to each component of other comprehensive income for the years ended December 31, 2024 and 2023 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Deferred tax relating to loss on revaluation of investment in equity securities	-	(721)	-	-
Deferred tax relating to actuarial (gain) loss	-	(33)	-	(33)
Total	-	(754)	-	(33)

27.2 The reconciliation between accounting profit and income tax expenses

For the years ended December 31, 2024 and 2023 are summarized as follows:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2024	2023
Accounting profit before tax	8,874	48,622	2,485	192,355
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by income tax rate	1,775	9,724	497	38,471
Temporary differences and tax loss which was unrecognised to deferred tax assets	(693)	(968)	-	-
Differences of gain on sales of investments in subsidiaries	-	30,076	-	-
Effects of:				
Non-deductible expenses	637	560	561	513
Additional expenses deductions allowed	(107)	(45)	(107)	(45)
Total	530	515	454	468
Total reconciliation items	(163)	29,623	454	468
Income tax expenses reported in the statement of comprehensive income	1,612	39,347	951	38,939

27.3 A numerical reconciliation between the average effective tax rate and the applicable tax rate

For the years ended December 31, 2024 and 2023 are summarized as follows :-

	Consolidated			
	2024		2023	
	Tax amount (Thousand Baht)	Tax rate (%)	Tax amount (Thousand Baht)	Tax rate (%)
Accounting profit before tax expense for the year	8,874		48,622	
Tax expense at the applicable tax rate	1,775	20.00	9,724	20.00
Reconciliation items	(163)	(1.84)	29,623	60.92
Tax expense at the average effective tax rate	1,612	18.16	39,347	80.92

	The Company Only			
	2024		2023	
	Tax amount (Thousand Baht)	Tax rate (%)	Tax amount (Thousand Baht)	Tax rate (%)
Accounting profit before tax expense for the year	2,485		192,355	
Tax expense at the applicable tax rate	497	20.00	38,471	20.00
Reconciliation items	454	18.27	468	0.24
Tax expense at the average effective tax rate	951	38.27	38,939	20.24

28. EARNINGS (LOSS) PER SHARE

Basic earnings (loss) per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year after adjusting the number of ordinary shares to reflect the impact of the stock dividend. The prior period's basic earnings (loss) per share has been recalculated as if the stock dividend had been distributed at the beginning of the earliest period reported.

The weighted average number of ordinary shares is calculated net of the treasury ordinary shares held by the Company as described in Note 26 to the financial statements.

Basic earnings (loss) per share are calculated as follows.

		For the years ended December 31			
		Consolidated		The Company Only	
		2024	2023	2024	2023
<u>Profit (loss) from continuing operations</u>					
Profit (loss) for the year of parent company	(Thousand Baht)	6,264	8,193	1,533	153,416
Weighted average number of ordinary shares	(Thousand Shares)	1,159,042	1,162,052	1,159,042	1,162,052
<u>Less</u> : Average treasury shares during the period	(Thousand Shares)	(54,376)	(71)	(54,376)	(71)
Weighted average number of ordinary share	(Thousand Shares)	1,104,666	1,161,981	1,104,666	1,161,981
Basic earnings (loss) per share	(Baht/Shares)	0.006	0.007	0.001	0.132
		For the years ended December 31			
		Consolidated		The Company Only	
		2024	2023	2024	2023
<u>Profit (loss) from discontinued operations</u>					
Profit (loss) for the year of parent company	(Thousand Baht)	-	(1,734)	-	-
Weighted average number of ordinary shares	(Thousand Shares)	1,159,042	1,162,052	1,159,042	1,162,052
<u>Less</u> : Average treasury shares during the period	(Thousand Shares)	(54,376)	(71)	(54,376)	(71)
Weighted average number of ordinary share	(Thousand Shares)	1,104,666	1,161,981	1,104,666	1,161,981
Basic earnings (loss) per share	(Baht/Shares)	-	(0.001)	-	-

29. DIVIDENDS

Dividends	Approved by	Total dividends (Million Baht)	Dividend per share (Baht)
<u>Dividend payment for 2024</u>			
Final dividends for 2023	The Annual General Meeting of the Company's Shareholders No.1/2024 held on April 9, 2024	11.22	0.010
Total paid for the year ended December 31, 2024		11.22	0.010
<u>Dividend payment for 2023</u>			
Final dividends for 2022	The Annual General Meeting of the Company's Shareholders No.1/2023 held on April 7, 2023	17.43	0.015
Total paid for the year ended December 31, 2023		17.43	0.015

30. EXPENSES BY NATURE

Significant expenses classified by nature are as follows:

	(Unit: Thousand Baht)			
	Consolidated		The Company Only	
	2024	2023	2023	2023
Salaries and wages and other employee benefits	72,396	71,179	71,013	69,308
Directors and management's remuneration (Note 6)	21,285	23,122	19,985	20,672
Depreciation and amortisation	33,901	31,690	33,372	31,246
Purchase raw materials and finished goods	2,951,931	2,578,861	2,665,973	2,449,447
Changes in inventories of raw materials and finished goods	32,408	49,594	27,556	50,724
Rental expenses from operating lease agreements	3,725	6,882	3,602	6,760
Transportation expenses	55,329	54,484	54,155	53,631

31. SEGMENT INFORMATION

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.

For management purposes, the Group are organised into business units based on its products and services and have 3 reportable segments as follows:

- Commodity chemicals segment
- Specialty chemicals segment
- Other segments included the distribution of plastic pellets, distribution of lubricant, distribution of computer equipment and the provision of computer system services, among others.

The decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and total assets and on basis consistent with that used to measure operating profit or loss in the financial statements.

The basis of accounting for any transactions between reportable segments is consistent with that for third party transactions.

Major customers

For the years ended December 31, 2024 and 2023, the Company has no major customer with revenue of 10 percent or more of an entity's revenues.

The following tables present revenue and profit information regarding the Group's operating segments for the years ended December 31, 2024 and 2023 :

	(Unit: Thousand Baht)									
	Commodity chemicals segment		Specialty chemicals segment		Other segments ¹⁾		Total segments		Adjustments and eliminations	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Revenues										
External customers	2,479,310	2,457,715	315,010	199,341	407,631	171,387	3,201,951	2,828,443	-	3,201,951
Inter-segment	106,973	62,053	163,096	91,143	-	-	270,069	153,196	(270,069)	-
Total revenues	2,586,283	2,519,768	478,106	290,484	407,631	171,387	3,472,020	2,981,639	(270,069)	2,828,443
Results										
Segment profit (loss)	248,171	247,495	24,914	17,569	20,137	11,678	293,222	276,742	1,149	278,032
Other income										7,490
Distribution costs										(94,836)
Administrative expenses										(168,886)
Loss from exchange rate										(2,194)
Other gain (loss)										(244)
Finance cost										(24,691)
Share of gain (loss) of joint venture										(2,136)
Profit before income tax expenses										8,874
Income tax expenses										1,612
Profit from operating activities for the year										7,262
Loss from discontinued operation for the year net of income tax										-
Profit for the year										(4,021)
										7,262
										5,254

¹⁾ Other segments included the distribution of plastic pellets, distribution of lubricant, distribution of computer equipment and the provision of computer system services, among others.

The Group's business is principally operated in Thailand. As a result, all of the revenues and assets as reflected in these financial statements pertain exclusively this geographical reportable segment.

32. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Changes in the liabilities arising from financing activities for the years ended December 31, 2024 and 2023 are as follows:

Unit : Thousand Baht				
Consolidated				
Balance as at January 1, 2024	Cash flows Increase (decrease)	Non-cash transaction Increase (decrease)	Translation on exchange Rate	Balance as at December 31, 2024
Short-term borrowings from financial institutions	545,104	104,510	-	649,614
Lease liabilities	45,051	(30,991)	48,699	62,759
Total	590,155	73,519	48,699	712,373

Unit : Thousand Baht				
The Company Only				
Balance as at January 1, 2024	Cash flows Increase (decrease)	Non-cash transaction Increase (decrease)	Translation on exchange Rate	Balance as at December 31, 2024
Short-term borrowings from financial institutions	544,607	105,007	-	649,614
Lease liabilities	44,543	(30,885)	48,699	62,357
Total	589,150	74,122	48,699	711,971

Unit : Thousand Baht				
Consolidated				
Balance as at January 1, 2023	Cash flows Increase (decrease)	Non-cash transaction Increase (decrease)	Translation on exchange Rate	Balance as at December 31, 2023
Short-term borrowings from financial institutions	664,499	(119,395)	-	545,104
Lease liabilities	54,782	(27,932)	18,201	45,051
Total	719,281	(147,327)	18,201	590,155

Unit : Thousand Baht				
The Company Only				
Balance as at January 1, 2023	Cash flows Increase (decrease)	Non-cash transaction Increase (decrease)	Translation on exchange Rate	Balance as at December 31, 2023
Short-term borrowings from financial institutions	664,499	(119,892)	-	544,607
Lease liabilities	54,172	(27,830)	18,201	44,543
Total	718,671	(147,722)	18,201	589,150

33. PROVIDENT FUND

The Group, and their employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 1987. The employees, the Group contribute to the fund monthly at the rate of 2 - 10 percent of basic salary. The fund, which is managed by Krungsri Assset Management Company Limited, will be paid to employees upon termination in accordance with the fund rules. The contributions for the years 2024 and 2023, amounting to Baht 2.26 million and Baht 0.71 million, respectively (The Company only: Baht 2.26 million and Baht 0.71 million, respectively) were recognised as expenses.

34. COMMITMENTS AND CONTINGENT LIABILITIES

34.1 Operating lease commitments and services

The Group have entered into operating lease agreements in respect of the lease of warehouse and other services, The terms of the agreements are between 1 and 5 years.

Future minimum, payments required under these operating leases and its other service contracts were as follows:

	(Unit: Thousand Baht)	
	Consolidated /The Company Only	
	2024	2023
Payable:		
In up to 1 year	2,445	2,454
Total	2,445	2,454

34.2 Guarantees

As at December 31, 2024, the Group had the following outstanding significant letters of guarantee:

- 34.2.1 Outstanding bank guarantees of Baht 69.00 million (December 31, 2023: Baht 69.00 million) have been issued by banks on behalf of the Company in respect of certain performance bonds as required in the normal course of its business. These letters of guarantee are to guarantee payments of goods to suppliers.

34.3 Other commitments

- 34.3.1 As at December 31, 2024, the Company had commitments to banks under letters of credit amounting to approximately USD 2.00 million (December 31, 2023: USD 0.16 million).
- 34.3.2 As at December 31, 2024, the Company has commitments of Baht 15.51 million (include VAT) that has not yet been paid from design contract, construction contract for construction of a chemical warehouse and construction contract for construction of a office building (contract value include VAT of Baht 168.52 million).

35. FINANCIAL INSTRUMENTS

35.1 Financial risk management

The Group financial instruments, as defined under Thai Accounting Standard No.107 “Financial Instruments: Disclosure and Presentations”, principally comprise cash and cash equivalents, trade accounts receivable, available-for-sale investments, trust receipts, trade and other payables, and liabilities under hire purchase agreements. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Group is exposed to credit risk primarily with respect to trade accounts receivable. The Group manage the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. In addition, the Group does not have high concentrations of credit risk since it has a large customer base. The maximum exposure to credit risk is limited to the carrying amounts of trade accounts receivable as stated in the statement of financial position.

Interest rate risk

The Group’ exposure to interest rate risk relates primarily to their cash at banks, bank overdraft, and Short-term loans. However, since most of The Group’ financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate, the interest rate risk is expected to be minimal.

As at December 31, 2024 and 2023, significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

	Consolidated											
	Fixed interest Rates				Floating		Non - interest				Effective	
	Within 1 year		1 - 5 years		interest rate		bearing		Total		interest rate	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
	(% per annum)											
Financial Assets												
Cash and cash equivalents	-	-	-	-	137.59	252.19	9.44	15.82	147.03	268.01	0.125 - 0.75	0.125 - 0.75
Trade and other current receivable	-	-	-	-	-	-	638.78	687.62	638.78	687.62	-	-
Receivable under the loan												
agreement	39.86	36.24	-	-	-	-	-	-	39.86	36.24	12.00	12.00
Other current financial assets	20.81	20.68	-	-	-	-	20.88	20.82	41.69	41.50	1.00	0.65
	60.67	56.92	-	-	137.59	252.19	669.10	724.26	867.36	1,033.37		
Financial liabilities												
Short-term loans from financial												
institutions	649.61	545.10	-	-	-	-	-	-	649.61	545.10	2.55 - 4.05	3.05 - 4.22
Trade and other current payables	0.44	0.55	-	-	-	-	227.83	242.26	228.27	242.81	6.00	6.00
Lease liabilities	28.70	13.62	34.06	31.43	-	-	-	-	62.76	45.05	2.24 - 8.96	2.24 - 8.96
Other current liabilities												
Payables from derivative contracts	0.89	-	-	-	-	-	-	-	0.89	-	-	-
	679.64	559.27	34.06	31.43	-	-	227.83	242.26	941.53	832.96		

(Unit: Million Baht)

	The Company Only											
	Fixed interest Rates				Floating		Non - interest				Effective	
	Within 1 year		1 - 5 years		interest rate		bearing		Total		interest rate	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
	(% per annum)											
Financial Assets												
Cash and cash equivalents	-	-	-	-	134.91	223.99	8.85	14.10	143.76	238.09	0.125 - 0.75	0.125 - 0.75
Trade and other current receivable	-	-	-	-	-	-	647.79	718.33	647.79	718.33	-	-
Other current financial assets	20.81	20.68	-	-	-	-	20.88	20.82	41.69	41.50	1.00	0.65
	20.81	20.68	-	-	134.91	223.99	677.52	753.25	833.24	997.92		
Financial liabilities												
Short-term loans from financial												
institutions	649.61	544.61	-	-	-	-	-	-	649.61	544.61	2.55 - 4.05	3.05 - 3.80
Trade and other current payables	-	-	-	-	-	-	234.43	246.09	234.43	246.09	-	-
Lease liabilities	28.59	13.51	33.76	31.03	-	-	-	-	62.35	44.54	2.24 - 8.96	2.24 - 8.96
Other current liabilities												
Payables from derivative contracts	0.89	-	-	-	-	-	-	-	0.89	-	-	-
	679.09	558.12	33.76	31.03	-	-	234.43	246.09	947.28	835.24		

Foreign currency risk

As at December 31, 2024 and 2023, the balances of financial liabilities denominated in foreign currencies are summarised below.

Consolidated/The Company Only				
Foreign currency	Financial liabilities		Average exchange rate	
	2024	2023	2024	2023
	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US dollar	1.24	1.34	34.15	35.24

The Company Only				
Foreign currency	Financial liabilities		Average exchange rate	
	2024	2023	2024	2023
	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US dollar	1.24	1.32	34.15	34.39

As at December 31, 2024 and 2023, the outstanding of forward exchange contracts of the Group are summarised below.

Consolidated/The Company Only						
Foreign currency	Contractual exchange rate				Contractual Maturity date	
	Bought amount		Bought			
	2024	2023	2024	2023	2024	2023
	(Million)	(Million)	(Baht per 1 foreign currency unit)			
US dollar	1.52	-	33.32 - 34.55	-	January - May 2025	-
Yen	4.50	-	0.23	-	March - April 2025	-

35.2 Fair value of financial instruments

The subsidiary company uses the market approach to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards, except that the cost approach or income approach is used when there is no active market or when a quoted market price is not available.

As at December 31, 2024, the fair values of open forward foreign exchange contracts of the Group company were stated as net liabilities of Baht 0.89 million, respectively which presented in other liabilities under the statement of financial position.

As at December 31, 2023, the Group company have not any foreign exchange contracts.

Fair value hierarchy

In applying the above-mentioned valuation techniques, the subsidiary company endeavors to use relevant observable inputs as much as possible. TFRS 13 Fair Value Measurement establishes a fair value hierarchy categorising such inputs into three levels as follows:

- Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities
- Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly
- Level 3 - Use of unobservable inputs such as estimates of future cash flows

As at December 31, 2024, the Group had the assets that were measured at fair value using different levels of inputs as follows:

	(Unit: Thousand Baht)			
	Consolidated/The Company Only			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Other current financial assets				
Fixed deposit	20,812	-	-	20,812
Unit trust	-	14,071	-	14,071
Investment in marketable securities	6,812	-	-	6,812
Liabilities disclosed at fair value				
Other current liabilities - derivative contracts	-	892	-	892
Assets disclosed at fair value				
Investment properties	-	21,150	-	21,150

During the current year, there were no transfers within the fair value hierarchy.

As at December 31, 2023, the Group had the assets that were measured at fair value using different levels of inputs as follows:

	(Unit: Thousand Baht)			
	Consolidated/The Company Only			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Other current financial assets				
Fixed deposit	20,678	-	-	20,678
Unit trust	-	12,849	-	12,849
Investment in marketable securities	7,974	-	-	7,974
Assets disclosed at fair value				
Investment properties	-	21,150	-	21,150

During the current year, there were no transfers within the fair value hierarchy.

Valuation techniques and inputs of fair value to level 1

Available-for-sale investments are stated at fair value using inputs of Level 1 which uses the quoted market prices in an observable active market for such assets or liabilities. Such fair value of investment in equity securities investments has been determined by using the last bid price of the last working day of the year from the Stock Exchange of Thailand.

Valuation techniques and inputs of fair value to level 2

Derivatives used for hedge accounting at fair value level 2 such as forward exchange contract is calculated by using the defined rate by the bank counterparty of the company as if those contracts have been terminated as at the statement of financial position date.

The fair value of investments in debt instrument which is unit trusts that not listed on the Stock Exchange of Thailand has been determined by using the net assets value per unit as announced by fund manager.

The fair value of land categorized as investment property was determined by independent property appraisers under the market approach.

36. CAPITAL MANAGEMENT

The primary objective of the Company's capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value. As at December 31, 2024, the Group's debt-to-equity ratio was 1.31:1 (December 31, 2023: 1.05:1) and the Company's was 1.35:1 (December 31, 2023: 1.07:1).

37. EVENTS AFTER THE REPORTING PERIOD

On February 26, 2025, the Board of Directors' meeting No.1/2025 to propose to Annual General Meeting of the Company's shareholders for the year 2025 to approve the dividend payment to shareholders (after deducting treasury shares) from annual operating results for 2024 at the rate of 0.01 baht per share, total not exceeding of Baht 10.84 million.

38. APPROVAL OF FINANCIAL STATEMENTS

These financial statements were authorised for issue by the Company's Board of Directors on February 26, 2025.



Attachment



Attachment Annual Report 2024
(Form 56-1 One Report)

Union Petrochemical Public Company Limited

Attachment 1

Profiles of Directors, Executives, and Authorized Persons

Profile of the Most Responsible Person in the Accounting and Finance Department

Profile of Company Secretary and Representative for Internal Affairs

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Attachment 2

Details of Subsidiary Directors and Joint Venture Companies

.....

Attachment 3

Profile of the Chief Financial Officer

.....

Attachment 4

Business Assets and Details on Property Valuation

.....

Attachment 5

Corporate Governance Policy

.....

Attachment 6

Sustainability Development Policy

.....

Attachment 7

Audit Committee Report

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Attachment 8

Risk Management Committee Report

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Director Profile

Mr. Pala Sookawesh (Age 85 years)

Chairman of the Board / Independent Director

Education

- Honorary Doctor of Engineering Degree Chulalongkorn University (2003)
- CERT.in Advanced Management Program (AMP), Harvard University U.S.A
- Diploma (Por.Por.333) National Defense Course, Joint Public-Private Sector
- M.S. Industrial Engineering (Operation Research) Oregon State University, U.S.A
- CERT. in System Analysis in Water Resource Planning, US. Army Corp. of Engineers, U.S.A
- Bachelor of Engineering (2nd Class Honors) Electrical Engineering Chulalongkorn University

Training History

- Directors Accreditation Program (DAP) 14/2004
- Role of the Chairman Program (RCP) 2/2001
- Role of the Compensation Program (RCC) 3/2007

Work Experience

- 2012 - Present Position: Chairman of the Board of Directors
Union Petrochemical Public Company Limited
- 2023 - Present Position: Chairman of the Petroleum Institute of Thailand Foundation
- 2011 - Present Position: Advisor, Chulalongkorn University Alumni Foundation
- 1996 - 1999 Position: Governor, Petroleum Authority of Thailand

Positions in other listed companies : None

Holding positions in other : 2 Company

non-listed companies

Number of years as director : 13 years (2012 - present)

Board of Directors Meeting Attendance : 6 / 6

Shareholding in the Company : None



Director Profile

Mr. Virat Suwannapasri (Age 81 years)
Director and Chairman of the Executive Committee

Education

- diploma Faculty of Commerce Executive Development Program and Accounting, Chulalongkorn University

Training History

- DAP project training, class 43, on August 19, 2005

Work Experience

- Year 2016 - Present Position: Chairman of the Executive Committee, Union Petrochemical Public Company Limited.
- Year 1981 - 2015 Position: Managing Director, Union Petrochemical Public Company Limited.
- Year 2010 - 2023 Position: Director Gratitude Infinite Public Company Limited.
- Year 2000 - present Position: Managing Director, Lion Asia (Thailand) Company Limited.

Positions in other listed companies : None

Holding positions in other non-listed companies : 1 Company

Number of years as director : 20 years (2005 - present)

Board of Directors Meeting Attendance : 5 / 6

Shareholding in the Company : None



Director Profile

Mr. Poolsak Tansitthipun (Age 67 years)

**Vice Chairman / Chairman of the Audit Committee /
Risk Management Committee and Independent Director**

Education

- Master of Business Administration, Kasetsart University
- Bachelor of Laws, Ramkhamhaeng University

Training History

- Directors Accreditation Program (DAP) Course No. 50/2006 by the Thai Institute of Directors Association
- Audit Committee Program Course No. 31/2010 by the Thai Institute of Directors Association
- Director Certification Program (DCP) Course No. 144/2011 by the Thai Institute of Directors Association
- Anti-Corruption for Executive Program Course No. 13/2014 by the Thai Institute of Directors Association
- Role of the Chairman Program Course No. 35/2014 by the Thai Institute of Directors Association

Work Experience

- 2005 - Present Position: Vice Chairman, Chairman of the Audit Committee and Risk Management Committee
Union Petrochemical Public Company Limited.
- 2015 - present Position: Vice Chairman, Chairman of the Audit Committee, Risk Management Committee and Nomination and Remuneration Committee
Ananda Development Public Company Limited
- 1996 - present Position: Director Sappakit Turakarn Company Limited
- 1989 - present Position: Director B. Brothers Company Limited
- present Position: Director C.E.O. Private Club Company Limited
- present Position: Director C.E.O Private Park Company Limited

Positions in other listed companies : 1 Company

**Holding positions in other
non-listed companies** : 4 Company

Number of years as director : 20 years (2005 - present)

Board of Directors Meeting Attendance : 6 / 6

Shareholding in the Company : None



Director Profile

Mr. Vorapote Uchoepaiboonvong (Age 64 years)

Chairman of the Risk Management Committee,
Audit Committee and Independent Director

Education

- Master of Business Administration (International Banking and Finance)
University of Birmingham, UK
- Master of Science in Costing, Chulalongkorn University
- Bachelor of Accountancy, Thammasat University

Training History

- Senior Executive Course, Class 24, Capital Market Academy
- Advanced Security Management Course, Class 10, National Defense College Association under Royal Patronage
- Advanced Insurance Science Program (AIS) Class 9, Office of Insurance Commission (OIC)
- Executive Development Course 2013, Class 9, Fiscal Policy Research Institute Foundation
- Developing Corporate Governance Policy 1st Generation/2008 Thai Institute of Directors Association
- Company Secretary Program (CSP) Class 25/2008, Thai Health Promotion Association
- Director Certification Program (DCP) Class 61/2005, Thai Institute of Directors Association
- Audit Committee Program (ACP) 10th Generation/2005 Thai Institute of Directors Association

Work Experience

- 2005 - present Position: Chairman of the Risk Management Committee,
Audit Committee and Independent Director
Union Petrochemical Public Company Limited.
- 2020 - Present Position: Managing Director Xayaburi Power Company Limited
- 2020 - Present Position: Director Luang Prabang Power Company Limited
- 2016 - Present Position: Executive committee CK Power Public Company Limited.
- 2017 - Present Position: Chairman Bangkhenthai Company Limited
- 2011 - Present Position: Director Chiangrai Solar Company Limited
- 2011 - Present Position: Director Nakhon Ratchasima Solar Company Limited
- 2009 - Present Position: Director Bangpailin Cogeneration Company Limited

Positions in other listed companies : 1 Company

Holding positions in other non-listed companies : 6 Company

Number of years as director : 20 years (2005 - present)

Board of Directors Meeting Attendance : 5 / 6

Shareholding in the Company : None



Director Profile

Professor Dr. Tharapong Vitidsant (Age 69 years)
Audit Committee and Independent Directors

Education

- Doctoral degree (Engineering Chemistry)
Institute National Polytechnique Toulouse France
- Master's degree (Technical Chemistry) Chulalongkorn University
- Bachelor's degree (Engineering Chemistry) Chulalongkorn University

Training History

- Certificate in Directors Accreditation Program (DAP) 75/2008

Work Experience

- 2017 - Present Position: Audit Committee and Independent Directors
Union Petrochemical Public Company Limited.
- 2018 - Present Position: Independent Directors
Eason & Co Public Company Limited
- 2015 - Present Position: Professor in the Department of Chemical Technology,
Chulalongkorn University
- 2012 - Present Position: Director of the Biomass Fuel and Energy Center
Chulalongkorn University Saraburi
- 2013 - 2014 Position: Director of the Energy Research Institute
Chulalongkorn University

Positions in other listed companies : 1 Company

Holding positions in other non-listed companies : None

Number of years as director : 8 years (2017 - present)

Board of Directors Meeting Attendance : 6 / 6

Shareholding in the Company : None



Director Profile

Mr. Perapol Suwannapasri (Age 46 years)
Managing Director

Education

- Master Degree in E-Business Management University of Surrey, UK

Training History

- Passed the DAP project training, class 44, on September 2, 2005 through

Work Experience

- 2016 - Present Position: Managing Director,
Union Petrochemical Public Company Limited
- 2024 - Present Position: Managing Director,
ULT Glean Solutions (Thailand) co., Ltd.
- 2024 - Present Position: Executive Committee Chairman,
ECO Centric Corporation co., Ltd.
- 2020 - Present Position: Director,
Thai Coconut Public Company Limited.
- 2024 - Present Position: Director,
Mahanakhorn Capital co., Ltd.
- 2005 - 2016 Position: Assistant Managing Director
Union Petrochemical public Company Limited
- Year 2010 - Present Position: Director,
Gratitude Infinite Public Company Limited
- 2005 - Present Position: Director,
Lion Asia (Thailand) Co., Ltd. (Affiliated Company)
- 2003 - 2005 Position: Business Development Manager,
Union Petrochemical Co., Ltd.

Positions in other listed companies : None

Holding positions in other non-listed companies : 5 Company

Number of years as director : 20 years (2005 - present)

Board of Directors Meeting Attendance : 6 / 6

Shareholding in the Company : 26.23%



Education

- Associate Degree in Business Administration, Major in Marketing Bangkok Technical College
- Honorary Doctorate of Buddhism Department of Social Sciences
Chulalongkorn Rajavidyalaya University

Training History

- DAP project training, class 43, on August 19, 2005

Work Experience

- Year 2005 - Present Position: Director,
Union Petrochemical Public Company Limited.
- Year 1981 - 2005 Position: Deputy Managing Director,
Union Petrochemical Company Limited.
- Year 2010 - 2023 Position: Director
Gratitude Infinite Public Company Limited.
- Year 2000 - present Position: Director,
Lion Asia (Thailand) Company Limited.

Positions in other listed companies : None

Holding positions in other
non-listed companies : 1 Company

Number of years as director : 20 years (2005 - present)

Board of Directors Meeting Attendance : 2 / 6

Shareholding in the Company : None



Director Profile

Miss Suthida Suwannaphasri (Age 55 years)

Director and Deputy Managing, Director

Education

- Doctorate Degree, Honorary Doctorate of Buddhism, Field of Study social work
Mahachulalongkornrajavidyalaya University
- Master's Degree: Master of Political Science National Institute of Development Administration

Training History

- DAP project training, class 45, on September 27, 2005

Work Experience

- Year 2019 - Present Position: Deputy Managing Director,
Union Petrochemical Public Company Limited.
- Year 2005 - 2019 Position: Assistant Managing Director of Sales,
Union Petrochemical Public Company Limited.
- Year 2020 - 2023 Position: Managing Director
Gratitude Infinite Public Company Limited.
- Year 2010 - 2020 Position: Director
Gratitude Infinite Public Company Limited.
- Year 2000 - present Position: Director,
Lion Asia (Thailand) Company Limited.
- Year 1993 - 2005 Position: General Manager,
Union Petrochemical Company Limited.

Positions in other listed companies : None

Holding positions in other : 2 Company

non-listed companies

Number of years as director : 20 years (2005 - present)

Board of Directors Meeting Attendance : 6 / 6

Shareholding in the Company : 6.51%



Director Profile

Mr. Somjate Saifon (Age 68 years)
Director and Executive Committee

Education

- Master's degree (Industrial Engineering) Asian Institute of Technology
- Bachelor's degree (Engineering chemistry) Chulalongkorn University

Training History

- Certificate in Directors Accreditation Program (DAP) 75/2551

Work Experience

- Year 2018 - present Position: Director and Executive Director,
Union Petrochemical Public Company Limited.
- Year 2008 - 2017 Position: Director,
Esso (Thailand) Public Company Limited.

Positions in other listed companies : None

Holding positions in other
non-listed companies : 3 Company

Number of years as director : 7 years (2018 - present)

Board of Directors Meeting Attendance : 6 / 6

Shareholding in the Company : 0.005%



Director Profile

Dr. Khian Wongsuree (Age 86 years)
Independent Director

Education

- Ph.D. Electrical Engineering
The University of British Columbia, Canada

Training History

- Passed the DCP project training class 6/2001

Work Experience

- 2005 - Present Position: Independent Director
Union Petrochemical Public Company Limited
- 2005 - Present Position: Director
Bangkok Tech-Con Public Company Limited
- 1998 - 2005 Position: Director
Electricity Generating Public Company Limited

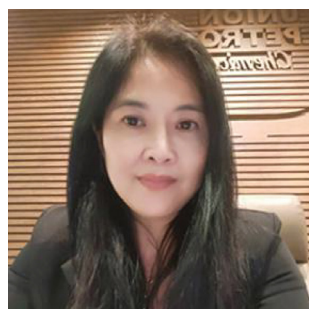
Positions in other listed companies : 2 Company

Holding positions in other non-listed companies : None

Number of years as director : 20 years (2005 - present)

Board of Directors Meeting Attendance : 4 / 6

Shareholding in the Company : None



Profile of the Most Responsible Person in the Accounting and Finance Department

Mrs. Apinya Pleamruk (Age 51 years)
Chief Financial Officer (CFO)

Education

- Bachelor's Degree in Accounting, Siam University

Training History

- Strategic CFO in Capital Markets Program, Batch 11
- Essential Course: Financial Strategy Implementation for Sustainable Business Growth
- THE Mai CFO 2024 Growth & AI Chapter
- Disclosure Training via SET Link System, Session 1/2025, The Stock Exchange of Thailand
- Accounting and Taxation Update for Accountants 2024
- AISA Scholarship for Finance Professionals in Capital Markets
- Digital Assets and Business Growth Opportunities for New S-Curve Listed Companies
- Financial Statement Preparation, Accounting Data Management, and Compliance with Accounting Standards
- The New CFO 2022: Driving Business Growth Through Mergers & Acquisitions
- TFRS 9: Thai Financial Reporting Standards

Work History

- 2005 - Present Position: Chief Financial Officer (CFO),
Union Petrochemical Public Company Limited
- 2024 - Present Position: Director,
UTJ Green Solutions (Thailand) Co., Ltd.
- 2024 - Present Position: Director,
EcoCentric Corporation Co., Ltd.
- 2020 - Present Position: Director,
Thai Coco Craft Co., Ltd.
- 2001 - 2005 Position: Head of Accounting,
Yanhee Hospital Co., Ltd. and Ya-In Thai Co., Ltd. (Yanhee Hospital Group)
- 1997 - 2000 Position: Audit Team,
BENTHAI COMPANY LIMITED.

Positions in other listed companies : None

Holding positions in other non-listed companies : 3 entities

Number of years as director

Board of Directors Meeting Attendance : 6 / 6

Shareholding in the Company : None



Education

- Bachelor of Law Suan Sunandha Rajabhat University

Training History

- Company Secretary Program (CSP) Model 155/2025 Thai Institute of Directors: IOD
- Disclosure of information via the SET Link system No. 1/2025, Stock Exchange of Thailand
- ESG Risk Management Workshop, Stock Exchange of Thailand
- COSO ERM For Internal Auditors Course, The Association of Internal Auditors of Thailand
- Course: Learn Internal Auditing in 1 Day The Association of Internal Auditors of Thailand

Work History

- 2024 - Present Position: Acting Company Secretary
Union Petrochemical Public Company Limited
- 2022 - Present Position: Internal Audit Officer
Union Petrochemical Public Company Limited
- 2014 - 2022 Position: Head of Internal Audit
Metro Auto House Co., Ltd.

Attachment 2 Details of Subsidiary Directors and Joint Venture Companies

1. Lion Asia (Thailand) Co., Ltd. (Subsidiary)

Name	Position	Appointment Date
Mr. Virat Suwannapasri	Chief Executive Officer*	22 August 2000
Mr. Perapol Suwannapasri	Managing Director*	22 August 2000
Ms. Suthida Suwannapasri	Director*	22 August 2000
Mrs. Kanchana Suwannapasri	Director*	22 August 2000
Ms. Piyanan Suwannapasri	Director	22 August 2000
Ms. Piyada Suwannapasri	Director	22 August 2000

Note: * The authorized directors are those who can sign jointly (two directors must sign together and affix the company's seal).

2. Mahanakorn Capital Co., Ltd. (Subsidiary)

Name	Position	Appointment Date
Mr. Kriengsak Thanasunthornpaisan	Managing Director*	14 December 2020
Mr. Perapol Suwannapasri	Director*	14 December 2020
Ms. Suthida Suwannapasri	Director*	14 December 2020

Note: * The authorized directors are those who can sign jointly (two directors must sign together and affix the company's seal).

3. Thai Coco Craft Co., Ltd. (Subsidiary)

Name	Position	Appointment Date
Mrs. Chutima Lertnuntakij	Managing Director*	23 December 2020
Mr. Perapol Suwannapasri	Director*	23 December 2020
Ms. Suthida Suwannapasri	Director	23 December 2020
Mr. Somjed Saifon	Director*	23 December 2020
Mrs. Apinya Pleamruk	Director*	23 December 2020

Note: * The authorized directors are those who can sign jointly (two directors must sign together and affix the company's seal).

4. Eco Centric Corporation Co., Ltd. (Joint Venture)

Name	Position	Appointment Date
Mr. Perapol Suwannapasri	Chief Executive Officer*	6 June 2024
Ms. Tharathip Phanthmetharith	Managing Director*	6 June 2024
Mr. Somjed Saifon	Director*	6 June 2024
Mrs. Apinya Pleamruk	Director*	6 June 2024
Mr. Thana Suksan	Director	6 June 2024

Note: * The authorized directors are those who can sign jointly (two directors must sign together and affix the company's seal).

5. UTJ Green Solutions (Thailand) Co., Ltd. (Joint Venture)

Name	Position	Appointment Date
Mr. Perapol Suwannapasri	Managing Director*	19 September 2024
Mr. Somjed Saifon	Director*	19 September 2024
Mrs. Apinya Pleamruk	Director*	19 September 2024
Mr. Dai Tsutsumi	Director*	19 September 2024
Mr. Eiji Sukiura	Director	19 September 2024

Note: * The authorized directors are those who can sign jointly (two directors must sign together and affix the company's seal).

Attachment 2 Details of Subsidiary Directors and Joint Venture Companies

Board of Directors Information of the Company

Name	Union Petrochemical Public Co., Ltd.	Subsidiaries			Joint Ventures	
		Lion Asia (Thailand) Co., Ltd.	Mahanakorn Capital Co., Ltd.	Thai Coco Craft Co., Ltd.	Eco Centric Corporation Co., Ltd.	UTJ Green Solutions (Thailand) Co., Ltd.
Mr. Phala Sukwet	X	-	-	-	-	-
Mr. Poolsak Tansitthipun	/, XX, XXX	-	-	-	-	-
Mr. Vorapote Uchupaiboonvong	/, XX, XXX	-	-	-	-	-
Dr. Tharapong Vitidsant	/, XX	-	-	-	-	-
Dr. Khien Vongsuree	/	-	-	-	-	-
Mr. Virat Suwannapasri	/, //, ///	//, ///	-	-	-	-
Mrs. Kanchana Suwannapasri	/	/	-	-	-	-
Mr. Perapol Suwannapasri	/, //, ///, XXX	//, ///	/	/	//	//
Ms. Suthida Suwannapasri	//, ///, ///	/	/	/	-	-
Mr. Somjed Saifon	/, //, XXX	-	-	/	/	/
Mrs. Apinya Pleamruk	V	-	-	/	/	/
Ms. Tawinan Brirak	W	-	-	-	-	-

Note:

X = Chairman of the Board	XX = Audit Committee
XXX = Risk Management Committee	/ = Director
// = Executive Director	/// = Executive
V = Accounting Manager	W = Company Secretary

Profile of the Company's Internal Audit and Compliance Officer

Name: Miss Thawinan Borirak
Age: 34 years
Position: The Company's Internal Audit and Compliance Officer

Education

- Bachelor of Law Suan Sunandha Rajabhat University

Training History

- Company Secretary Program (CSP) Model 155/2025 Thai Institute of Directors: IOD
- Disclosure of information via the SET Link system No. 1/2025, Stock Exchange of Thailand
- ESG Risk Management Workshop, Stock Exchange of Thailand
- COSO ERM For Internal Auditors Course, The Association of Internal Auditors of Thailand
- Course: Learn Internal Auditing in 1 Day The Association of Internal Auditors of Thailand

Work History

- 2024 - Present Position: Acting Company Secretary
Union Petrochemical Public Company Limited
- 2022 - Present Position: Internal Audit Officer
Union Petrochemical Public Company Limited
- 2014 - 2022 Position: Head of Internal Audit
Metro Auto House Co., Ltd.

Job description

Responsible for supervising the operations of various departments within the company to comply with relevant regulations, collect, study information, and provide advice to various departments on relevant regulations and announcements, and participate in the development of various work systems, with the main duties divided as follows:

1. Internal operations management (Compliance)
 - Review the annual investigation plan submitted for audit
 - Supervise, supervise and inspect the operations of various departments according to the specified plans in accordance with government and company regulations.
 - Provide advice on government and company regulations to employees.
 - Act as a representative for coordination between the company and external agencies and government agencies.
 - Summarize the changes in the regulations and key points to be forwarded to relevant parties and the committee, including the preparation and improvement of the operations manual. (Compliance Manual)

Attachment 3 Profile of the Chief Financial Officer

- Receive customer complaints and consider the conclusions to find ways to improve and resolve together with the parent company to create customer satisfaction.
- Provide training at least once a year to all employees in the company regarding their duties and responsibilities, as well as introduce relevant regulations, new company regulations, and various codes of ethics in operations.
- Prepare annual performance supervision report
- Notify the SEC of any significant misconduct without delay.

2. Internal Audit

- Prepare annual internal audit plan and submit to the audit committee.
- Check the performance of each department according to the specified plan to ensure that it complies with the company's work procedures.
- Review the performance of each department and assess internal control and risk management, as well as provide recommendations for improving and changing the work system to be more appropriate and efficient.

Attachment 4 Business Assets and Details on Property Valuation

4.1 Main Fixed Assets Used for Business Operations

As of December 31, 2024, the company and its subsidiaries own significant fixed assets used for business operations as follows:

No.	Asset Type / Description	Utilization	Ownership	Net Value (Million THB)	Liabilities
1	Land, 4 rai, located in Bangchak Sub-district, Phra Pradaeng District, Samut Prakan Province	Used as a warehouse location	Company owns	16.94	None
2	Land, 1 rai 20 square wah, located at 219/12-15, Moo 6, Suk Sawat 78 Alley, Nai Klong Bang Pla Kod Sub-district, Phra Samut Chedi District, Samut Prakan Province	Used as a warehouse location	Company owns	10.30	None
3	Land, 18 rai 44.5 square wah, located in Rojana Industrial Estate, Chonburi Province	Used as a warehouse and distribution center	Company owns	124.97	None
4	Vacant land, 1-0-23, located at Petchkasem 64, Bangkae Nuea, Bangkok	Investment property	Company owns	13.96	None
5	Two warehouse buildings located at 95/1, Moo 6, Bangchak Sub-district, Phra Pradaeng District, Samut Prakan Province. One warehouse located at 219/12-13, 219/14-15, Moo 6, Suk Sawat 78 Alley, Nai Klong Bang Pla Kod Sub-district, Phra Samut Chedi District, Samut Prakan Province	Used for storing chemicals	Company owns	8.74	None
6	Building improvements for leased warehouses and office buildings of the company and its subsidiaries	Used for storing chemicals and office use	Company and subsidiaries own	10.07	None
7	Office equipment and office fixtures	Used as office equipment	Company and subsidiaries own	1.88	None

Attachment 4 Business Assets and Details on Property Valuation

No.	Asset Type / Description	Utilization	Ownership	Net Value (Million THB)	Liabilities
8	Electrical equipment and tools	Used as office equipment, warehouse items	Company owns	5.73	None
9	Vehicles for transporting chemical products, consisting of: - 4-wheeled trucks for transporting 10 tanks. - 10-wheeled trucks for transporting 40-50 tanks. - 6-wheeled tanker trucks for transporting 6,000 - 9,000 liters. - 10-wheeled tanker trucks for transporting 12,000 - 15,000 liters.	Used for transporting chemicals	Company owns / lease-purchase	15.49	None
10	Assets under installation and construction		Company owns	146,251	
	Total			146,459.08	

4.2 Summary of Important Contracts

4.2.1 Property Lease Agreements

No.	Asset Type / Description	Lease Rate / Service Fee (THB)	Contract Partner	Remarks
1	Chemical storage tanks (5 tanks)	As agreed,	Siam Chemical Public Co., Ltd.	Contract expires on December 31, 2026. Each tank has a capacity of 750,000 and 1,500,000 liters
2	Product storage area	As agreed,	BMT Pacific Co., Ltd.	Service agreement for receiving and distributing chemicals, expires on March 31, 2028
3	Office building located at 728 Union House, Bang Bamru, Bang Phlat, Bangkok	320 THB per sqm excluding utilities	Union Petrochemical Public Co., Ltd.	Total area leased: 702 sqm, monthly rent 224,640 THB; Lion Asia (Thailand) Co., Ltd. leases 32 sqm, monthly rent 10,240 THB. Lease expires on August 30, 2028

No.	Asset Type / Description	Lease Rate / Service Fee (THB)	Contract Partner	Remarks
4	Warehouse located at 95, Moo 6, Bangchak Sub-district, Phra Pradaeng District, Samut Prakan Province	As agreed,	Hong Keng Textile Co., Ltd.	Contract expires on December 31, 2028

4.2.2 Commercial Contracts

No.	Type/Nature of Contract	Contracting Party	Others
1	Raw Material Purchase Agreement	ORPC Public Company Limited	Effective since 2006 (Raw material purchase agreement is renewed annually)
2	Branded Distributor Appointment Agreement	ExxonMobil Marketing (Thailand) Limited	Effective since July 5, 2005
3	Authorized Distributor Appointment Letter	Chevron (Thailand) Limited	Effective since October 5, 1985
4	Product Purchase Agreement	PTT Global Chemical Public Company Limited	Effective since 2015 (Product purchase agreement is renewed annually)

Good Corporate Governance Policy

1. The Board of Directors, executives, and all employees adhere to compliance with laws and integrate the principles of good corporate governance into their operations, aligning them with the organization's vision, mission, strategy, and objectives. This will strengthen the organization's management system for greater effectiveness, leading to increased confidence from shareholders, investors, and all stakeholders.
2. The Board of Directors respects the rights of all shareholders and treats them equally and fairly, while facilitating shareholders in exercising their rights in various matters.
3. The Board of Directors promotes processes that enhance relationships and cooperation between the company and stakeholders, establishing appropriate communication channels between them.
4. The Board of Directors sets policies and business ethics to guide the company's actions with all stakeholders, including shareholders, customers, business competitors, partners, creditors, employees, communities, society, and the environment.
5. The Board of Directors plays a role in determining the vision, mission, and reviewing and approving strategies, policies, business plans, and budgets. They oversee and ensure that management adheres to these policies effectively and efficiently, aiming to maximize economic value for the business and wealth for shareholders.
6. The Board of Directors ensures the organization has a clear organizational structure, a division of responsibilities between the Board, subcommittees, the Managing Director, and management. It establishes internal control systems, internal audit processes, risk management systems, mechanisms to prevent conflicts of interest, and the appropriate use of inside information.
7. The Board of Directors ensures there is an effective system in place to prevent corruption, ensuring management is aware of and prioritizes anti-corruption measures, complying with anti-corruption policies.
8. The Board of Directors ensures that financial statements and financial information are prepared in accordance with generally accepted accounting standards, with adequate and reliable disclosure of important information. They ensure the appointment of competent and independent auditors.
9. The Board of Directors ensures that the company communicates and discloses important information, both financial and non-financial, in a timely, accurate, complete, reliable, transparent, and accessible manner through various channels, including investor relations.

10. The Board of Directors may appoint subcommittees as appropriate to help review important matters and report their work regularly to the Board of Directors, including providing reports to shareholders in the company's annual report.
11. The Board of Directors ensures the performance of the Board, subcommittees (such as the Audit Committee), and other key executives is evaluated annually to assess their effectiveness and improve operations.
12. The Board of Directors ensures the recruitment of executives at all levels is conducted fairly, transparently, and appropriately.
13. The Board of Directors plays a key role in establishing corporate governance and business ethics policies in writing, ensuring that all directors, executives, and employees are informed, understand, and strictly adhere to these principles. They have measures to monitor compliance with good corporate governance practices in line with the Corporate Governance Code for Listed Companies (CG Code 2017) issued by the Securities and Exchange Commission (SEC).

Shareholder Rights

The Board of Directors values and respects the rights of all shareholders and facilitates them in exercising their rights, both basic and those to which they are entitled. The Board has procedures in place to address shareholder rights on key matters, as follows:

1. **Right to Receive Share Certificates and Rights to Buy or Sell Shares:** The company has designated Thailand Securities Depository Co., Ltd. as the company's registrar to facilitate shareholders with share registration tasks.
2. **Right to Propose Agenda Items and Nominate Directors:** Shareholders holding no less than 3% of the company's paid-up shares have the right to propose agenda items, nominate directors, and submit questions in advance of the annual general meeting.
 - The company will notify shareholders of the period to submit proposals through the Stock Exchange of Thailand and the company's website, at least three months before the end of the fiscal year.
 - The company will provide the criteria, procedures, and forms for submitting proposals via its website, ensuring transparency and fairness.

3. **Right to Participate in Shareholder Meetings:** The company promotes equal participation in meetings by all shareholders, with the annual general meeting being held within four months from the end of the fiscal year. If necessary, an extraordinary general meeting will be called to address urgent matters impacting shareholders' interests.
 - Prior to the meeting, invitations, supporting documents, and relevant information will be sent at least 21 days before the meeting.
 - Shareholders can attend in person or appoint a proxy, with clear instructions provided on voting procedures.
 - During the meeting, the Board and executives will provide opportunities for shareholders to ask questions, and all discussions will be transparently recorded.
4. **Right to Appoint and Remove Directors:** Shareholders have the right to elect directors individually during the AGM, with each shareholder receiving one vote per share. The Board must propose suitable candidates and provide relevant information for approval.
5. **Right to Approve the Appointment of Auditors and Set Auditor Fees:** Shareholders are responsible for approving the appointment of auditors and auditor fees during the AGM, ensuring the independence and competence of the auditors.

This summary outlines the essential components of the company's governance practices to ensure transparency, fairness, and responsibility towards all stakeholders.

Policy and Practices on Employee Compensation and Benefits

Employees are vital personnel for the company. To retain skilled, knowledgeable, and capable employees, the company has set compensation and benefits policies that are reasonable and align with industry standards. The company is responsible for ensuring a safe working environment for the employees' lives and property, and for providing adequate and appropriate work facilities. The company adheres strictly to labor laws to prevent loss of life, injuries, or illnesses resulting from work. The compensation policy is aligned with the company's performance and profitability, considering annual profit potential and work performance evaluation. Employee benefits include a provident fund to support savings and security for employees and their families, which is voluntary and based on employees' tenure. The company also provides group life and health insurance, emergency financial assistance, and organizes recreational activities to enhance team spirit and reward employees.

Policy and Practices on Employee Knowledge and Capability Development

The company places great emphasis on developing the knowledge and skills of employees. It organizes internal and external training programs for employees at all levels to enhance their work efficiency and adapt to changes in innovations. The company also communicates its policies and regulations to ensure employees are aware of and follow the company's operational guidelines.

Policy on Customers

The company upholds ethical standards in its dealings with customers, ensuring fairness, responsibility, and equal attention to all customers. It provides quality, standardized, and accurate services that meet customer needs, along with swift product delivery in compliance with transportation laws for safety and customer confidence. The operational principles are as follows:

1. Deliver quality products and services that meet standards at fair prices and continually improve product variety. Information about products and services is disclosed thoroughly and accurately.
2. Provide accurate and timely information to customers to assist in their decision-making, avoiding exaggerations or misunderstandings about product quality, quantity, or terms.
3. Respond to customer needs promptly, maintaining a proper and safe inventory and transportation system.
4. Allow customers to file complaints about product and service issues and resolve them promptly.
5. Maintain customer confidentiality, ensuring that information is only disclosed when required by law.

Policy on Business Partners and Creditors/Debtors

The company treats its business partners with fairness and integrity, ensuring mutual benefit. The procurement process follows good governance practices, offering all partners equal opportunities to present bids transparently and fairly, avoiding conflicts of interest.

Procurement and Partner Practices

1. The company follows all contract agreements and conditions. In cases of non-compliance, negotiations are held in advance to find mutually beneficial solutions.
2. Procurement must be transparent to prevent fraud or misconduct in the purchasing process.
3. Business partners are treated equally and fairly, ensuring mutual benefit.
4. The company does not solicit or accept improper benefits from partners.

Selection Criteria for Partners

1. Partners must have a reliable financial and operational history, and the potential to grow with the company in the long term.
2. Products and services must meet the required quality, quantity, and price, with verifiable quality.
3. Partners are evaluated on punctuality in delivery.
4. Partners' ability to coordinate, solve problems, and the readiness of their teams are assessed.

Policy on Creditors

The company treats creditors with fairness and honesty, ensuring the maximum mutual benefit. It has set policies for creditors to ensure timely debt repayment and compliance with contract terms.

Practices for Creditors

1. Strict adherence to agreements, including guarantee conditions, collateral management, capital management, and maintaining agreed financial ratios. In case of non-compliance, negotiations with creditors are initiated.
2. The company ensures a strong financial standing and debt repayment ability.
3. Financial information is shared accurately and regularly.

Policy on Competitors

The company competes fairly, respecting competitors' trade secrets and adhering to ethical business practices. It operates within competitive guidelines, refrains from harming competitors' reputation, and avoids false accusations.

Policy on Intellectual Property

The company respects intellectual property laws and has strict policies prohibiting intellectual property violations. Employees are responsible for protecting company intellectual property and must not use it for personal or unauthorized purposes.

Human Rights and Equality Policy

The company is committed to human rights, ensuring equal treatment for all individuals regardless of race, gender, religion, or other status. It promotes respect for human dignity and advocates for human rights across its business operations.

Transparency and Disclosure

The company is committed to full, timely, and accurate disclosure of important information, ensuring transparency. Information is made available to shareholders, investors, analysts, and other stakeholders through various channels, including the Stock Exchange and the company's website. This is in compliance with governance standards and regulations.



Sustainability Development Policy (Environment, Social, and Governance Policy)

Edition 1

**Approved by the Board of Directors Meeting No. 6/2024
on November 14, 2024**

Attachment 6 Sustainability Development Policy

Objective

Union Petrochemical Co., Ltd. ("the Company") recognizes the importance of good corporate governance and has the main objective of striving to develop the organization in a sustainable manner. As part of this, the company has established a sustainable development policy based on the ESG framework: Environment, Social, and Governance, to guide business operations while enhancing structures and management systems to foster growth and development towards becoming a stable and sustainable organization. This policy encompasses all dimensions, including economic, social, and environmental aspects.

Scope

1. Establish a governance structure to oversee, control, and monitor sustainable business operations for maximum efficiency, including promoting awareness of sustainability risks across all employee levels and fostering a good management culture within the organization.
2. Align business operations with the context and strategies of corporate sustainable development, considering factors that could impact the business or organizational strategies in the short, medium, and long term.
3. Set sustainable development goals according to international standards to track the progress of the company's set targets.
4. Utilize management tools for sustainable development to ensure good management practices and achieve the company's objectives.

Definitions

Company	refers	Union Petrochemical Co., Ltd. (Public Company)
Subsidiary	refers	a legal entity under the control and supervision of the Company
Partners	refers	organizations, companies, or individuals with a business relationship
ESG	refers	the framework used to assess and manage risks and business opportunities, considering environmental, social, and governance factors.
Environment	refers	the management and sustainable use of natural resources.
Social	refers	caring for and supporting the rights and welfare of employees, customers, communities, and stakeholders.
Governance	refers	transparent and fair management practices within an organization.

Sustainable Supply Chain	refers	managing and operating the supply chain with consideration of long-term environmental, social, and economic impacts, including production, transportation, sales, and service processes.
Greenhouse Gas Emissions	refers	the process by which gases that trap heat are released into the atmosphere, which can result from human activities or natural sources.
Context	refers	the environmental and situational conditions surrounding a specific event, issue, or topic.

1. Environmental Development

- 1.1 Manage the use of resources within the organization and create awareness of conducting business without negatively impacting the environment, aiming to reduce the environmental impact of processes along the business value chain that could affect the environment, community, and society.
- 1.2 Encourage and support participation in reducing or compensating for greenhouse gas emissions between the organization and external entities to reduce environmental impacts from business operations.
- 1.3 Recognize and prioritize compliance with legal requirements, and seek new methods to enhance environmental management and quality control according to international standards.
- 1.4 Focus on energy conservation while taking responsibility for the environment, creating value and sustainability for all stakeholders through awareness of resource preservation and applying innovations to use resources efficiently and sustainabl

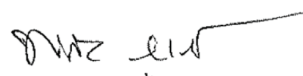
2. Social Development

- 2.1 Consider human rights principles and fair, non-discriminatory treatment, regardless of an individual's differences in thinking, race, color, religion, gender, age, nationality, gender identity, or other aspects, ensuring good quality of life for employees.
- 2.2 Ensure the health and safety of employees and workers within the organization while protecting their human rights, including safeguarding personal data related to business operations as required by law.
- 2.3 Set guidelines for sustainable supply chain management, from selecting business partners to monitoring their operations to ensure they comply with business ethics and development for sustainable growth.
- 2.4 Set guidelines to reduce business impacts on communities and society while contributing to social development and improving the quality of life to promote community self-reliance.

3. Economic and Governance Development

- 3.1 Conduct business in accordance with principles of governance and good business ethics, considering responsibilities to stakeholders and compliance with policies, laws, regulations, and business management standards, as well as managing business risks and opportunities.
- 3.2 Adhere to business ethics by avoiding conflicts of interest and adhering to anti-corruption policies to ensure consistent practices, promoting stakeholders to follow the same principles.
- 3.3 Strengthen values, culture, innovation, and technology that foster sustainable growth from business operations responsible for the economy, society, and the environment.
- 3.4 Promote and support subsidiaries and business partners to participate in sustainable development alongside the company, managing and responding to stakeholder expectations.

Announced on November 14, 2024



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(Mr. Phala Sukwet)
Chairman of the Board
Union Petrochemical Co., Ltd. (Public Company)

Audit Committee Report



Dear Shareholders,

The Audit Committee of Union Petrochemical Public Company Limited was appointed by the Board of Directors to oversee the company's compliance with the regulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC). The committee operates in accordance with the Audit Committee Charter and promotes good corporate governance and adequate internal controls within the company.

The Audit Committee consists of three independent directors who possess expertise in law, accounting and finance, business administration, and chemical engineering:

- | | |
|---------------------------------|-----------------------------------|
| 1. Mr. Poolsak Tansitthipun | - Chairman of the Audit Committee |
| 2. Mr. Vorapote Uchupaiboonvong | - Audit Committee Member |
| 3. Dr. Tharapong Vitidsant | - Audit Committee Member |

All three members meet the qualifications set by the Stock Exchange of Thailand.

The Audit Committee has performed its duties independently and fairly within the scope of responsibilities defined by the Audit Committee Charter and as assigned by the Board of Directors. The committee adheres to the SET regulations, best practices for audit committees, and corporate governance principles. The committee places importance on financial report reviews, related-party transactions, conflict-of-interest transactions, legal and regulatory compliance, internal control reviews, and anti-corruption measures affecting business performance. It also monitors the company's sustainability efforts to ensure efficient, effective, and sustainable growth amid intense competition and rapid economic changes, in compliance with legal and internal audit standards.

Audit Committee Meetings in 2024

In 2024, the Audit Committee held a total of 9 meetings, with attendance as follows:

- | | |
|--|-------------------------|
| 1. Mr. Poolsak Tansitthipun (Chairman) | - Attended 9/9 meetings |
| 2. Mr. Vorapote Uchupaiboonvong (Member) | - Attended 8/9 meetings |
| 3. Dr. Tharapong Vitidsant (Member) | - Attended 9/9 meetings |

Key Responsibilities and Activities

1. Review of Financial Reports

The Audit Committee reviewed the quarterly and annual financial statements for 2024, including consolidated financial statements, related-party transactions, and potential conflict-of-interest transactions. These reviews were conducted with the external auditor, management, and internal audit department to ensure accuracy, completeness, and reliability. The committee confirmed that the financial statements comply with financial reporting standards, relevant laws, and SET regulations. As a result, the committee expressed an unqualified opinion on the audited financial statements.

2. Review of Related-Party Transactions and Conflict-of-Interest Transactions

The committee assessed transactions between the company and related parties to ensure fairness, market-based pricing, and compliance with SEC and SET regulations while considering the interests of all stakeholders. The internal audit department's review found no significant issues affecting the company's objectives, and no irregularities were reported by the external auditor regarding the disclosure of related-party transactions.

3. Compliance with Securities and Exchange Laws and Related Business Regulations

The Audit Committee reviewed acquisitions, disposals, and related transactions to ensure compliance with SEC and SET regulations. The committee also provided recommendations to enhance compliance and monitored new laws that may impact the company. The committee confirmed that the company effectively adhered to these legal requirements.

4. Evaluation of Internal Control Effectiveness

The committee assessed the adequacy of internal controls based on reports from the internal audit department and external auditor. No significant deficiencies were found, ensuring the company has effective internal controls to support business operations.

5. Oversight of Internal Audit

The committee supervised the internal audit function, ensuring its independence and reviewing the annual audit plan and reports. The committee also provided recommendations to improve internal controls and emphasized continuous development of internal audit personnel.

6. Selection and Appointment of the 2024 External Auditor

After evaluating the 2024 audit performance, the committee determined that the external auditor was competent, independent, and well-versed in the company's business. The committee recommended the appointment of Dhammaniti Audit Co., Ltd. as the external auditor for 2024 and proposed this appointment to the Board of Directors and shareholders.

For the financial statements ending December 31, 2024, the external auditor, Ms. Thanyaporn Tangthanopachai, provided an unqualified opinion, confirming that the financial statements accurately represent the company's financial position, performance, and cash flows in accordance with financial reporting standards.

7. Reporting to the Board of Directors

The Audit Committee reported its activities and financial review results to the Board of Directors on a quarterly basis and disclosed its annual report in accordance with SET regulations and the Audit Committee Charter. The committee also reviewed its charter to ensure alignment with actual practices and regulatory requirements.

Conclusion

In 2024, the Audit Committee diligently performed its duties as outlined in the Audit Committee Charter, maintaining independence, prudence, and transparency. The committee provided valuable recommendations to the company and stakeholders to ensure the accuracy, completeness, and reliability of financial reports. Additionally, the committee reviewed the adequacy of internal controls, confirming that the company has a robust internal control system to drive sustainable business growth efficiently.



(Mr. Poonsak Tansitthipun)
Chairman of the Audit Committee

Risk Management Committee Report

Dear Shareholders,

The Risk Management Committee of Union Petrochemical Public Company Limited has been appointed by the Board of Directors to support the Board in overseeing the company's risk management framework. Our goal is to ensure that the company achieves its business objectives while instilling confidence and trust among investors and stakeholders. The committee comprises four highly qualified and experienced members with in-depth knowledge of the business:

- | | |
|---------------------------------|---|
| 1. Mr. Vorapote Uchupaiboonvong | - Chairman of the Risk Management Committee |
| 2. Mr. Poolsak Tansitthipun | - Risk Management Committee Member |
| 3. Mr. Perapol Suwannapasri | - Risk Management Committee Member |
| 4. Mr. Somjed Saifon | - Risk Management Committee Member |

All four members meet the qualifications set forth in the Risk Management Committee Charter.

The committee has performed its duties as assigned by the Board of Directors, focusing on identifying, assessing, and mitigating risks that may impact the company's business objectives. We have proposed risk management measures to maintain risks at an acceptable level, ensuring that business operations align with the company's strategies and objectives. Furthermore, we actively encourage all employees to play a role in risk management.

Risk Management Committee Meetings in 2024

In 2024, the committee convened a total of eight (8) meetings, with full attendance from all members:

- | | |
|---------------------------------|----------------|
| 1. Mr. Vorapote Uchupaiboonvong | - 8/8 meetings |
| 2. Mr. Poolsak Tansitthipun | - 8/8 meetings |
| 3. Mr. Perapol Suwannapasri | - 8/8 meetings |
| 4. Mr. Somjed Saifon | - 8/8 meetings |

Key Responsibilities and Actions

1. Risk Assessment and Evaluation

- The committee reviewed and provided recommendations on the company's risk assessment, mitigation measures, and risk management plan.
- Quarterly meetings were held to ensure that risk management activities remained effective and aligned with corporate strategies and objectives.

2. Investment Plan Review

- The committee evaluated the company's business plans and assessed investment risks associated with various projects.
- Progress monitoring was conducted to ensure proper risk management in ongoing investments.
- External financial advisors and industry experts were consulted to provide insights into investment risks and expected returns before presenting proposals to the Board of Directors.

3. Reporting to the Board of Directors

- The committee reported its activities, risk evaluations, and investment risk assessments to the Board of Directors on a quarterly basis.
- Risk management reports were disclosed in the company's annual report in compliance with the regulations of the Stock Exchange of Thailand and the Risk Management Committee Charter.

Conclusion

The Risk Management Committee is confident that in 2024, the company has successfully enhanced its enterprise risk management system, covering all critical risk factors. Risk management activities have been continuously refined to adapt to changing circumstances. The committee has held regular meetings to promptly address urgent and significant risks, contributing to the overall effectiveness of the company's risk management framework.



(Mr. Vorapote Uchupaiboonvong)
Chairman of the Risk Management Committee

Union Petrochemical Public Company Limited

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