



56-1 One Report 2021

SUSCO PUBLIC COMPANY LIMITED



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Chairman's Message

In 2021, the Thai economy grew only 1.6%, despite the government's efforts to implement various measures to continuously stimulate consumer spending, resulted from the COVID-19 outbreak that caused the Thai economy shrank by 6.1% in the previous year. The recovery was still not very well since it has been pandemic for 2 years which was longer than expected. Despite numerous of various government easing measures, household purchasing power has not been recovered as it should be. Only the export sector could grow well. The 2022 economy will continue to be affected by the COVID-19 pandemic resulted from the mutation of virus and the increasing number of infected people, hoping that the rate of serious morbidity and mortality will not be very high, and the Thai economy will continue to recover. In 2022, it is expected that the economy will grow only 3.5-4.5% if the outbreak can be controlled or the government implements more measures for people to be able to live with the coronavirus.

As for the fuel market in early 2021, the global crude oil price was around 50 USD/barrel (WTI) and has climbed to 80 USD/barrel at the end of the year, making the average price for the year at 68.17 USD/barrel or 55% higher than average of the previous year, and it keep climbing to 90 USD/barrel at the beginning of 2022, resulted from the recovery of demand while production was controlled by the world's largest oil exporting countries and also the tensions between Russia and Ukraine caused pressure and speculate on oil prices to increase as well.

In 2021, the overall demand for oil in Thailand fell 3.4%. The aviation fuel fell the largest at about 35.2 %. In 2022, it is expected that domestic oil demand will grow 6% compared to 2021. However, in early 2022, oil prices remained at a high level which caused the broad impact on expenditures of some business sectors that have not recovered yet. The government has tried various measures to maintain the diesel prices, include excise tax reduction. It is a challenging year for oil traders under the pressure of high and fluctuate prices.

For the Group of the Company's business in year 2021, the sales volume of finished products was 937 million liters, decreased from 1,048 million liters or 10.55% in 2020, mainly due to a 40% drop in aviation fuel sales volume. The retail sales through service stations and the exports decreased only by 4%.

For the 2021 the Group of the Company's performance, the Company and its subsidiaries had total revenue of Baht 20,184 million, increased from Bath 16,784 million in 2020, despite the reduction of sales volume resulted from significantly increasing in oil prices from previous year. The Group of the Company had a net profit of Baht 233 million, increased from Baht 170 million or 7% in 2020, considered that the Group of the Company was able to manage the business through the COVID-19 crisis in the past year and hoped that the economic conditions will gradually be better in the next year.

The Company has SUSCO Smart Member campaign by using the phone number as a membership for accumulating points and redeeming many rewards to motivate customers to use the service continuously and developed QR Code payments to support the cashless trend by collaboration with various marketing partners, such as, mobile phone networks, credit cards, and online merchants, etc. In addition, there is a tendency to use more electric vehicles in the future which the Company has already joined hand with a partner and already provided electric charging stations in many service stations. The Company will also increase the proportion of other businesses (Non-Oil), for example, food, beverages, car care, delivery, parcel delivery. The Company has set up a new slogan, "FUEL YOUR DAY", by picturing at the future service station would be a resting point to reenergize to both the cars and the customers who come to use our service stations and drive back to the road with full energy. The Company will develop larger service stations so called "Lifestyle Station" to meet the changing lifestyles of today's consumers (New Normal),



such as having drive-thru food and beverage outlet business partners, emphasizing on products and services accessibility to the consumers with convenience, ease, speed, and safety.

On behalf of the Board of Directors, I would like to express my sincere gratitude to all stakeholders for the continued support to our businesses and also to executives and employees of our group of Companies who have devoted their efforts for the Companies. We hope that we shall continuously receive such good support from everyone, so that our Group of Companies will be growing constantly with sustainable growth.



(Mongkol Simaroj)

Chairman

Part One
Business Operations and Performance

1. Structure and Business Operations of the Company

1.1 Business Policy and Overview

1.1.1 Vision, Mission, Goal, and Strategies for Business Operations

The Board of Directors has, on an annual basis, set the visions as guidelines for the Management in business operations. In 2022, the visions are as follows:

VISIONS:

To be a leading company in energy sector and the related businesses, to grow sustainably and always be ready to deliver quality products and services to serve customers' needs, also expanding to new potential businesses.

MISSIONS:

1) To shareholders

To effectively and efficiently manage the budgets in order to generate appropriate returns and to always adhere to the good governance principles.

2) To employees

To consistently apply innovative and modern knowledge to improve the operations, aiming at enhancing the good working atmosphere while providing job security.

3) To customers

To introduce standardized products and customized services for the diverse needs of the customers.

4) To business partners

To build trust and good cooperation among business partners to strengthen business relationships.

5) To community and society

To engage with the community and society to continuously and sustainably improve the quality of live and environment.

GOALS:

To increase the sales volume in 2022 by approximately 40% from 2021, with the profit in line with the increased sales volume estimated to continuously grow at an average rate of 7 to 10% per annum. Service stations will be expanded to 300 within 2 years.

STRATEGIES:

The Group recognizes the importance of risk management to mitigate and control negative factors that may adversely affect the business and operations. Transparent, good corporate governance policies, respecting human rights, and taking into account the impact on social and environment, shall always be strictly observed too.

1.1.2 Important Changes and Developments

On September 21, 1977, the Company was incorporated as a limited company under the Civil and Commercial Code named “Siam United Services Co., Ltd.” with an authorized capital of Baht 5 million to render oil transportation services by tankers to the large oil traders at that time such as Esso (Thailand) Co., Ltd., The Shell Company of Thailand Ltd., and Caltex Oil (Thailand) Co., Ltd.

In 1985, the Company raised its paid-up capital from Baht 5 million to Baht 75 million, and on December 25, 1985, the Company was permitted by the Ministry of Commerce for fuel trading under Section 6 of the Fuel Oil Trading Act, B.E. 2521 (1978) and under Section 63 of the Fuel Oil Trading Act, B.E. 2543 (2000) which prescribed that, “The fuel trader as permitted by the Minister under Section 6 of the Fuel Oil Trading Act, B.E. 2521 (1978) is the fuel trader under Section 7 of this Act”; as a result, the Company which is a fuel trader under Section 7 of the said Act can also import fuel for domestic sale.

In 1986, the Company commenced to distribute fuels via the Company’s 32 petrol stations in the Southern Region. In the same year, the Company separated the fuel transportation business mentioned above from the fuel trading business by selling 6 fuel tankers and related assets to Siam Mongkol Marine Co., Ltd., its associated company. Subsequently, the Company expanded the number of its petrol stations almost throughout the regions.

On August 31, 1990, the Company became a listed company on The Stock Exchange of Thailand, having Baht 280 million paid-up capital, comprising 280 million common shares at the par value of Baht 10 each.

On February 8, 1993, the Company was converted to a public company limited, named “Siam United Services Public Co., Ltd.”

On November 26, 2010, the Extraordinary General Meeting No. 1/2553 resolved to change the name from “Siam United Services Public Co., Ltd.” to “SUSCO Public Co., Ltd.” and was certified by the Department of Business Development, Ministry of Commerce, to use the name “SUSCO Public Co., Ltd.” on December 15, 2010.

On November 16, 2012, the Extraordinary General Meeting No. 1/2555 passed a resolution approving the Company to acquire all shares in PETRONAS Retail (Thailand) Co., Ltd. and Universal Asset Co., Ltd. which traded fuels under “PETRONAS” trademark. The shares were acquired on December 3, 2012 and changed the names of the 5 PETRONAS companies to 1) SUSCO Dealers Co., Ltd., 2) SUSCO Retail Property Co., Ltd., 3) SUSCO Marketing Co., Ltd., 4) SUSCO Lubricants Co., Ltd., and 5) SUSCO Property Co., Ltd., and within 2014 would have to change the “PETRONAS” trademark to “SUSCO”.

On February 28, 2019, the Board of Directors’ Meeting No. 2/2562 approved the Share Repurchase Project for Financial Management purpose, in the maximum amount of Baht 325 million, being the number of shares to be repurchased not to exceed 110,000,000 shares or 10.00 percent of the total issued shares. At the end of the project, the Company repurchased a total of 50,005,500 shares or 4.55 percent of the total issued shares.

On August 27, 2020, the Board of Directors’ Meeting No. 8/2563 approved the Share Repurchase Project for Financial Management purpose, in the maximum amount of Baht 180 million, being the number of shares to be repurchased not to exceed 55,000,000 shares or 5.00 percent of the total issued shares. At the end of the project, the Company repurchased a total of 50,000,100 shares or 4.55 percent of the total issued shares.

On September 30, 2020, The Company was recertified by Thailand’s Private Sector Collective Action Coalition Against Corruption.

On August 26, 2021, the Board of Directors' Meeting No. 8/2564 reviewed the Corporate Governance Code (CG Code) to apply with the Company's business context.

The Group of Companies has giving an importance to operate by taking into account the Environment, Social, and Governance. In 2021, the Board of Directors' Meeting resolved to approve the sustainability policy framework and hired a consultant to collect carbon footprint data of the Company.

As of December 31, 2021, the Company owned 3 oil depots, namely: Ratburana Oil Depot, Surat Thani Oil Depot, and Songkhla Oil Depot, and also had many joint oil depots to store fuels purchased by the Company from various sources for sale and legal reserve. The Company and its subsidiaries had a total of 250 petrol stations scattered almost throughout the country; 210 stations were operated by the Company and 40 stations were operated by dealers.

1.1.3 Name, Location of Head Office, Type of Business, Company Registration Number, Telephone, Fax, and Website

| | | |
|---------------------------------|---|--|
| Name | : | SUSCO Public Company Limited |
| Main Businesses | : | Sale of fuel oils, LPG, and NGV |
| Trademark | : | Symbol of an "oil drop" and "SUSCO" trademark. |
| Company Registration No. | : | 0107536000064 |

Headquarters and Oil Depots located at the following places:

- : a) Headquarters and Ratburana Oil Depot
No. 139 Ratburana Road, Bangpakok Subdistrict,
Ratburana District, Bangkok Metropolis 10140
Tel. 0-2428-0029
Fax. 0-2428-8001 and 0-2427-6270
Website : www.susco.co.th
- : b) Surat Thani Oil Depot
No. 122 Village No. 3, Liang Mueang Road,
Bang Kung Subdistrict, Mueang District,
Surat Thani Province 84000
Tel. 0-7728-5131-3 Fax. 0-7728-5134
- : c) Songkhla Oil Depot
No. 282 Village No. 5, Sathingmo Subdistrict,
Singha Nakhon District, Songkhla Province 90280.
Tel. 0-7433-1034-6 Fax. 0-7433-1039



1.2 Nature of Business Operations

1.2.1 Income Structures of the Company, its Subsidiaries, and Associates, during the past 3 years, were as follows:

| Items | Name (Status) | % of Shareholding | 2021 | | 2020 | | 2019 | |
|---|------------------------------------|--|------------------|---------------|------------------|---------------|------------------|---------------|
| | | | Million Baht | % | Million Baht | % | Million Baht | % |
| 1. Revenues from sale, net | SUSCO PLC | - | 16,187.74 | 80.20 | 12,063.69 | 71.87 | 16,883.15 | 59.99 |
| | Siam Mongkol Oil Co., Ltd. | 99.99 | 324.47 | 1.60 | 335.18 | 2.00 | 626.00 | 2.23 |
| | SUSCO Dealers Co., Ltd. | 100.00 | 3,198.78 | 15.85 | 3,923.74 | 23.38 | 10,093.43 | 35.86 |
| | SUSCO Marketing Co., Ltd. | 100% Indirectly via SUSCO Dealers Co., Ltd. | 154.85 | 0.77 | 160.33 | 0.95 | 130.11 | 0.46 |
| | | | 19,865.84 | 98.42 | 16,482.94 | 98.20 | 27,732.69 | 98.54 |
| 2. Revenues from natural gas station management service | SUSCO PLC | - | 23.11 | 0.11 | 41.38 | 0.25 | 56.78 | 0.20 |
| | Sirijaraenwattana Co., Ltd. | 99.99 | 12.87 | 0.06 | 20.65 | 0.12 | 33.71 | 0.12 |
| | | | 35.98 | 0.17 | 62.03 | 0.37 | 90.49 | 0.32 |
| 3. Rental income | SUSCO PLC | - | 71.82 | 0.36 | 66.98 | 0.40 | 65.19 | 0.23 |
| | Sirijaraenwattana Co., Ltd. | 99.99 | - | - | - | - | 0.03 | - |
| | SUSCO Dealers Co., Ltd. | 100.00 | 26.77 | 0.13 | 26.27 | 0.15 | 26.18 | 0.10 |
| | SUSCO Marketing Co., Ltd. | 100% Indirectly via SUSCO Dealers Co., Ltd. | 4.20 | 0.02 | 4.46 | 0.03 | 4.88 | 0.02 |
| | SUSCO Retail Property Co., Ltd. | 100% Indirectly via SUSCO Dealers Co., Ltd. | 3.60 | 0.02 | 3.38 | 0.02 | 3.76 | 0.01 |
| | SUSCO Property Co., Ltd. | 0.76% Directly and 99.24% indirectly via SUSCO Dealers Co., Ltd. | 0.84 | - | 0.84 | 0.01 | 0.84 | - |
| | | | 107.23 | 0.53 | 101.93 | 0.61 | 100.88 | 0.36 |
| 4. Franchise income | SUSCO PLC | - | 2.73 | 0.01 | 2.67 | 0.01 | 2.27 | 0.01 |
| | SUSCO Dealers Co., Ltd. | 100.00 | 21.33 | 0.11 | 23.26 | 0.14 | 25.51 | 0.09 |
| | | | 24.06 | 0.12 | 25.93 | 0.15 | 27.78 | 0.10 |
| 5. Dividend income | SUSCO PLC | - | 2.05 | 0.01 | - | - | - | - |
| | SUSCO Dealers Co., Ltd. | 100.00 | 0.03 | - | 13.04 | 0.08 | 17.50 | 0.06 |
| | | | 2.08 | 0.01 | 13.04 | 0.08 | 17.50 | 0.06 |
| 6. Other income | SUSCO PLC | - | 127.38 | 0.63 | 70.42 | 0.42 | 149.88 | 0.54 |
| | Siam Mongkol Oil Co., Ltd. | 99.99 | 3.09 | 0.02 | 2.59 | 0.01 | 3.34 | 0.01 |
| | Sirijaraenwattana Co., Ltd. | 99.99 | 0.35 | - | 0.12 | - | 0.40 | - |
| | SUSCO Dealers Co., Ltd. | 100.00 | 3.74 | 0.02 | 10.97 | 0.07 | 8.67 | 0.03 |
| | SUSCO Marketing Co., Ltd. | 100% Indirectly via SUSCO Dealers Co., Ltd. | 11.57 | 0.06 | 14.27 | 0.09 | 10.75 | 0.04 |
| | SUSCO Retail Property Co., Ltd. | 100% Indirectly via SUSCO Dealers Co., Ltd. | 0.02 | - | 0.03 | - | 0.92 | - |
| | SUSCO Property Co., Ltd. | 0.76% Directly and 99.24% indirectly via SUSCO Dealers Co., Ltd. | 3.43 | 0.02 | 0.03 | - | 1.12 | - |
| | | | 149.58 | 0.75 | 98.43 | 0.59 | 175.08 | 0.62 |
| Total | | | 20,184.77 | 100.00 | 16,784.30 | 100.00 | 28,144.42 | 100.00 |

1.2.2 Products

1) Characteristics of Products or Services and Innovation Development

The products of the Company and its subsidiaries are fuel oils, namely benzene, gasohol 95 and 91, gasohol E20, high speed diesel, high speed diesel B7, high speed diesel B20, jet fuel, NGV, LPG, and lubricants.

The Company's business operations are under the Fuel Oils Control Act, B.E. 2542, which stipulates fuel oil storage methods and guidelines for construction of petrol stations; and Fuel Trade Act, B.E. 2543, which regulates annual oil trading volume and legal reserve of fuel oils. The Company is a licensed oil trader per Section 7 of the Fuel Trade Act, B.E. 2543, having an annual aggregate trading volume of oils from one hundred thousand metric tons and over; therefore, the Company was required to have oil reserves at the rate of 1% and 7% of annual trading volume as approved by the Ministry of Energy, for the oils purchased in the country and for those imported, respectively.

The Board of Directors recognizes the importance of innovation to incorporate into business and society to create more value for the Company and its stakeholders and also to conserve the environment. The Group of Companies initiated various innovation projects, both in terms of internal processes and business continuity. The Group expanded its investment through emerging energy innovation. The Company had cooperated with Energy Absolute Public Company Limited or EA to install electric vehicle chargers in the service stations of the Company to provide services to electric car users, which will be more popular in the future.



The Group of Companies also had developed SUSCO Smart Member program which requires only a phone member, not a member card, to accumulate points every time customers refuel. Customers are able to check points via application Line Official Account @susco and Website: <http://member.susco.co.th/>.

The Group of Companies has no direct expenditure on research and product development since the Group purchases the products directly from the refineries. Therefore, the research and development depends on the refineries which the quality of the products must meet the criteria set by the Department of Energy Business.

2) Marketing and Competitive Environment

Competition and Products Selling Policies

The Company and its subsidiaries have determined the policies and the nature of the products in marketing management, aiming to retail business via petrol stations under the Company's trademark and



industrial sectors for direct users, such as aviation, construction, transportation, and service sectors, and to other oil traders who, in turn, sold to the consumers. This included the sale to oil traders in the neighboring countries.

In expanding the petrol station network, the Company and its subsidiaries concentrated on the large communities in Bangkok Metropolitan Region, Large communities, and tourist attractions in the provinces. The Company and its subsidiaries provided comprehensive services in the large petrol stations in the urban area or on the main roads needing lots of fuel oils, and invested in the medium size petrol stations which gave good return by selecting the form of construction appropriate for each locality and in small petrol stations with small investments and short payback period on feeder roads connecting the districts which did not need so much oils.

For investment in petrol stations, the Company may, wholly or partially, invest or allow petrol station entrepreneurs to wholly invest, as appropriate.

Competitive Environment in the Industry

Implementation of oil price deregulation system, together with the deregulation of the petrol station construction permit aiming at more convenient, resulting in each oil trader attempted to vie for market share by increasing the number of petrol stations and investing to expand the businesses in its service stations. Additionally, there were retail oil traders investing to erect petrol stations; therefore, the competition of petrol service stations tremendously increased to the extent that oil traders had to implement marketing strategies to attract the users to purchase their products and to be their regular customers.

Large and medium oil traders in the country, having their own oil depots, were as follows:

Large Oil Traders

- PTT Public Co., Ltd.
- Esso (Thailand) Public Co., Ltd.
- The Shell Company of Thailand Ltd.
- Bangchak Corporation Public Co., Ltd.
- Chevron (Thailand) Co., Ltd.
- IRPC Public Co., Ltd.

Medium Oil Traders

- SUSCO Public Co., Ltd.
- PTG Energy Public Co., Ltd.
- The Siam Chemicals Public Co., Ltd.
- P.C. Siam Petroleum Co., Ltd.

Besides, there were also small oil traders which did not have high volume of oil trading, with petrol stations which did not use trademarks of large or medium oil traders.

Competitive Advantage

Due to the increase of petrol stations, the government strictly controls on the oil qualities, to protect the customers from low quality products. In this regard, the Company and its subsidiaries had strictly and always focused on the quality control of oils and services. On January 13, 2004, the Company and its subsidiaries

were permitted to use the certificate of the fuel oil quality control system from the Department of Energy Business, Ministry of Energy. The Company also joined the “ten litre” service station development project of the Department of Internal Trade, Ministry of Commerce.

Strengths and Weaknesses of the Company, its Subsidiaries in Comparison with Other Oil Traders

Strengths

- The Company and its subsidiaries by themselves procured, delivered, and conducted marketing of the products causing the business operations to be more flexible and the qualities of the products were controllable from the oil depots to petrol stations or customers.
- The Company and its subsidiaries had several large and comprehensive service stations in the Bangkok Metropolitan Region and neighboring provinces with high economic growth and traffic density; medium And small sizes in local communities.
- The Company and its subsidiaries were flexible in finding strategic alliances to enhance the comprehensive services in petrol stations and to give opportunities to various businesses to lease the land areas in petrol stations for their own business operations; as a result, these petrol stations had various services as needed in each area.

Weaknesses

- The Company and its subsidiaries had less number of petrol stations than large oil traders.
- The trademarks had not yet been widely known as those of the large oil traders.

3) Procurement of the Products for Sale

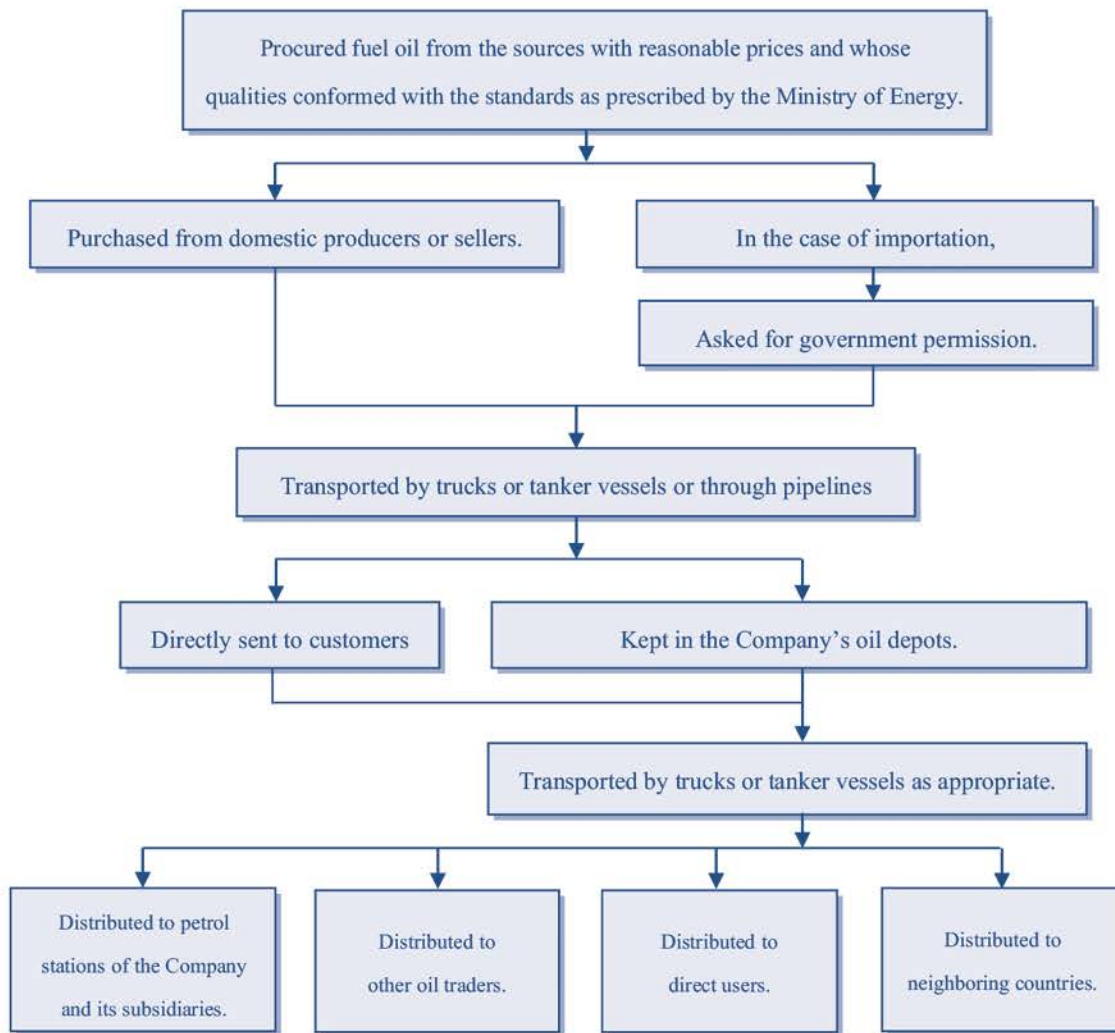
The Company and its subsidiaries procured all fuel oils from the domestic producers which had Qualities and standards, in every respect, as prescribed by the Ministry of Energy.

The main raw material for production is based diesel oil (B0), which is the main raw material for the production of high-speed diesel oil supplied from the Company's depot. The base diesel oil (B0) can be procured from 6 domestic oil refineries.

The Company has started the contracts with raw material suppliers since 2005. The contracts did not specify the expiration date. The price and volume are negotiated yearly.



Procedures of Selling Fuel Oils can be explained by the following diagram:



Distributions and Distribution Channels

The Company and its subsidiaries distributed oils through channels in accordance with the types of customers, as follows:

- (1) Distribution to general fuel oil users through petrol stations, scattered almost all over the country, where the Company operated by itself and operated by lessees. In selecting a prospective petrol station lessee, the Company and its subsidiaries took into consideration the financial conditions and business experience of the lessee. Should there be an investor who wished to jointly invest with the Company, the latter would take into account the land location to be used by the investor in operating petrol station to see whether it was acceptable. If it was, the Company would design and provide standard equipment, accessories, and signboards to the investor who would, in turn, invest in the construction.
- (2) Distribution to direct users who ran the businesses of aviation, trucks, cargo, passenger ships, electricity generation, construction, and etc.
- (3) Distribution to other oil traders who would, in turn, re-distribute them to their customers through their own distribution channels.
- (4) Distribution to users and oil traders in neighboring countries for their own use or to their customers.

Sales Volumes of the Company and its subsidiaries over the past three years, classified by types of customers

| Type of Customers | 2021 | | 2020 | | 2019 | |
|-----------------------------------|----------------|---------------|------------------|---------------|------------------|---------------|
| | Million Liters | % | Million Liters | % | Million Liters | % |
| 1) General users | 391.812 | 41.33 | 411.675 | 38.77 | 451.530 | 31.94 |
| 2) Oil traders in other countries | 413.261 | 43.59 | 431.797 | 40.67 | 471.194 | 33.33 |
| 3) Direct users | 97.708 | 10.31 | 163.215 | 15.37 | 409.249 | 28.95 |
| 4) Other oil traders | 45.312 | 4.78 | 55.076 | 5.19 | 81.588 | 5.77 |
| Total | 948.093 | 100.00 | 1,061.763 | 100.00 | 1,413.561 | 100.00 |

Over the past 3 years, no single customer purchased products valued over 30% of the total combined revenue of the Company and its subsidiaries.

The number of service stations and the market shares in 2021

Unit: Million Liters

| Company | No. of service stations | % | Volume of B7 sold | Market Share % | Volume of diesel (premium) sold | Market Share % | Volume of B20 sold | Market Share % | Volume of High Speed Diesel sold | Market Share % | Volume of Benzene 95 sold | Market Share % | Volume of Jet A.1 sold | Market Share % | Volume of Gasohol 95 sold | Market Share % | Volume of Gasohol 95 (premium) sold | Market Share % | Volume of Gasohol 91 sold | Market Share % | Volume of Gasohol E20 sold | Market Share % | Volume of Gasohol E85 sold | Market Share % | Volume of all sold | Market Share % |
|----------|-------------------------|--------|-------------------|----------------|---------------------------------|----------------|--------------------|----------------|----------------------------------|----------------|---------------------------|----------------|------------------------|----------------|---------------------------|----------------|-------------------------------------|----------------|---------------------------|----------------|----------------------------|----------------|----------------------------|----------------|--------------------|----------------|
| PTT | 2,225 | 7.65 | 5,567.65 | 39.78 | - | 0.00 | 151.31 | 42.05 | 2,428.89 | 34.63 | 132.84 | 55.05 | 851.52 | 49.95 | 2,243.79 | 43.99 | - | 0.00 | 1,214.45 | 48.22 | 1,121.08 | 53.04 | 185.17 | 64.82 | 13,896.70 | 40.83 |
| SHELL | 667 | 2.26 | 1,072.41 | 7.66 | 277.90 | 77.12 | 14.08 | 3.91 | 615.77 | 8.78 | 8.93 | 3.70 | 169.60 | 9.95 | 57.57 | 1.13 | 287.83 | 85.65 | 261.07 | 10.37 | 246.18 | 11.65 | 0.00 | 0.00 | 3,011.32 | 8.85 |
| ESSO | 721 | 2.45 | 1,902.00 | 13.59 | 70.59 | 19.59 | 10.97 | 3.05 | 896.83 | 12.79 | 0.00 | 0.00 | 268.93 | 15.77 | 777.31 | 15.24 | 47.33 | 14.08 | 255.90 | 10.16 | 95.04 | 9.23 | 0.00 | 0.00 | 4,424.90 | 13.00 |
| CHEVRON | 424 | 1.44 | 982.73 | 7.02 | 11.69 | 3.24 | 12.23 | 3.40 | 408.63 | 5.83 | 37.17 | 15.40 | 247.08 | 14.49 | 449.01 | 8.80 | - | 0.00 | 141.95 | 5.64 | 68.24 | 3.23 | 0.00 | 0.00 | 2,358.73 | 6.93 |
| BANGCHAO | 1,253 | 4.25 | 1,761.99 | 12.59 | - | 0.00 | 85.88 | 23.86 | 998.63 | 14.24 | 0.00 | 0.00 | 70.00 | 4.11 | 683.11 | 13.39 | - | 0.00 | 314.83 | 12.50 | 375.31 | 17.76 | 100.46 | 35.17 | 4,390.20 | 12.90 |
| SUSCO | 250 | 0.85 | 182.13 | 1.30 | 0.17 | 0.05 | 0.77 | 0.21 | 66.10 | 0.94 | 20.64 | 8.55 | 97.71 | 5.73 | 85.49 | 1.68 | 0.88 | 0.26 | 49.60 | 1.97 | 13.35 | 0.63 | 0.00 | 0.01 | 516.83 | 1.52 |
| Others | 23,899 | 81.10 | 2,528.08 | 18.06 | - | 0.00 | 84.63 | 23.52 | 1,599.60 | 22.80 | 41.73 | 17.29 | 0.00 | 0.00 | 804.49 | 15.77 | - | 0.00 | 280.56 | 11.14 | 94.32 | 4.46 | 0.03 | 0.17 | 5,433.43 | 15.97 |
| Total | 29,469 | 100.00 | 13,996.981 | 100.00 | 360.35 | 100.00 | 359.87 | 100.00 | 7,014.45 | 100.00 | 241.30 | 100.00 | 1,704.83 | 100.00 | 5,100.77 | 100.00 | 336.03 | 100.00 | 2,518.36 | 100.00 | 2,113.51 | 100.00 | 285.66 | 100.00 | 34,032.11 | 100.00 |

Source: Monthly reports of the Bureau of Fuel Trade and Stockpile, Ministry of Energy, and data from the Company and subsidiary companies

As of December 31, 2021, there were 250 service stations using the Company's trademark, representing approximately 0.85 % of the total service stations in the country, and having a market share of around 1.52% of the total market.

Sales Volume classified by type of the products of the Company and its subsidiaries over the past three years

Unit: Million Liters

| Products | 2021 | 2020 | 2019 |
|-----------------------------|----------------|------------------|------------------|
| 1. High speed diesel fuel | 69.473 | 55.474 | - |
| 2. High speed diesel B7 | 293.728 | 302.528 | 391.758 |
| 3. High speed diesel B20 | 0.785 | 14.417 | 49.472 |
| 4. Premium diesel | 0.162 | 0.038 | - |
| 5. Benzene (Octane 95) | 22.461 | 30.181 | 27.726 |
| 6. Benzene (Octane 91) | 302.290 | 322.558 | 348.872 |
| 7. Gasohol 95 | 85.828 | 87.657 | 85.022 |
| 8. Premium gasohol 95 | 0.855 | 0.214 | - |
| 9. Gasohol 91 | 50.791 | 57.399 | 64.900 |
| 10. Gasohol E 20 | 13.279 | 13.957 | 15.512 |
| 11. Gasohol E 85 | 0.000 | 0.290 | 1.181 |
| 12. Jet fuel | 97.708 | 163.215 | 409.249 |
| 13. Lubricating oil | 0.093 | 0.106 | 0.118 |
| 14. Liquefied petroleum gas | 2.687 | 3.097 | 4.999 |
| 15. Natural gas* | 7.953 | 10.632 | 14.728 |
| 16. Bunker oil | - | - | 0.024 |
| Total sales volume | 948.093 | 1,061.763 | 1,413.561 |

* Unit: Million Kilograms

4) Assets Used in Business Operations

Fixed Assets (Land, Plant and Equipment) of the Company, the Subsidiaries, and those leased from other parties

- a. Land used in business operations could be divided into two parts which were: the part used for oil depots, service stations, and offices, having a total area of 655 - 0 - 52.60 Rai, and the unutilized part, having a total area of 251 - 0 - 98.80 Rai.

The aforementioned pieces of land were located in Bangkok Metropolis, Central Region, Northeastern Region, Northern Region, and Southern Region. The Company and its subsidiaries had rights and ownerships over those pieces of land under Nor.Sor. 3, Nor.Sor. 3 Kor., and land title deeds. The Company and its subsidiaries used certain plots of land, including buildings, and equipment, to mortgage with commercial banks as security for the credit facilities granted, which, as at December 31, 2021, were approximately Baht 2,291 million. In addition, there still were additional land leased by the Company and its subsidiaries for petrol service station construction, the leases of which were registered at the Land Office where such plots of land were located. Certain plots of the land had obligations under the lease contracts up to 2048 and had rental payable in a total amount of Baht 1,409 million.



b. Buildings, Oil Depots, and Petrol Stations

Most of the buildings used in transacting businesses of the Company and its subsidiaries, such as headquarters building, buildings of the subsidiaries, oil depots used to store oils for sale or distribution to the service stations of the customers and of the Company and its subsidiaries, and the petrol stations distributing fuel oils to the consumers were located on the Company's land but there were certain minor parts located on the plots of land leased from other parties.

c. Vehicles

The Company had vehicles used in the important business operation; 5 fuel tank trucks to support the distribution of oils to the customers and petrol stations of the Company and its subsidiaries.

Book Value of Fixed Assets of the Company and its Subsidiaries as of December 31, 2021:

Unit: Million Baht

| Category | Cost | Net Book Value ⁽¹⁾ |
|---|-----------------|-------------------------------|
| <u>Land, Plant and Equipment - in use</u> ⁽²⁾ | | |
| Land | 1,077.12 | 1,046.48 |
| Service station buildings and improvement portions | 1,507.00 | 569.57 |
| Oil depots, oil tanks, fuel dispensers, operating equipment, electrical systems, etc. | 877.99 | 156.05 |
| Office decoration and equipment | 85.93 | 13.22 |
| Vehicles | 34.86 | 0.21 |
| Other construction work | 81.42 | 81.42 |
| Total | 3,664.32 | 1,866.95 |
| <u>Right of use assets</u> | | |
| Service stations | 1,956.13 | 1,244.79 |
| Vehicles | 17.95 | 9.85 |
| Leasehold right | 1,405.32 | 557.68 |
| Total | 3,379.40 | 1,812.32 |
| <u>Investment Properties</u> ⁽³⁾ | | |
| Land | 597.49 | 591.93 |
| Service stations | 883.14 | 246.83 |
| Total | 1,480.63 | 838.76 |

Details of Important Fixed Assets as at December 31, 2021 were as follows :

| Description | Size/Quantity |
|--|---------------------|
| 1. Land | |
| 1.1 Land on which Ratburana Oil Depot, Bang Pakok Subdistrict, Raturana District, Bangkok Mertropolis was located ⁽⁴⁾ | 0 - 3 - 75 Rai |
| 1.2 Land on which Surat Thani Oil Depot, Bang Kung Subdistrict, Mueang District, Surat Thani Province was located | 41 - 2 - 13.70 Rai |
| 1.3 Land on which Songkhla Oil Depot, Hua Khao and Sathingmo Subdistricts, Mueng District, Songkhla Province was located | 86 - 3 - 79.20 Rai |
| 1.4 Land on which service stations were located and empty land of the Company and its subsidiaries | 906 - 1 - 51.40 Rai |
| 1.5 Land on which service stations of the Company and its subsidiaries leased from other parties | 349 - 2 - 46.24 Rai |
| 2. Fuel trucks Fuel tank trucks | 5 units |

Remarks :

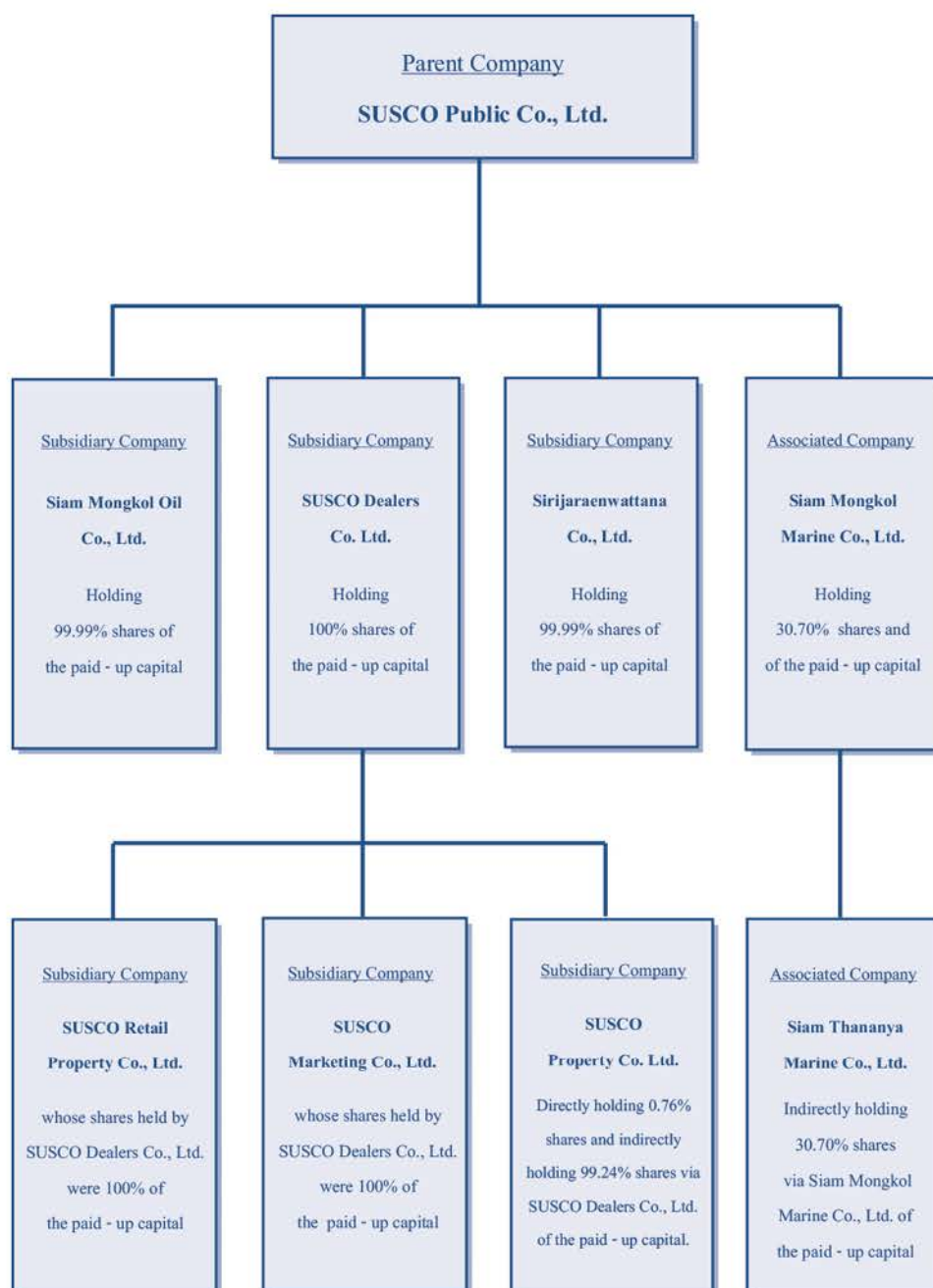
- (1) Cost of assets less accumulated depreciation and impairments. Such accumulated depreciation was calculated by using straight-line method according to the estimated useful life of the lease contract. However, the actual useful life would be longer than that estimated because the Company and its subsidiaries had regularly improved and repaired them.
- (2) The assets available for use by the Company and its subsidiaries.
- (3) The assets available but unused by the Company and its subsidiaries; they were leased by other parties.
- (4) The Company rented from Crown Property Bureau 6 - 3 - 84.80 Rai, Siam Mongkol Oil Co., Ltd. 1 - 2 - 29.30 Rai, and own 0 - 3 - 75 Rai

Assets Assessment

In 2021, the Company had no new asset to evaluate.

1.3 Shareholding Structures of the Company in its Subsidiaries and Associates, as of December 31, 2021, were as follows:

1.3.1 Shareholding Structures of the Company



Investment Policy in the subsidiaries and associates

As of December 31, 2021, the Company invested in the following subsidiaries and associates :

| Name | Type and Nature of Businesses | Paid-in Capital (Million Baht) | % of Shareholding | Investment Value of the Company under Cost Method (Million Baht) | Investment Value of the Company under Equity Method (Million Baht) | Major Shareholders and % of Shareholding |
|-----------------------------------|---|-----------------------------------|-------------------|---|---|---|
| Subsidiary Companies | | | | | | |
| 1. Siam Mongkol Oil Co., Ltd. | Selling fuel oils, LPG and operating minimart in service stations | 48.00 | 99.99 | 47.999 | - | SUSCO 99.99% |
| 2. Sirijaraenwattana Co., Ltd. | Operating and managing two natural gas stations | 120.00 | 99.99 | 120.000 | - | SUSCO 99.99% |
| 3. SUSCO Dealers Co., Ltd. | Selling fuel oils | 2,364.83 | 100.00 | 1,754.270 | - | SUSCO 100.00% |
| 4. SUSCO Retail Property Co., Ltd | Land and petrol stations leasing | 100.00 | | | | |
| 5. SUSCO Marketing Co., Ltd. | Selling consumer products in convenience stores though service stations | 700.00 | | | | |
| 6. SUSCO Property Co., Ltd. | Land and petrol stations | 1,340.00 | | | | |
| Associated Companies | | | | | | |
| 1. Siam Mongkol Marine Co., Ltd.* | Oil marine tanker | 39.575 | 30.70 | 4.179 | 4.179 | SUSCO 30.70% |
| 2. Siam Thananya Marine Co., Ltd. | Oil marine tanker | 40.00 | 30.70 | | | 30.70% Indirectly via Siam Mongkol Marine Co., Ltd. |
| Joint Venture | | | | | | |
| 1. SUSCO Media Joint Venture | Advertising services | 4.60 | 50.00 | 0.871 | 0.871 | 50% Indirectly via SUSCO Marketing Co., Ltd. |

*There are Directors of the Company holding shares of Siam Mongkol Marines Co.,Ltd. more than 10 percent of the total number of votable shares. These shares were held prior to becoming the Company's Directors and did not have any beneficial transactions between each other further than normal business operations. Moreover, such persons have the potential to help build networks and expand businesses. Therefore, holding such shares is beneficial to the Company.

**Names and addresses of juristic persons whose shares were held by
the Company at or over 10% of their paid-in capitals,
as of December 31, 2021.**

| Name | Type of Business | Authorized Capital (Baht) | Paid-in Capital (Baht) | Number of Paid-in Capital (share) | Par Value (Baht) | Shareholding (%) | Headquarters Address | Tel. |
|------------------------------------|---|---------------------------|------------------------|-----------------------------------|------------------|--|--|-------------|
| Subsidiary companies | | | | | | | | |
| 1. Siam Mongkol Oil Co., Ltd. | Selling fuel oils, LPG and operating minimart in service stations | 48,000,000 | 48,000,000 | 480,000 | 100.00 | 99.99 | 139 Ratburana Road, Bangpakok Subdistrict, Ratburana District, Bangkok Metropolis 10140. | 0-2428-0029 |
| 2. Sirijaraenwattana Co., Ltd. | Operating and managing the leased area in natural gas stations | 120,000,000 | 120,000,000 | 1,200,000 | 100.00 | 99.99 | 105/2 Village 17, Bang Ramad Subdistrict, Talingchan District, Bangkok Metropolis 10170. | 0-2422-4427 |
| 3. SUSCO Dealers Co., Ltd. | Selling fuel oils | 2,364,833,150 | 2,364,833,150 | 94,593,326 | 25.00 | 100.00 | 139 Ratburana Road, Bangpakok Subdistrict, Ratburana District, Bangkok Metropolis 10140. | 0-2428-0029 |
| 4. SUSCO Retail Property Co., Ltd. | Leasing of lands and petrol stations | 100,000,000 | 100,000,000 | 1,000,000 | 100.00 | Shares indirectly held via SUSCO Dealers Co., Ltd. at the rate of 100% | 139 Ratburana Road, Bangpakok Subdistrict, Ratburana District, Bangkok Metropolis 10140. | 0-2428-0029 |
| 5. SUSCO Marketing Co., Ltd. | Selling fuel oils and letting the use of trademark license | 700,000,000 | 700,000,000 | 7,000,000 | 100.00 | Shares indirectly Held via SUSCO Dealers Co., Ltd. at the rate of 100% | 139 Ratburana Road, Bangpakok Subdistrict, Ratburana District, Bangkok Metropolis 10140. | 0-2428-0029 |
| 6. SUSCO Property Co., Ltd. | Leasing of lands and petrol stations | 1,340,000,000 | 1,340,000,000 | 13,400,000 | 100.00 | Directly holding 0.76% shares and indirectly holding 99.24% shares via SUSCO Dealers Co., Ltd. of the paid - up capital. | 139 Ratburana Road, Bangpakok Subdistrict, Ratburana District, Bangkok Metropolis 10140. | 0-2428-0029 |
| Associated Companies | | | | | | | | |
| 7. Siam Mongkol Marine Co., Ltd. | Oil marine tanker | 39,574,500 | 39,574,500 | 3,957,450 | 10.00 | 30.70 | 139 Ratburana Road, Bangpakok Subdistrict, Ratburana District, Bangkok Metropolis 10140. | 0-2871-3302 |
| 8. Siam Thananya Marine Co., Ltd. | Oil marine tanker | 40,000,000 | 40,000,000 | 4,000,000 | 10.00 | 30.70% Indirectly via Siam Mongkol Marine Co., Ltd. | 139 Ratburana Road, Bangpakok Subdistrict, Ratburana District, Bangkok Metropolis 10140. | 0-2871-3302 |
| Joint Venture | | | | | | | | |
| 9. SUSCO Media Joint Venture | Advertising services | 4,600,000 | 4,600,000 | - | - | 50% Indirectly via SUSCO Marketing Co.,Ltd. | 139 Ratburana Road, Bangpakok Subdistrict, Ratburana District, Bangkok Metropolis 10140. | 0-2428-0029 |

1.3.2 Parties with Conflict of Interest

-None-

1.3.3 Shareholders

According to Thailand Securities Depository Co., Ltd., the top 10 shareholders as at September 10, 2021, the latest date of closing the share register book, were as follows:

| Shareholder | Number of Shares Held | % |
|------------------------------------|-----------------------|--------|
| 1. Simaroj Family | 271,530,000 | 24.68% |
| <i>Mr. Mongkol Simaroj</i> | 157,100,000 | 14.28% |
| <i>Mr. Pimuk Simaroj</i> | 42,000,000 | 3.82% |
| <i>Mr. Marvee Simaroj</i> | 34,800,000 | 3.16% |
| <i>Ms. Veerin Simaroj</i> | 15,000,000 | 1.36% |
| <i>Mr. Chairit Simaroj</i> | 11,520,000 | 1.05% |
| <i>Mr. Amarin Simaroj</i> | 11,110,000 | 1.01% |
| 2. Mahakijisiri Family | 147,373,800 | 13.40% |
| <i>Mr. Chaloechai Mahakijisiri</i> | 142,473,800 | 12.95% |
| <i>Ms. Ausana Mahagitsiri</i> | 4,900,000 | 0.45% |
| 3. Mr. Thaveechat Jurangkool | 41,213,400 | 3.75% |
| 4. Mr. Panus Rungnoppakhunsri | 0,536,800 | 1.87% |
| 5. Thai NVDR Company Limited | 7,746,815 | 1.61% |
| 6. LGT BANK (SINGAPORE) LTD | 4,904,500 | 1.35% |
| 7. Mrs. Mukda Boonsieng | 14,000,000 | 1.27% |
| 8. Mr. Wiboon Panitvong | 10,028,500 | 0.91% |
| 9. Mrs. Supa Boonsiri | 8,410,000 | 0.76% |
| 10. Mr. Natee Rongkarattanakul | 7,040,000 | 0.64% |
| Total | 552,783,815 | 50.25% |

According to the data from the Stock Exchange of Thailand as of March 12, 2021, the percentage of free float was 54.87 %.

1.4 Authorized and Paid-in Capital

As at December 31, 2021, the Company had an authorized capital of Baht 1,375,000,000, consisted of 1,375,000,000 ordinary shares at the par value of Baht 1 per share, and paid-in capital of Baht 1,100,005,556, comprising 1,100,005,556 ordinary shares at the par value of Baht 1 per share.

Securities Registrar : Thailand Securities Depository Co., Ltd.
No.93 The Stock Exchange of Thailand Building,
Tower A, 14th Floors, Ratchadaphisek Road, Dindaeng Subdistrict,
Dindaeng District, Bangkok Metropolis 10400
Tel. 0-2009-9000 Fax. 0-2009-9991

1.5 Issuance of Other Securities

In 2021, the Company did not issue any other convertible security and debt instrument.



1.6 Dividend Payment Policies of the Company

The Board of Directors of the Company has policy to pay dividends to the shareholders at the rate of not less than 50% of the net profits after taxes of the Consolidated Financial Statements, except when there are necessities to use the funds for business expansions. Such dividend payable shall not exceed the retained earnings of the Company.

For the dividend payment Policy of its Subsidiaries, the Company focus on the operating result and financial status of its subsidiaries.

The dividend payment for the last 4 years as follows:

| Item | 2021 | 2020 | 2019 | 2018 |
|--|--------|--------|--------|--------|
| Annual Dividends (Baht/Share) | 0.18 | 0.11 | 0.19 | 0.13 |
| 1. Interim Dividends | 0.08 | 0.02 | 0.08 | 0.05 |
| 2. Final Dividends | 0.10 | 0.09 | 0.11 | 0.08 |
| Earnings per share (Baht) | 0.23 | 0.21 | 0.36 | 0.26 |
| Proportion of dividends on profits for the year on consolidated financial statements (percent) | 77.08% | 50.99% | 51.40% | 50.41% |

On September 23, 2021, the Company paid the interim dividends of Baht 0.08 per share, should the coming Annual General Meeting resolve that the final dividends at Baht 0.10 per share be paid, the total 2021 dividends payable would be at Baht 0.18 per share. However, the dividends payable is still uncertain because it must have a prior approval by the 2022 Annual General Meeting.

2. Risk Management

2.1 Risk Management Policy and Plans

As the business operations of the Company have a number of risks due to internal and external factors; therefore, to prevent and to limit them (if any) so that they would have the least impact on the Company, the Board of Directors has set the policies and measures on the operational risk management, as follows:

- (1) It is the duty and responsibility of the Management to analyze, assess, and prevent the internal and external risks which may significantly affect the Company's business operations;
- (2) If there is an event which has caused or may cause business risks, the Management concerned will analyze such risk and hierarchically propose the preventive guidelines to the concerned parties. If such risk is important, the Management concerned will report the matter to the Board of Directors for acknowledgment or consideration, as the case may be.

To enhance the effectiveness on the implementation of the said policies and measures on such operations, the Board of Directors established the Risk Management Committee, by having the Managing Director, a representative of the Board, as the Chairman, the Deputy Managing Director for Administration as the Vice Chairman, and Directors of all divisions as the members, to determine the guidelines for risk management in every aspect of the Company.

In 2021, the Company had no significant and substantial problem derived from the risk management.

2.2 Risk to Business Operation

2.2.1 Current and Emerging Risks

Current Risks:

- Oil Prices Fluctuation Risks

Domestic oil price and oil cost fluctuated following the changes in world market oil prices and exchange rates between USD and Thai Baht, where Singapore was considered a trading hub in South East Asia. 2021 was the year that changed the direction of world's energy consumption, especially after Mr. Joe Biden took the position as a President of the United States and the United Nation Climate Change Conference (COP26). Furthermore, the mutation of Covid-19 variances together with the above reasons had swiftly and severely drove the volatility in global oil prices. They had fundamentally affected both demand and supply of the market, in particular, making a significantly drop in investment in finding new fossil energy resources by many global energy companies.

Thus, the Company and its subsidiaries coped with such risks by closely monitoring the world market oil price movement and its trend so as to come up with effective purchasing plans and optimum inventory levels to ensure that the product cost was kept low at a competitive level.

- Safety Risks

Fuel oil trading is the business which safety must be stringently treated in a special manner, because fuel oils are inflammable which may cause fire and serious damages. The Company and its subsidiaries well realize that the safety on such risk is the most important; accordingly, the Company and its subsidiaries have arranged, on the regular basis, fire prevention training and exercising programs for all concerned parties and have installed the fire prevention tools and equipment and take other actions in relation to safety in line with the official regulations in all respects.

- Financial Risks

In 2021, the Company also exported its oils with no import, hence there were foreign currency revenues, most of which was covered by forward contracts to manage the foreign exchange risks. However, in the future, the Company may import oils for resale if the importing oil prices plus the exchange rates are adequately less expensive than the domestic prices.

The Company had high financial liquidity, with low debt-to-equity ratio of 0.93. Most of the liabilities were loans from banks to purchase service stations.

As at the end of 2021, the Company had a current ratio of 1.04 and low long-term liabilities; therefore, the interests from the long-term liabilities were very low. The financial risks from liquidity, interest expense, and exchange rate were in low level.

Emerging Risks :

- Cyber Risks

The cyber threats are trending up either as hacking to steal the important information, blocking access to a computer system until a sum of money is paid, or hacking to manage the system. The Group of Companies recognized the important of cyber risk management. Hence, we applied for the ISO/IEC 27001:2013 standard or Information Security Management System (ISMS), including installing of safety devices at various points, such

as the world's leading firewall to protect the contact channels and also using Intrusion Prevention System (IPS) to secure the Endpoint Protection. The Group of Companies also uses the updated antivirus to protect ransomware of both clients and servers. Furthermore, the Group of Companies is considering of using Security Operations Center (SOC) to monitor 24x7 and get notification immediately when unusual events occur.

The Group of Companies backs up the important data on Cloud periodically and annually rehearsals the Business Continuity Plan (BCP). Besides, the Group of Companies offers training programs to the employees via an E-learning system to acknowledge and be awarded of cyber risks and also sending the phishing E-mail to test the employees and monitor closely for the fallen ones.

Moreover, the Group of Companies recognized the importance of the personal data protection of customers, business partners, shareholders, Directors, employees, persons who visited the Group of Companies' website or used application, and other relevant persons to ensure that the data subjects receive the full protection of rights under the Personal Data Protection Act, B.E. 2562 and related laws by launched "Personal Data Protection Policy", disclosed on the Company's Website, and appointed a working group to monitor and take care of such personal data information.

- **Risks from the Pandemic**

From COVID-19 pandemic, the government has set the measures to control the outbreaks. The Group of Companies has constantly monitored the situation, including the implementation of an inventory management system and other associated management to mitigate the consequences as much as possible. Furthermore, the Group of Companies has established the control measures and regulations to prevent the spread of viruses within our organization, such as spacing the working desks, establishing a work from home system as necessary, encouraging vaccination campaign for employees, and so on.

- **Risks from the Energy Innovation Transformation**

The alternative energy innovation such as electric vehicles may affect the oil consumption. Therefore, the Group of Companies closely monitors such innovation, including cooperated with business partners to expand the new innovation networks and be able to do business continuously and sustainably such as cooperated with Energy Absolute Public Company Limited (EA) to install electric vehicle chargers in our service stations to serve the electric cars which will be more popular in the future.

2.2.2 Investment Risks for Shareholders

- **Risks of Uncertain Returns on Investment for Shareholder**

Since the Company's share price fluctuates according to various factors such as world oil prices, economic situations, changing in government policies that impact the energy industry, the Company's operating results, as well as other unexpected event such as the COVID-19 pandemic, the investors may be at risk due to the uncertainty of such factors.

- **Risk from Dividend Affordability Below Investors' Expectation**

The Company has policy to pay dividends to the shareholders at the rate of not less than 50% of net profit after taxes of consolidated financial statements. The dividend payables are subjected to cash flow, retained earnings, and investment plans. This may put investors at risk of not receiving dividends as expected. However, in considering each dividend payment, the Company always takes the best interests of shareholders into account.

3. Driving Business for Sustainability

3.1 Sustainability Management Policy

The Group of Companies is committed to be a leading company in energy sector and related businesses, including other good potential businesses, with sustainable growth, operating with transparency and good corporate governance policies, together with taking care of society and environment, realizing the importance of all stakeholders, with following practices:

- **The Good Corporate Governance Policy**

The Group of Companies is committed to the good corporate governance, operating business with fairness, transparency with responsibility to all stakeholders throughout the business chain, focusing on risk management, anti-corruption, anti-bribery, and conflict of interests.

- **Society**

The Group of Companies is committed to conducting business with social responsibility, respecting human rights, not ignoring when witnessing human rights violations that related with the Group, not-infringing on intellectual property, raising awareness of all employees' accountability to the communities and societies, developing employee's potential through training programs, as well as providing health care benefits such as annual medical check-up, medical fees welfare, and the like.

- **Environment**

The Group of Companies is committed to operating business by recognizing the importance of the energy and environment conservation to create value and sustainability for every group of stakeholders. The Group of Companies has raised the awareness of environment and nature conservation, using resources economically and efficiently, such as saving electricity, water, paper, reduced carbon footprint and etc, including, installation of solar roof system and applying innovations for sustainable use of resources.

3.2 Impact Management to Stakeholders in the Business Value Chain

3.2.1 Business Value Chain

(1) Primary Activities

- **Inbound Logistics**

The Group of the Companies procures fuels from sources with standard quality and able to delivery fuels on time and sufficiently at reasonable price to meet the customers' needs.

- **Operations**

The Group purchases the products directly from the refineries. However, the Group of the Companies inspects the fuel quality, maintains and repairs the equipment at the service stations regularly, as well as, inspected the fuels stored in oil depots for safety and considering on the impact to the community and environment.

- **Outbound Logistic**

The Group of the Companies has an efficient transportation management system for delivering products to the service stations on time with quality checking, having measures to prevent counterfeiting or contamination, and having tracking system for oil trucks to be able to trace back in case of investigation.

- **Marketing and Sales**

The Group of the Companies has set reasonable prices, delivering accurate and complete information about products and services, including advertising promotions via various channels, such as Facebook Page, Website, Line Official, Radio, Publication and etc.

- **Customer Services**

The Group of the Companies has several easy-to-access channels such as Facebook Page, Website, E-mail and Telephone to listen to advices, comments, complaints or whistle-blowing of stakeholders and also assigns a specify unit to take care of such matters.

(2) Support Activities

- **Infrastructure**

The Group of the Companies has modern and standardized accounting, financial management, operation, and information technology systems that able to monitor and track the information, as well as, having information security management system to prevent data theft.

- **Human Resource Management**

The Group of the Companies has recruiting and selection system for qualified personnel for the positions, providing training and development for all levels, as well as, determining the reasonable remuneration similarly to other companies with similar business type and size. Moreover, the Group of the Companies also provides various welfares more than required by the laws, such as reimbursement of medical expenses, loans for employees, and etc.

- **Technology Development**

The Group of the Companies is using an up-to-date information technology system for internal operations and for external matters such as a customer collecting point system with data security and effectiveness.

- **Procurement**

The Group of the Companies has an efficient procurement system, price and quality comparison process, and processing transparently.

3.2.2 Stakeholder Analysis from the Business Value Chain

The Board of Directors has policies to oversee and keep the rights of every group of stakeholders as prescribed by laws, whether they are shareholders, customers, creditors, trading partners, independent auditors, management, employees, public sector, society, and other concerned agencies, to give them confidence that their rights shall be equally protected and treated.

| Stakeholder | Stakeholder's Expectation | Response to Stakeholder's Expectation |
|--|---|--|
| Shareholders | Reasonable stock price, return on investment | The Company will act as a good agent of shareholders in business operations bringing maximize satisfaction to the shareholders, by taking into consideration the sustainable growth of the Company value, including disclosing the information in the transparent and reliable manners. |
| Customers | Product quality, reasonable price, service mind | The Company will create maximize satisfaction to the customers, by paying attention to the services and being responsible for the products' qualities and prices, including clearly and fairly conducting the business with every customer. |
| Business Partners and Creditors | Follow the conditions in contract agreement | The Company will adhere to the conditions and terms as set forth in the loan agreement or trade contract made with every financial creditor or trade creditor and will fairly treat the creditors as if they were the Company's trading partners. |
| Competitors | Complete within legal framework | The Company has policy to treat its competitors under the framework of laws related to competition practices. The guidelines for treating competitors are as follows: Operating business under the good practices of competition, seeking no confidential information of competitors in a dishonest way, and with not intentionally destroy reputation of competitors with groundless slander. |
| Employees | Reasonable compensation, welfare, fairness | The Company will oversee its employees to develop themselves so that they will be able to work more efficiently, including encouraging them to have morality and ethics to work honestly. The Company will equally and fairly treat every employee and provide suitable remuneration. |

3.3 Sustainability Management in Environmental Dimensions

3.3.1 Environmental Policies and Practices

The Group of Companies recognizes the responsibilities the Group and the employees have to the environment. The products distributed by the Group of Companies are fuel oils which may easily cause a negative impact on environment and may cause serious harm to the communities and environments. Hence, the Group of Companies has assigned the responsible officers for such matters to strictly perform their duties under the official rules and regulations.

3.3.2 Environmental Performance

1) Energy Management

Since 2004, the Company and its subsidiaries have implemented the Energy and Environment Conservation Campaign Project, which the employees have participated in determining the energy conservation measures by various methods, such as turning off the lights and air conditioners during lunch break and half an hour prior to end of the working hours, and saving the paper usage in every way. These projects help the employees to better understand their roles and to proudly take part in efficient energy saving to reduce the global warming and the expenses on energy and resource usage in a tangible manner.





Saving electricity campaign board



Water conservation campaign board
(Posted in the Company's toilets)

The Company had installed the solar panel system on 5 roof tops of the Company's head office and service stations which were Vibhavadee branch, Bang Pakok branch, Bang Ku Wat branch, Liab Klong Chongnonsi branch, and Suan Luang Rama IX branch with a capacity of approximately 199.67 kilowatt per hour/station. The Company was able to save Baht 518,367 of electricity bills, promoting the use of renewable energy in line with government policies. In 2021, The Company had installed additional 15 solar panel system on service stations, which will be operate in 2022, having total electricity capacity of 806.59 kWh. The Company planned to expand the solar system installation to more service stations in the near future.



Solar PV Rooftop EPC & Solar PPA : 20 Sites (TTL Capacity 806.59 kWp)

| No. | District | Sites | Capacity (kWp) | Type |
|-----|--------------|--------------------------------|----------------|------------------|
| 1 | Headquarters | Bangpakok & 5 Stories Building | 49.20 | PPA |
| 2 | Capital 3 | Bangkoowad | 48.96 | |
| 3 | Capital 3 | Vibhavadi 1 | 30.23 | EPC (Phase 1) |
| 4 | Capital 1 | Suan Luang R.9 | 35.64 | |
| 5 | Capital 6 | Liab Klong Chong Nonsi | 35.64 | |
| 6 | Capital 1 | Sukhapiban 2 (NGV) | 100.80 | EPC (Phase 2) |
| 7 | Capital 4 | Ratchaphuek | 61.95 | |
| 8 | Capital 1 | Huamark | 58.80 | |
| 9 | Capital 2 | Lat Pla Khao | 58.80 | |
| 10 | Capital 5 | Phutthamonthon Sai 2 | 42.00 | |
| 11 | Capital 6 | Yannawa | 26.25 | |
| 12 | Capital 2 | Wang Hin | 32.55 | |
| 13 | Capital 5 | Bang Bon | 25.20 | |
| 14 | Capital 2 | Sena Nikhom | 34.65 | |
| 15 | Capital 4 | Petchkasem (Bangkae 2) | 25.20 | |
| 16 | Capital 2 | Hathairaj | 37.80 | |
| 17 | Capital 5 | Thung Khru | 28.35 | |
| 18 | Capital 3 | Bang Bua Thong (Sai Noi) | 26.25 | |
| 19 | Capital 1 | Prawet | 23.10 | |
| 20 | Capital 5 | Thakham | 25.20 | |

2) Water Treatment

Results of effluent quality examinations over the past three years.

| Parameter | Unit | Ratburana Depot (mean) | | | Surat Thani Depot (mean) | | | Industrial Effluent Standard |
|---------------------------------------|------|---------------------------|------|------|-----------------------------|------|------|---------------------------------|
| | | 2021 | 2020 | 2019 | 2021 | 2020 | 2019 | |
| 1) pH | - | 7.4 | 7.3 | 7.4 | 7.3 | 7.5 | 7.5 | 5.5 - 9.0 |
| 2) Biochemical Oxygen Demand (BOD) | mg/L | 5.6 | 2.3 | 2.0 | 4.8 | 4.0 | 5.8 | Not exceeding 20 |
| 3) Suspended Solids (SS) | mg/L | 7.3 | - | 6.1 | 9.7 | 9.5 | 8.8 | Not exceeding 50 |
| 4) Oil and Grease | mg/L | - | - | - | - | - | - | Not exceeding 5 |

Remarks: Songkhla Oil Depot has no longer stored any oil products. Therefore, there was no quality examination of water treatment.

3) Waste and Pollution Management

The leakages of oil storage and delivery will cause damages to environment; consequently, the Company strictly stipulated the precautionary measures to oversee every step from transferring oils from the vessels into the storage tanks. Before doing so, the buoys must be placed around the oil tanker to prevent and control the oil which might leak during transferring not to spread outside the controlled area. The area around the oil storage tank has large fuel ditch and oil trap to prevent oil from leaking during transferring to oil trucks not to scatter into the external water. The oil trap will be cleaned by knowledgeable staff on residual storage at least once a month. In addition, the Company employed an independent surveying company to check the quality of effluents from the three oil depots on a monthly basis, to ensure that the qualities of the effluents from the three oil depots were higher than the standard criteria stipulated by the Government. The Company submitted the reports to the Office of Natural Resources and Environmental Policy and the Harbor Department every three months. According to the results of effluent quality examination over the past three years, there has never been any problem affecting the environment.

In addition, in the head office, The Company had a policy to use both sides of papers (reuse) to reduce the amount of paper waste which can help reduce paper usage by 50 percent. The Company had also developed an online paperless document approval program, which can reduce paper usage by about 4,000 - 5,000 sheets per year and also help collecting digital database of the Company's data approvals systematically.

4) Greenhouse Effect Management

The Group of Companies is committed to the environmental and energy management consistently. Therefore, the carbon footprint, followed up period from January - December 2020, was assessed at the head office for the first state. It was found that fuel consumption from vehicles was the most significant source of emissions at the head office. The Group of the Companies has plans to manage such matters by replacing the vehicles every 5 years by selecting new vehicles that emit less greenhouse gases and plan to use electric vehicles in the future as well.

The carbon footprint assessment was carried out in accordance with the carbon footprint guidelines of the Thailand Greenhouse Gas Management Organization (TGO). All information has been reviewed by the Group's internal audit and verified again by the experts before requesting the certificate, a Limited Level of Assurance, from Thailand Greenhouse Gas Management Organization (TGO).

In 2020, the Group of the Companies' greenhouse gas emission scope 1 (direct emission) was 648 ton of carbon dioxide equivalent, greenhouse gas emission scope 2 (indirect emissions) was 276 tons of carbon dioxide equivalent, and greenhouse gas emission scope 3 (other indirect emission) was 250 tons of carbon dioxide equivalent, totaling the net emissions were 1,174 ton of carbon dioxide equivalent, verified by Bureau Veritas Certification (Thailand) Company Limited. The Group of the Companies is in the process of preparing the 2021 greenhouse gas emission which will be shown in 2022 Annual Report.

3.4 Sustainability Management in the Social Dimension

3.4.1 Social Policy and Practice

The Group of Companies has raised awareness of the employees' accountability to the communities and societies in order to develop the employees' mind for realizing the importance of the joint efforts to create. The cultures of the Group of Companies in the business operations are not to merely focus on the benefits of the employees and the Company, but to also create benefits for societies, communities, and environment.

3.4.2 Social Performance

1) Employees

The Group of Companies treats all employees equally without discrimination, nor using child labor. The Group of Companies also strictly follows the Universal Declaration of Human Rights and also supports the disability employment. The Group of Companies remunerates its employees appropriately according to The Group of Companies' performance, together with trainings and other welfares with more benefits to employees than the laws require, such as provident fund, loan, medical fee, medical check-up, etc.

Employment

| Details | Number of employees (person) | |
|-------------------|------------------------------|--------|
| | Male | Female |
| Normal Employee | 747 | 1,280 |
| Disabled Employee | 8 | 8 |
| Total | 755 | 1,288 |

In 2021, the Group of Companies hired disabled employees in the amount as specified by the law and had no complaint about human rights violations.

Policy in Employee Development

The Company Group has always encouraged and supported every level of its employees to develop the knowledge related to their work and earn new knowledge concerning the organization, society, and environment, so as to enable them to maximize the efficiency of operating knowledge and capabilities by sending them to get training from various sources, as well as arranging in-house training programs regarding the general knowledge, knowledge for supervisors and knowledge for the position, etc.

The average training hours of headquarters staff for 2021 were as follows;

1. Management level 7.00 hours/person
2. Chief level 8.00 hours/person
3. Staff level 8.00 hours/person

The Company also set up training teams to directly provide continuous training for the employees who worked at service stations as follows;

1. Area manager training, at least once a year (6 hours/course)
2. Service station manager training, at least twice a year (6 hours/course)
3. Other service station staff training, at least twice a year (6 hours/course)

Moreover, the Group of Companies also provided annual trainings as specified by laws for area managers, station managers, and other staff in service stations as follows;

1. Preliminary firefighting and evacuation
2. Safety officer training for supervisor and management
3. Fuel Control Course
4. Fundamentals training for service station manager
5. Safety training for working in high altitude environments
6. 5S training course

Matters on Occupational Safety, Health, and Environment

The Board of Directors abides by the policies and guidelines as prescribed by the Department of Labor Protection and Welfare in the administration and management of occupational safety, health, and environment to prevent and reduce accidents and damages, as well as to promote and support the workplace health and safety activities of the Company.

In 2021, the Company had no significant and substantial issue or accident derived from the risks of Occupational Safety, Health, and Environment.

Employee Engagement

The Group of Companies has labor welfare division which responsible for organizing labor relation activities to increase employee satisfaction and engagement. In 2021, the Company has plans to develop employee engagement by continually organizing the projects to help support the cost of living and create encouragement for employees. The 2021 turnover rate was 6.14%, a decrease of 0.25% from previous year.

2) Customer

The Group of Companies will create maximize satisfaction to the customers, by paying attention to the services and being responsible for the products' qualities and prices, including clearly and fairly conducting the business with every customer. We have channels for responding and following up on complaints to improve and develop the quality of products and services.

In 2021, there has been a change in SUSCO Smart Member loyalty program from the SUSCO application to the Line Official Account @SUSCO to make it easier to use for customers, look modern, and suit the current lifestyle.

Most of the complaints were about services. If such complaints were within the authority of the Group of Companies or were able to coordinate with related organizations to fix the problems, The Group of Companies has already improved and solved such matters for customers.

3) Community and Society

The Group of Companies operates with responsibility to communities and society. In 2021, there were no complaints from the social community. In addition, the Group also organized community and social activities as follows:

The “Little Angel” Project

To comply with the concept of business operations aiming at the Company and its subsidiaries would grow together with the communities per the expression “SUSCO : Good Things Near the Communities”. The “Little Angel” Project has continuously been implemented since 2008 to assist the disadvantaged children by giving scholarships to those who have good academic records, being a grateful person, having good behavior, but lacking money, by assigning the area managers and the service station managers of each area to communicate with schools situated in the vicinity of the service stations of the Company and its subsidiaries to screen the student who is qualified under the aforementioned criteria to receive scholarships and also give sports equipment to the school where the scholarship grantee study.

The “Little Angel”, who has received the scholarship, will periodically send a letter to the Company or its subsidiaries, and the scholarship granter, to narrate various matters about his/her life and livelihood, which the Company, its subsidiaries, and staffs are pleased to know about the benefits of the Project to the grantee. Throughout the implementation of this Project, the scholarships had been granted to 156 students of the schools located in various regions of the country.

However, in 2021 there was coronavirus-19 outbreak, so the Company decided to delay the project to comply with the epidemic measure and will conduct the activities again when the situation returns to normal.



The Blood Donation Project

The Blood Donation Project is the project which has been regularly implemented by the Company and its subsidiaries once or twice a year.



The Social Responsibilities Activities

Apart from the aforementioned continual projects, the Company also provided social supports for various occasions such as sports sponsorships and donations to charity organizations, such as, donating money, drinking water, and essential items to medical staffs, patients, and other people affected by the outbreak of COVID, etc., as well as helping various temples that needed money for cremations of those who died from coronavirus.



4. Management Discussion and Analysis: MD&A

4.1 Analysis of Operation and Financial Condition as well as potential factors that may materially affect the financial condition or the operating results.

In 2021, the Thai's economy grew by 1.6%, improved from the 6.1% decline in 2020, resulted from easing pandemic prevention measures and implementation of some policies to re-opening tourism activities, and expansion of private consumption expenditure.

For the board picture of oil industry in 2021, Thailand has a total oil consumption of 37,604 million liters, a decrease of 6.36% or 2,553 million liters from 40,157 million liters in 2020, resulted from less economic activities due to the COVID-19 pandemic, which affected the domestic oil consumption demand.

Operating Activities of SUSCO Public Company Limited and its Subsidiaries

(Unit: Million Baht)

| Statement of Comprehensive income | For the year end | For the year end | Increased (decrease) | |
|---|-------------------|-------------------|----------------------|--------------|
| | December 31, 2021 | December 31, 2020 | Amount | % |
| Revenues from sale | 19,865.84 | 16,482.94 | 3,382.90 | 20.52 |
| Cost of sales | 18,549.74 | 15,220.34 | 3,329.40 | 21.87 |
| Gross Profit | 1,316.10 | 1,262.60 | 53.50 | 4.24 |
| Dividend income | 2.08 | 13.04 | (10.96) | (84.07) |
| Other income | 316.85 | 288.32 | 28.53 | 9.90 |
| Distribution costs | 906.93 | 864.15 | 42.78 | 4.95 |
| Administrative expenses | 357.62 | 370.50 | (12.88) | (3.48) |
| Share of loss of associates and joint venture | (12.79) | (4.59) | (8.20) | 178.65 |
| Profit from operating activities | 357.69 | 324.73 | 32.96 | 10.15 |
| Finance costs | 59.40 | 51.59 | 7.81 | 15.14 |
| Profit before income tax expense | 298.29 | 273.14 | 25.15 | 9.21 |
| Tax expense | 64.76 | 55.48 | 9.28 | 16.73 |
| Profit for the year | 233.53 | 217.66 | 15.87 | 7.29 |

In 2021, the Company and its subsidiaries had a total sales volume of 937.453 million litres, a decrease of 110.581 million litres, or 10.55%, from the same period of 2020, due to the decrease in jet fuel demand from the COVID-19 pandemic lockdown. The total revenue was Baht 20,184.77 million, an increase of Baht 3,400.46 million, or 20.26%, from the same period of 2020, resulted from the increase in the net sale revenue followings the increase in the average selling prices per litres, and the increase in the other revenue from the gain on sale of assets. The Company and its subsidiaries had a profit before income tax of Baht 298.29 million, an increase of Baht 25.15 million, or 9.21%, comparing with a profit before income tax of Baht 273.14 million of the same period of 2020. The significant causes were the increase in the gross profit from the increase in the average selling prices per litres, and the increase in the other revenue from the gain on sale of assets. The Company and its subsidiaries had a profit after income tax of Baht 233.53 million, an increase of Baht 15.87 million, or 7.29%, comparing with a profit after income tax of Baht 217.66 million of the same period of 2020.



Financial and Comparison Financial Ratio of SUSCO Public Company Limited and its Subsidiaries

(Unit : Million Baht)

| Statement of Financial Position | For the year end | For the year end | Increased (decrease) | |
|---------------------------------|-------------------|-------------------|----------------------|-------|
| | December 31, 2021 | December 31, 2020 | Amount | % |
| Current assets | 1,796.40 | 1,364.67 | 431.73 | 31.64 |
| Non-current Assets | 4,997.59 | 4,636.67 | 360.92 | 7.78 |
| Current Liabilities | 1,725.49 | 1,176.08 | 549.41 | 46.72 |
| Non-current Liabilities | 1,542.57 | 1,371.12 | 171.45 | 12.50 |
| Shareholders' Equity | 3,525.93 | 3,454.14 | 71.79 | 2.08 |

| Items | | 2021 | 2020 |
|---|-----------|--------|--------|
| Liquidity Ratio | | | |
| Current Ratio | (Times) | 1.04 | 1.16 |
| Quick Ratio | (Times) | 0.48 | 0.57 |
| Cash flow Ratio | (Times) | 0.51 | 0.45 |
| Receivable Turnover Ratio | (Times) | 47.35 | 28.32 |
| Days to Collect average Accounts receivable | (Days) | 8 | 13 |
| Inventory Turnover Ratio | (Times) | 40.60 | 28.86 |
| Days to Collect average Inventory | (Days) | 9 | 12 |
| Payable Turnover Ratio | (Times) | 24.81 | 17.82 |
| Days to Repayment | (Days) | 15 | 20 |
| Items | | 2021 | 2020 |
| Profitability Ratio | | | |
| Gross Profit Rate | (Percent) | 6.62 | 7.66 |
| Operating Profit Rate | (Percent) | 1.86 | 2.00 |
| Net Profit Rate/Total income | (Percent) | 1.16 | 1.30 |
| Cash Rate/Profitability | (Percent) | 200.71 | 194.95 |
| Return on Equity Rate | (Percent) | 6.69 | 6.16 |
| Net Profit Rate | (Percent) | 1.18 | 1.32 |
| Items | | 2021 | 2020 |
| Efficiency Ratio | | | |
| Return on Asset Ratio | (Percent) | 3.65 | 3.73 |
| Return on Fixed Assets Ratio | (Percent) | 13.69 | 15.67 |
| Assets Turnover Ratio | (Times) | 3.16 | 2.88 |
| Items | | 2021 | 2020 |
| Financial Ratio | | | |
| Debt to Equity Ratio | (Times) | 0.93 | 0.74 |
| Interest Coverage Ratio | (Times) | 57.37 | 54.41 |
| Obligations Coverage Ratio | (Times) | 0.04 | 0.04 |
| Dividend Payout Ratio | (Percent) | 77.08 | 50.99 |
| Items | | 2021 | 2020 |
| Date per share | | | |
| Book value per share | (Baht) | 3.53 | 3.44 |
| Dividend per share | (Baht) | 0.18 | 0.11 |
| Earnings per share | (Baht) | 0.23 | 0.21 |

Remarks: Par value of Baht 1 per share.

As of December 31, 2021, the Group of Companies had a total of Baht 1,796.40 million in current assets, Baht 1,725.49 million in current liabilities, Baht 4,999.59 million in non-current assets, and Baht 1,542.57 million in non-current liabilities. The Company and its subsidiaries had a total credit line approximately Baht 2,290.51 million. The financial ratios are as follows: the current ratio of 1.04, the receivables turnover ratio of 47.35, the inventory turnover ratio of 40.60, and the debt to equity ratio of only 0.93 and average debt collection period was only 8 days which was in line with the Company's credit policy of 7-30 days credit term. This underpinned that the Group of Companies has high liquidity to sufficiently service both the current operation and future expansion. In 2021, the Company has also paid dividends to shareholders totaling Baht 170 million.

For 2022, the Thai economy is expected to expand by 3.5 - 4.5%, supported by an improvement in domestic demand and manufacturing sector aligning with the improving covid-19 situation, the slightly recovery of international tourism sector under the re-open country policy, the favorable of export sector, following the expansion of global trade volume and economic recovery, and government spending under the annual budget framework together with state enterprise budget and additional spending under Emergency Decree. However, there is uncertainty of new wave of pandemic caused by widely spread of mutated virus. Hence, the Company will monitor the situation closely. In addition, the conflict between Ukraine and Russia affected the oil and energy prices all over the world including Thailand. However, the Group of Companies has continuously assessed all plausible factors those might have an impact on oil demand and prepared to cope with the fluctuation of crude oil prices by optimally and efficiently managing oil inventories. Moreover, the Company had strategic cooperation with “ESSO” in expending service stations in the Northeast area in order to increase competitiveness and accommodate new customers. The Company also has the right to use “ESSO” logo to expand the business in the Northern region, in the future.

The Group of Companies is committed to the good cooperate governance, operating business with fairness, transparency with responsibility to all stakeholders throughout the business chain, conducting business with social and environment responsibility. Furthermore, the Group of the Companies has continued to deploy its marketing activities, such as the membership campaign, "SUSCO Smart Member, the more you fill, the more points you get", advertising through media channels, modernizing service stations so as to attract more customers. Furthermore, the Group of the Company has continuously attracted new business partners, such as Lawson 108, FamilyMart, ChaoDoi coffee, Rabika coffee, Starbucks coffee, Subway, B-Quick, BOSCH Car Service, Tyre Plus, EV Charging Station and Solar Roof, and other businesses related to operate in our service stations in order to attract more customers.



4.2 Comparison of the Financial Statements and Significant Financial Ratios

SUSCO Public Company Limited and its Subsidiaries

Statement of financial position

As of December 31, 2021, 2020, 2019, and 2018

Unit: Thousand Baht

| Items | 2021 | | 2020 | | 2019 | | 2018 | |
|-------------------------------------|------------------|---------------|------------------|---------------|------------------|---------------|------------------|---------------|
| | Amount | % | Amount | % | Amount | % | Amount | % |
| Assets | | | | | | | | |
| <i>Current assets</i> | | | | | | | | |
| Cash and cash equivalents | 360,077 | 5.30 | 302,236 | 5.04 | 283,933 | 5.00 | 453,020 | 7.72 |
| Short-term loans to related parties | 6,500 | 0.10 | - | - | - | - | - | - |
| Trade and other current receivables | 706,306 | 10.40 | 593,526 | 9.89 | 1,017,070 | 17.92 | 1,061,327 | 18.08 |
| Inventories | 497,542 | 7.32 | 416,154 | 6.93 | 638,693 | 11.26 | 545,696 | 9.30 |
| Other current financial assets | 76,666 | 1.13 | 126 | - | - | - | - | - |
| Vat refund | 145,628 | 2.14 | 49,116 | 0.82 | - | - | - | - |
| Other current assets | 3,680 | 0.05 | 3,511 | 0.06 | 131,938 | 2.33 | 106,632 | 1.82 |
| Total current assets | 1,796,399 | 26.44 | 1,364,669 | 22.74 | 2,071,634 | 36.51 | 2,166,675 | 36.92 |
| <i>Non-current assets</i> | | | | | | | | |
| Investments in equity instruments | 325,373 | 4.79 | 303,698 | 5.06 | - | - | - | - |
| Available-for-sale investment | - | - | - | - | 382,500 | 6.74 | 417,562 | 7.12 |
| Investments in associates | 4,179 | 0.06 | 10,158 | 0.17 | 14,151 | 0.25 | 21,322 | 0.36 |
| Investments in joint venture | 871 | 0.01 | 1,607 | 0.03 | 1,900 | 0.03 | - | - |
| Other long-term investment | - | - | - | - | 248 | - | 248 | - |
| Investment properties | 838,756 | 12.34 | 836,607 | 13.94 | 854,552 | 15.06 | 868,917 | 14.81 |
| Property, plant and equipment | 1,866,949 | 27.48 | 1,674,962 | 27.91 | 1,604,871 | 28.29 | 1,570,743 | 26.77 |
| Right-of-use assets | 1,812,316 | 26.68 | 1,637,429 | 27.28 | - | - | - | - |
| Leasehold rights | - | - | - | - | 528,064 | 9.31 | 587,727 | 10.01 |
| Intangible assets | 55,311 | 0.81 | 62,548 | 1.04 | 69,996 | 1.24 | 79,707 | 1.36 |
| Deferred tax assets | 49,977 | 0.74 | 44,442 | 0.74 | 25,582 | 0.45 | 22,054 | 0.38 |
| Other non-current assets | 43,863 | 0.65 | 65,225 | 1.09 | 120,373 | 2.12 | 133,110 | 2.27 |
| Total non-current assets | 4,997,595 | 73.56 | 4,636,676 | 77.26 | 3,602,237 | 63.49 | 3,701,390 | 63.08 |
| Total assets | 6,793,994 | 100.00 | 6,001,345 | 100.00 | 5,673,871 | 100.00 | 5,868,065 | 100.00 |

SUSCO Public Company Limited and its Subsidiaries

Statement of financial position

As of December 31, 2021, 2020, 2019, and 2018

Unit: Thousand Baht

| Items | 2021 | | 2020 | | 2019 | | 2018 | |
|--|------------------|--------------|------------------|--------------|------------------|--------------|------------------|--------------|
| | Amount | % | Amount | % | Amount | % | Amount | % |
| Liabilities and equity | | | | | | | | |
| <i>Current liabilities</i> | | | | | | | | |
| Bank overdrafts and short-term borrowing from financial institutions | 280,000 | 4.12 | 100,000 | 1.67 | 171,786 | 3.03 | 530,000 | 9.03 |
| Trade and other current payables | 1,220,022 | 17.96 | 769,907 | 12.83 | 1,333,938 | 23.51 | 1,456,290 | 24.82 |
| Current portion of long-term loans from financial institutions | 32,201 | 0.47 | 114,377 | 1.91 | 99,100 | 1.75 | - | - |
| Current portion of lease liabilities | 142,369 | 2.10 | 126,132 | 2.10 | 2,822 | 0.05 | 1,815 | 0.03 |
| Income tax payable | 19,892 | 0.29 | 31,995 | 0.53 | 31,698 | 0.56 | 14,625 | 0.25 |
| Other current financial liabilities | 449 | 0.01 | 8 | - | - | - | - | - |
| Other account payable | 30,562 | 0.45 | 33,660 | 0.56 | 35,900 | 0.63 | 67,142 | 1.15 |
| Total current liabilities | 1,725,495 | 25.40 | 1,176,079 | 19.60 | 1,675,244 | 29.53 | 2,069,872 | 35.28 |
| <i>Non-current liabilities</i> | | | | | | | | |
| Long-term borrowing from financial institution | 221,074 | 3.25 | 233,669 | 3.89 | 148,725 | 2.62 | - | - |
| lease liabilities | 1,119,442 | 16.48 | 943,107 | 15.71 | 4,699 | 0.08 | 1,985 | 0.03 |
| Deferred tax liabilities | 79,147 | 1.16 | 77,922 | 1.30 | 100,422 | 1.77 | 108,751 | 1.85 |
| Non-current provisions for employee benefit | 80,845 | 1.19 | 68,467 | 1.14 | 61,290 | 1.08 | 45,254 | 0.77 |
| Other non-current liabilities | 42,063 | 0.62 | 47,959 | 0.80 | 70,235 | 1.24 | 66,032 | 1.13 |
| Total non-current liabilities | 1,542,571 | 22.70 | 1,371,124 | 22.84 | 385,371 | 6.79 | 222,022 | 3.78 |
| Total liabilities | 3,268,066 | 48.10 | 2,547,203 | 42.44 | 2,060,615 | 36.32 | 2,291,894 | 39.06 |



SUSCO Public Company Limited and its Subsidiaries

Statement of financial position

As of December 31, 2021, 2020, 2019, and 2018

Unit: Thousand Baht

| Items | 2021 | | 2020 | | 2019 | | 2018 | |
|---|------------------|---------------|------------------|---------------|------------------|---------------|------------------|---------------|
| | Amount | % | Amount | % | Amount | % | Amount | % |
| Shareholders' equity | | | | | | | | |
| Share Capital - Par value of Baht 1.00 per share | | | | | | | | |
| Authorized share capital | | | | | | | | |
| -1,375,000,000 Ordinary shares, Baht 1.00 each | 1,375,000 | 20.24 | 1,375,000 | 22.91 | 1,375,000 | 24.23 | 1,375,000 | 23.43 |
| Issued and fully paid-up share capital | | | | | | | | |
| -1,100,005,556 Ordinary shares, Baht 1.00 each | 1,100,006 | 16.19 | 1,100,006 | 18.33 | 1,100,006 | 19.39 | - | - |
| -1,100,000,001 Ordinary shares, Baht 1.00 each | - | - | - | - | - | - | 1,100,000 | 18.74 |
| Share premium | 45,016 | 0.66 | 45,016 | 0.75 | 45,016 | 0.79 | 45,000 | 0.77 |
| Share premium on treasury shares | 204,339 | 3.01 | 204,339 | 3.40 | 204,339 | 3.60 | 204,339 | 3.48 |
| Surplus from decreasing share capital | | | | | | | | |
| by writing off treasury shares | 40,122 | 0.59 | 40,122 | 0.67 | 40,122 | 0.71 | 40,122 | 0.68 |
| Warrants | - | - | - | - | - | - | 27,498 | 0.47 |
| Expired warrants | 27,498 | 0.41 | 27,498 | 0.46 | 27,498 | 0.48 | - | - |
| Retained earnings | | | | | | | | |
| Appropriated | | | | | | | | |
| Legal reserve | 137,500 | 2.02 | 137,500 | 2.29 | 126,470 | 2.23 | 106,475 | 1.81 |
| Treasury shares reserve | 290,316 | 4.27 | 281,186 | 4.68 | 151,003 | 2.66 | - | - |
| Unappropriated | 1,891,852 | 27.85 | 1,837,406 | 30.62 | 1,944,310 | 34.27 | 1,896,306 | 32.32 |
| Other components of shareholders' equity | 79,595 | 1.17 | 62,255 | 1.04 | 125,495 | 2.21 | 156,431 | 2.67 |
| | 3,816,244 | 56.17 | 3,735,328 | 62.24 | 3,764,259 | 66.34 | 3,576,171 | 60.94 |
| Less Treasury shares (100.01 million shares) | (290,316) | (4.27) | - | - | - | - | - | - |
| Treasury shares (96.91 million shares) | - | - | (281,186) | (4.68) | - | - | - | - |
| Treasury shares (50.01 million shares) | - | - | - | - | (151,003) | (2.66) | - | - |
| Total shareholders' equity | 3,525,928 | 51.90 | 3,454,142 | 57.56 | 3,613,256 | 63.68 | 3,576,171 | 60.94 |
| | | | | | | | | |
| Total liabilities and shareholders' equity | 6,793,994 | 100.00 | 6,001,345 | 100.00 | 5,673,871 | 100.00 | 5,868,065 | 100.00 |

SUSCO Public Company Limited and its Subsidiaries

Statements of changes in shareholders' equity

For the year ended December 31, 2021, 2020, 2019, and 2018

Unit: Thousand Baht

| Items | 2021 | 2020 | 2019 | 2018 |
|--|------------------|------------------|------------------|------------------|
| | Amount | Amount | Amount | Amount |
| Issued and paid-up share capital | | | | |
| Beginning of the year | 1,100,006 | 1,100,006 | 1,100,000 | 1,100,000 |
| Increase during of the year | - | - | 6 | - |
| Decrease during of the year | - | - | - | - |
| Balance end of the year | 1,100,006 | 1,100,006 | 1,100,006 | 1,100,000 |
| Treasury shares | | | | |
| Beginning of the year | (281,186) | (151,003) | - | - |
| Increase during of the year | (9,130) | (130,183) | (151,003) | - |
| Balance end of the year | (290,316) | (281,186) | (151,003) | - |
| Share premium | | | | |
| Beginning of the year | 45,016 | 45,016 | 45,000 | 45,000 |
| Increase during of the year | - | - | 16 | - |
| Balance end of the year | 45,016 | 45,016 | 45,016 | 45,000 |
| Share premium on treasury shares | 204,339 | 204,339 | 204,339 | 204,339 |
| Surplus from decreasing share capital by writing off treasury shares | 40,122 | 40,122 | 40,122 | 40,122 |
| Warrants | - | - | - | 27,498 |
| Expired warrants | 27,498 | 27,498 | 27,498 | - |
| Retained earnings | | | | |
| Appropriated | | | | |
| Legal reserve | | | | |
| Beginning of the year | 137,500 | 126,470 | 106,475 | 88,894 |
| Increase during of the year | - | 11,030 | 19,995 | 17,581 |
| Balance end of the year | 137,500 | 137,500 | 126,470 | 106,475 |
| Treasury shares reserve | 290,316 | 281,186 | 151,003 | - |
| Unappropriated | | | | |
| Beginning of the year | 1,837,406 | 1,944,310 | 1,896,306 | 1,784,204 |
| The effects of changes in accounting policies | - | (46,848) | - | - |
| Treasury shares reserve | (9,130) | (130,183) | (151,003) | - |
| Legal reserve | - | (11,030) | (19,995) | (17,581) |
| Dividend payment | (169,951) | (136,498) | (171,999) | (153,997) |
| Increase (decrease) during of the year | 233,527 | 217,655 | 391,001 | 283,680 |
| Balance end of the year | 1,891,852 | 1,837,406 | 1,944,310 | 1,896,306 |
| Other components of shareholders' equity | | | | |
| Revaluation surplus | 880 | 880 | 880 | 880 |
| Gain on investment in equity instruments measured at fair value through other comprehensive income | 78,715 | 61,375 | 124,615 | 152,664 |
| Share of other comprehensive income (loss) of associates | - | - | - | 2,887 |
| Total | 79,595 | 62,255 | 125,495 | 156,431 |
| Total shareholders' equity | 3,525,928 | 3,454,142 | 3,613,256 | 3,576,171 |



SUSCO Public Company Limited and its Subsidiaries

Statement of comprehensive income

For the year ended December 31, 2021, 2020, 2019, and 2018

Unit: Thousand Baht

| Items | 2021 | | 2020 | | 2019 | | 2018 | |
|---|-------------------|---------------|-------------------|---------------|-------------------|---------------|-------------------|---------------|
| | Amount | % | Amount | % | Amount | % | Amount | % |
| Revenues | | | | | | | | |
| Revenues from sale, net | 19,865,837 | 98.24 | 16,482,939 | 98.20 | 27,732,688 | 98.54 | 27,882,069 | 98.71 |
| Revenues from natural gas station management service | 35,982 | 0.18 | 62,034 | 0.37 | 90,487 | 0.32 | 95,643 | 0.34 |
| Rental income | 107,230 | 0.53 | 101,925 | 0.61 | 100,881 | 0.36 | 92,771 | 0.33 |
| Franchise income | 24,060 | 0.12 | 25,927 | 0.15 | 27,783 | 0.10 | 26,887 | 0.10 |
| Dividend income | 2,077 | 0.01 | 13,040 | 0.08 | 17,503 | 0.06 | 16,099 | 0.06 |
| Other income | 149,581 | 0.74 | 98,439 | 0.59 | 175,075 | 0.62 | 131,285 | 0.46 |
| Total revenues | 20,184,767 | 100.00 | 16,784,304 | 100.00 | 28,144,417 | 100.00 | 28,244,754 | 100.00 |
| Expenses | | | | | | | | |
| Cost of sales | 18,549,740 | 91.90 | 15,220,341 | 90.68 | 26,317,780 | 93.51 | 26,638,720 | 94.31 |
| Distribution costs | 906,926 | 4.49 | 864,151 | 5.15 | 932,051 | 3.31 | 875,918 | 3.10 |
| Administrative expenses | 357,623 | 1.77 | 370,498 | 2.21 | 386,068 | 1.37 | 357,809 | 1.27 |
| Total expenses | 19,814,289 | 98.16 | 16,454,990 | 98.04 | 27,635,899 | 98.19 | 27,872,447 | 98.68 |
| Profit from operating activities | 370,478 | 1.84 | 329,314 | 1.96 | 508,518 | 1.81 | 372,307 | 1.32 |
| Finance costs | 59,398 | 0.30 | 51,585 | 0.30 | 14,561 | 0.05 | 20,244 | 0.07 |
| Share of loss of associates and joint venture | (12,789) | (0.06) | (4,586) | (0.03) | (4,384) | (0.02) | (3,038) | (0.01) |
| Profit before income tax expense | 298,291 | 1.48 | 273,143 | 1.63 | 489,573 | 1.74 | 349,025 | 1.24 |
| Tax expense | 64,764 | 0.32 | 55,488 | 0.33 | 101,413 | 0.36 | 65,345 | 0.23 |
| Profit for the year | 233,527 | 1.16 | 217,655 | 1.30 | 388,160 | 1.38 | 283,680 | 1.01 |
| Other comprehensive income | | | | | | | | |
| Components of other comprehensive income that will be reclassified to profit or loss : | | | | | | | | |
| Share of other comprehensive income (expenses) of associates | - | - | - | - | (2,887) | (0.01) | (3,039) | (0.01) |
| Gain (loss) on remeasuring available for sale investments | - | - | - | - | (35,062) | (0.12) | (178,500) | (0.63) |
| Income tax relating to components of other comprehensive income that will be reclassified to profit on loss | - | - | - | - | 7,013 | 0.02 | 35,700 | 0.12 |
| Total components of other comprehensive income that will be reclassified to profit or loss | - | - | - | - | (30,936) | (0.11) | (145,839) | (0.52) |
| Components of other comprehensive income that will be reclassified to profit or loss : | | | | | | | | |
| Actuarial gain (losses) on defined employee benefit plans | - | - | - | - | 3,552 | 0.01 | - | - |
| Gain (loss) on investment in equity designated at fair value through other comprehensive income | 21,675 | 0.10 | (79,050) | (0.47) | - | - | - | - |
| Income tax relating to components of other comprehensive income that will not be reclassified to profit or loss | (4,335) | (0.02) | 15,810 | 0.09 | (711) | - | - | - |
| Total components of other comprehensive income that will not be reclassified to profit or loss | 17,340 | 0.08 | (63,240) | (0.38) | 2,841 | 0.01 | - | - |
| Other comprehensive income (expense) for the period, net of tax | 17,340 | 0.08 | (63,240) | (0.38) | (28,095) | (0.10) | (145,839) | (0.52) |
| Total comprehensive income for the period | 250,867 | 1.24 | 154,415 | 0.92 | 360,065 | 1.28 | 137,841 | 0.49 |
| Earnings per share (Baht) | | | | | | | | |
| Basic earnings per share | 0.23 | - | 0.21 | - | 0.36 | - | 0.26 | - |
| Diluted earnings per share | 0.23 | - | 0.21 | - | 0.36 | - | 0.26 | - |

SUSCO Public Company Limited and its Subsidiaries

Statement of cash flows

For the year ended December 31, 2021, 2020, 2019, and 2018

Unit: Thousand Baht

| Items | 2021 | 2020 | 2019 | 2018 |
|---|------------------|------------------|------------------|------------------|
| | Amount | Amount | Amount | Amount |
| Cash flows from operating activities | | | | |
| Profit for the year | 233,527 | 217,655 | 388,160 | 283,680 |
| <i>Reconciliations of profit for the year to cash provided by (used in) operating activities:</i> | | | | |
| Depreciation | 359,758 | 341,434 | 158,491 | 150,606 |
| Amortisation | 10,302 | 11,032 | 81,738 | 85,286 |
| Bad debt and doubtful debts (reversal) | 1,031 | 31,487 | 2,230 | 1,440 |
| Loss on inventories devaluation (reversal) | (24,339) | 16,030 | (21,981) | 19,336 |
| (Gain) Loss on impairment of assets (reversal) | (6,994) | (17,917) | (9,952) | (30,214) |
| (Gain) loss on disposal of assets | (44,270) | 2,545 | (44,084) | (12,508) |
| Dividend income | (2,077) | (13,040) | (17,503) | (16,099) |
| (Gain) on sales of investment | - | - | - | (37) |
| Unrealized (gain) loss on exchange rate | 932 | (579) | (1,017) | 1,839 |
| (Gain) loss on a financial assets measured at fair value though profit or loss | 6,440 | - | - | - |
| Share of loss of associates and joint venture | 12,789 | 4,586 | 4,384 | 3,038 |
| Employee benefit expense | 14,650 | 12,882 | 21,786 | 8,232 |
| Finance costs | 59,398 | 51,585 | 14,561 | 20,244 |
| Income tax expense | 64,764 | 55,488 | 101,413 | 65,345 |
| Profit provided by operating activities before changes in operating assets and liabilities | 685,911 | 713,188 | 678,226 | 580,188 |
| <i>(Increase) decrease in operating assets</i> | | | | |
| Trade and other account receivable | (148,149) | 251,879 | 39,857 | (179,360) |
| Inventories | (57,050) | 206,509 | (71,017) | 71,957 |
| Other current assets | (96,610) | 102,647 | (25,307) | (4,704) |
| Other non-current assets | 15,263 | 54,308 | 12,906 | 10,648 |
| <i>Increase (decrease) in operating liabilities</i> | | | | |
| Trade and other accounts payable | 441,369 | (588,087) | (123,539) | 135,107 |
| Other current liabilities | (3,097) | (2,240) | (31,242) | 21,474 |
| Provision for employee benefit | (2,272) | (5,705) | (2,198) | (1,703) |
| Other non-current liabilities | (5,897) | (22,276) | 4,229 | 17,330 |
| Cash received from operations | 829,468 | 710,223 | 481,915 | 650,937 |
| Income tax expense paid | (85,895) | (68,233) | (90,067) | (92,105) |
| Net cash provided by operating activities | 743,573 | 641,990 | 391,848 | 558,832 |
| Cash flows from investing activities | | | | |
| Cash receipts from sale of short-term investment | - | - | - | 37 |
| Cash payments for short-term loans to related parties | (6,500) | - | - | - |
| Cash payments for other current financial assets | (83,040) | - | - | - |
| Cash payments for associates investment | (6,074) | - | - | - |
| Cash payments for acquisition of investments in joint venture | - | (300) | (2,000) | - |
| Cash payments for acquisition of property, plant and equipment | (330,228) | (179,432) | (199,780) | (227,672) |
| Cash receipts from disposal of property, plant and equipment | 55,346 | 2,336 | 85,856 | 40,749 |
| Cash payments for acquisition of intangible assets and rights-of-use assets | (90,394) | (69,177) | (11,132) | (120,205) |
| Dividend receive | 2,077 | 13,040 | 17,503 | 16,099 |
| Net cash used in investing activities | (458,813) | (233,533) | (109,553) | (290,992) |



SUSCO Public Company Limited and its Subsidiaries

Statement of cash flows

For the year ended December 31, 2021, 2020, 2019, and 2018

Unit: Thousand Baht

| Items | 2021 | 2020 | 2019 | 2018 |
|---|------------------|------------------|------------------|------------------|
| | Amount | Amount | Amount | Amount |
| <i>Cash flows from financing activities</i> | | | | |
| Increase (decrease) in bank overdrafts and short-term loans from financial institutions | 180,000 | (71,786) | (358,214) | 300,000 |
| Cash receipts from long-term borrowings from financial institutions | 80,000 | 200,221 | 297,825 | - |
| Cash payments for repayment of long-term borrowings from financial institutions | (174,772) | (100,000) | (50,000) | (329,665) |
| Cash payments for repayment of finance lease liabilities | (117,974) | (146,038) | (2,934) | (1,060) |
| Cash payments for treasury shares | (9,130) | (122,325) | (151,003) | - |
| Dividend paid | (169,549) | (136,225) | (171,630) | (153,667) |
| Interest expense paid | (15,494) | (14,001) | (15,426) | (20,165) |
| Net cash used in financing activities | (226,919) | (390,154) | (451,382) | (204,557) |
| Net increase (decrease) in cash and cash equivalents | 57,841 | 18,303 | (169,087) | 63,283 |
| Cash and cash equivalents - beginning of year | 302,236 | 283,933 | 453,020 | 389,737 |
| Cash and cash equivalents - ending of year | 360,077 | 302,236 | 283,933 | 453,020 |

Supplemental cash flows information

| | | | | |
|--|---------|---------|-------|---|
| Asset acquired right-of-use assets under lease agreement | 310,546 | 296,659 | 6,655 | - |
|--|---------|---------|-------|---|

Comparison of Significant Financial Ratios

As of December 31, 2021, 2020, 2019, and 2018

| Items | | 2021 | 2020 | 2019 | 2018 |
|---|-----------|--------|--------|-------|--------|
| Liquidity Ratio | | | | | |
| Current Ratio | (Times) | 1.04 | 1.16 | 1.24 | 1.05 |
| Quick Ratio | (Times) | 0.48 | 0.57 | 0.65 | 0.68 |
| Cash flow Ratio | (Times) | 0.51 | 0.45 | 0.21 | 0.29 |
| Receivable Turnover Ratio | (Times) | 47.35 | 28.32 | 31.67 | 32.01 |
| Days to Collect average Accounts receivable | (Days) | 8 | 13 | 11 | 11 |
| Inventory Turnover Ratio | (Times) | 40.60 | 28.86 | 44.44 | 45.05 |
| Days to Collect average Inventory | (Days) | 9 | 12 | 8 | 8 |
| Payable Turnover Ratio | (Times) | 24.81 | 17.82 | 21.89 | 22.69 |
| Days to Repayment | (Days) | 15 | 20 | 16 | 16 |
| Profitability Ratio | | | | | |
| Gross Profit Rate | (Percent) | 6.62 | 7.66 | 5.10 | 4.46 |
| Operating Profit Rate | (Percent) | 1.86 | 2.00 | 1.83 | 1.34 |
| Net Profit Rate/Total income | (Percent) | 1.16 | 1.30 | 1.38 | 1.00 |
| Cash Rate/Profitability | (Percent) | 200.71 | 194.95 | 77.06 | 150.10 |
| Return on Equity Rate | (Percent) | 6.69 | 6.16 | 10.80 | 7.91 |
| Net Profit Rate | (Percent) | 1.18 | 1.32 | 1.40 | 1.02 |
| Efficiency Ratio | | | | | |
| Return on Assets Ratio | (Percent) | 3.65 | 3.73 | 6.73 | 4.87 |
| Return on Fixed Assets Ratio | (Percent) | 13.69 | 15.67 | 18.18 | 14.68 |
| Assets Turnover Ratio | (Times) | 3.16 | 2.88 | 4.88 | 4.85 |
| Financial Ratio | | | | | |
| Debt to Equity Ratio | (Times) | 0.93 | 0.74 | 0.57 | 0.64 |
| Interest Coverage Ratio | (Times) | 57.37 | 54.41 | 32.24 | 33.28 |
| Obligations Coverage Ratio | (Times) | 0.04 | 0.04 | 0.01 | 0.02 |
| Dividend Payout Ratio | (Percent) | 77.08 | 50.99 | 51.40 | 50.41 |
| Data per share | | | | | |
| Book value per share | (Baht) | 3.53 | 3.44 | 3.38 | 3.25 |
| Dividend per share | (Baht) | 0.18 | 0.11 | 0.19 | 0.13 |
| Earning per share | (Baht) | 0.23 | 0.21 | 0.36 | 0.26 |

Note: Par value of Baht 1 per share.



5. General Information and Other Important Information

5.1 General Information

Securities Registrar : Thailand Securities Depository Co., Ltd.
No.93 The Stock Exchange of Thailand Building,
Tower A, 14th Floors, Ratchadaphisek Road, Dindaeng Subdistrict,
Dindaeng District, Bangkok Metropolis 10400
Tel. 0-2009-9000 Fax. 0-2009-9991

Auditors

Auditors of the Company and its subsidiaries in 2021 were as follows:

1. Mr. Thanawut Piboonsawat,
Certified Public Accountant, Registration No. 6699; or
2. Miss Potjanarat Siripipat,
Certified Public Accountant, Registration No. 9012; or
3. Miss. Roongnapha Saengchan,
Certified Public Accountant, Registration No. 10142; or
4. Miss Techinee pornpenpob,
Certified Public Accountant, Registration No. 10769,
of Dharmniti Auditing Co., Ltd., located at 718 Dharmniti Tower, Fl. 6-7,
Soi Phoemsap (Prachachuen 20), Prachachuen Rd., Bang Sue, Bangkok 10800.
Tel. 0-2596-0500 Fax. 0-2596-0539

5.2 Other Important Information

In 2021, the Company had no other important information which significantly affected the investments. Should there be any, the Company would disclose them to the concerned parties under the guidelines as prescribed by the Securities and Exchange Commission and The Stock Exchange of Thailand.

5.3 Legal Dispute

In 2021, both the Company and its subsidiaries had no legal disputes that required to be reported under the Notification of Capital Market Supervisory Board No. Thor Jor.79/2561 Re: “Rules, Conditions, and Methods of Reporting and Disclosing Information in Respect of Financial Position and Results of Operations of the Securities Issuing Company.” The Company and its subsidiaries did not have any legal disputes which had or might have material or significant negative impact to their assets or the businesses.

Part Two
Corporate Governance

6. Corporate Governance Policy

6.1 Overview of Policies and Practices of Corporate Governance

Good corporate governance practices are essential for the Group of Companies' success in achieving its goals, and efficient operating systems are bases of stable and sustainable growth; all of which will be beneficial to every stakeholder. Accordingly, the Board of Directors has a policy to continuously promote every work unit to follow good corporate governance practices under the honest, transparent, and auditable management without a conflict of interest, having full, correct, complete, and timely disclosure and to safeguard the interests of all stakeholders in an equitable manner as well as to always take into consideration the social responsibilities. The Group of Companies had also set up the business ethics manual for Directors, executives, and employees to use as a guideline, both in hard copy form and communicated via intranet and also as a part of new employee orientation content.

In the past year, 100% of Directors, executives, and employees have been communicated and raised awareness of business ethics. The Company did not find any significant ethical violations. Moreover, The Board of Directors has also reviewed corporate governance policy yearly.

6.1.1 Policies and Guidelines related to the Board of Directors

The Group of the Company has policies and regulations regarding to Directors, both in the terms of recruitment and compensation, independence of Directors from Managements, Directors' development, Directors' Evaluation, and supervision of the Company and its subsidiaries. The detail can be found on Sections 7.2 and 8.1.

6.1.2 Policies and Guidelines related to Shareholders and Stakeholders

6.1.2.1 Rights of Shareholders

- (1) The Board of Directors shall oversee and protect every shareholder to receive his /her basic rights, as follows :
 - (1.1) No restriction in trading or transferring shares, unless such share transfer shall cause the Company to have alien shareholders in excess of 49% of total issued shares;
 - (1.2) Having equal rights to receive correct and complete information in time;
 - (1.3) Having rights to attend and vote in the Meeting of shareholders;
 - (1.4) Having rights to nominate, appoint, or remove Directors, and to approve the appointment of Independent Auditors;
 - (1.5) Having rights to join in decision making on the change of important policies of the Company;
 - (1.6) Having rights to receive profit sharing.
- (2) Every shareholder shall receive the Meeting Notice and information on date, time, place, and agenda, inclusive of the information related to the matters which must be decided in the Meeting, sufficiently in advance and in time.

- (3) The Company shall arrange appropriate place where can be reached by public transportation and appropriate time for the Shareholders' Meeting so that it would be convenient for shareholders and institutional investors to attend.
- (4) Directors and all concerned persons, such as auditors must be prepared to give explanation or to answer questions of the shareholders.
- (5) On October 29, 2021, the Company notified the shareholders who wanted to add the Meeting Agenda and/or to nominate the persons who should be elected as the Directors of the Company and/or questions in advance via website of the Company to enable the shareholders to inform the Company of their intentions within December 30, 2021; however, no shareholder notified any intention on such matters.
- (6) In the Meeting, shareholders can ask questions, explanations, and express their opinions regarding the agenda under discussion. The Board of Directors shall not change the Agenda of the Meeting without having a prior permission from the Meeting.
- (7) Shareholders shall be informed of rules used in the Meeting and voting procedures and the Company shall disseminate the Meeting Agenda with supporting information in the website of the Company prior to the distribution of the documents to the shareholders so that they would have enough time to digest the information in advance.
- (8) In each agenda, there will be opinions of the Board of Directors for shareholders' consideration. All questions asked in the Meeting and the important opinions will be completely minute so that the shareholders and the concerned parties can audit them.
- (9) Every Director and top Management shall disclose the relationships, both directly and indirectly, with the major shareholders or the third parties who have significant business transactions with the Company.

6.1.2.2 Equal Treatment of Shareholders

In convening shareholders' Meeting, the Company has a policy to equally treat shareholders as follows:

- (1) The Company shall serve a meeting notice on every shareholder not less than 14 days prior to the date of the Meeting, and shall also disseminate the information on date, time, place, and agenda on the website of the Company.
- (2) The Company shall advertise and invite the shareholders to attend the Meeting of Shareholders in newspapers not less than 3 consecutive days prior to the date of the Meeting.
- (3) The Company shall accommodate all shareholders in registering for attending the Meeting via registration aid computer system for the most convenient and swiftness of the shareholders.
- (4) The Company shall convene the Meeting of Shareholders on the date, time, and at the place which are convenient for the shareholders to attend and shall not have a sudden change in the venue of the Meeting to the extent that the shareholders cannot attend.

- (5) The Board of Directors shall allow the shareholders to use the proxies in the form which the shareholders can determine the voting direction and shall nominate at least one Independent Director as an alternative in giving their proxies.
- (6) The Company Secretary shall notify the shareholders of the rules and regulations used in the Meeting, voting procedures, and total shares held by the participants prior to commencement of the Meeting.
- (7) Each share shall have equal right and vote. The shareholder shall have the rights to vote according to the shares held.
- (8) The Meeting Chairperson shall conduct the Meeting per the agenda stipulated in the meeting notice.
- (9) The Meeting Chairperson shall give opportunities to the shareholders to ask questions in association with each agenda.
- (10) The Board of Directors shall use the voting ballots in every important agenda and/or that in which the shareholders have different opinions.
- (11) Every shareholder attending the Meeting can exercise the right to vote in every case, whether it is an affirmative vote, a negative vote, or an abstention.

6.1.2.3 Information Disclosure and Transparency

- (1) The Board of Directors assigned the Management to correctly and completely disclose all information required under the rules and regulations of The Stock Exchange of Thailand and the Securities and Exchange Commission, both in Thai and in English languages, via the information dissemination channels and media of The Stock Exchange of Thailand and on the website of the Company.
- (2) Only the persons designated by the Board of Directors or the top Management shall disclose information to shareholders, investors, securities analysts, mass media, or regulatory entities.
- (3) The information which shall be disclosed by the Company on a regular basis are as follows :
 - General information and nature of business operations;
 - Financial statements and the results of operations of the Company, including analytical results;
 - Name list and shareholding proportion of major shareholders and the Management;
 - Business risk factor;
 - Overall Directors and Management remuneration;
 - Directors' qualifications;
 - Transactions with connected persons.
- (4) The Board of Directors requires that financial statements or financial information be prepared to show the financial positions and the results of operations of the Company, as prescribed by laws, and such information shall be completely, correctly, sufficiently, and timely disclosed for the acknowledgement of all shareholders and stakeholders of the Company.
- (5) The Company has its accounts and financial statements audited by independent auditors.



- (6) The Company shall facilitate the third parties such as securities analysts, investment consultants, securities brokers, rating institutions, mass media, and external supervisory organizations, with data analyses, for the benefits of investors' decision making or for other benefits.
- (7) To disclose the report on good corporate governance policy and its results of the policy compliance in the annual report.
- (8) To disclose the roles and duties of the Board of Directors, the number of Meetings, and the number of each Director attending the Meeting, including the forms and natures of remuneration paid to the Directors and the Management in the annual report.

6.2 Code of Business Ethics

The Group of Companies has prepared written business ethical guidelines to be observed by every Director, Management, and employee of the Company and its subsidiaries in performing his/her duties with honesty and in fair manners to customers, shareholders, and every group of stakeholders, as attachment 4

6.3 Material Changes and Developments regarding Policy, Guidelines and Corporate Governance System in the preceding year

6.3.1 Material Changes and Developments related to the review on the Policy, Guidelines and Corporate Governance System or the Board of Directors' Charter during the past year

On August 26, 2021, the Board of Directors' Meeting No. 8/2021 resolved to review Board of Directors' charter and CG Code, as annually basis, to be applied to the Company's business context. The Company has recorded the reasons of practices that were unable to follow or have not been applied yet as a part of the Board resolutions, e.g. the Board of Directors considered that those Independent Directors who have been the Company's Director more than 9 years were suitable, both in terms of qualifications and experiences, and were able to give independent opinions.

6.3.2 Other Corporate Governance Compliance

The Board of Directors oversees the affairs of the Company that they are in compliance with the good corporate governance as continually announced by SET, covering 5 parts, namely the shareholders' rights, equal treatment of shareholders, taking into consideration the roles towards the stakeholders, information disclosure and transparency, and responsibilities of the Board of Directors. So far, The Board of Directors had resolutions on many corporate governance compliance issues; the significant ones are:

- Non-infringement of Intellectual property

The Board realized the importance of non-infringement of intellectual property, or copyright, thus it was stipulated as a part of the policy of using information resources and has already adopted this policy in May, 2016. The person who contravenes this policy will be punished according to the Company's regulations.

- **Directorship of Managing Director in other listed companies**

The Board of Directors resolved that the Managing Director could hold not more than three Directorships in listed companies. To ensure that he would have adequate time devoting for the Company, the Managing Director needs to inform the Board prior to accepting the said Directorships.

- **Succession Plan**

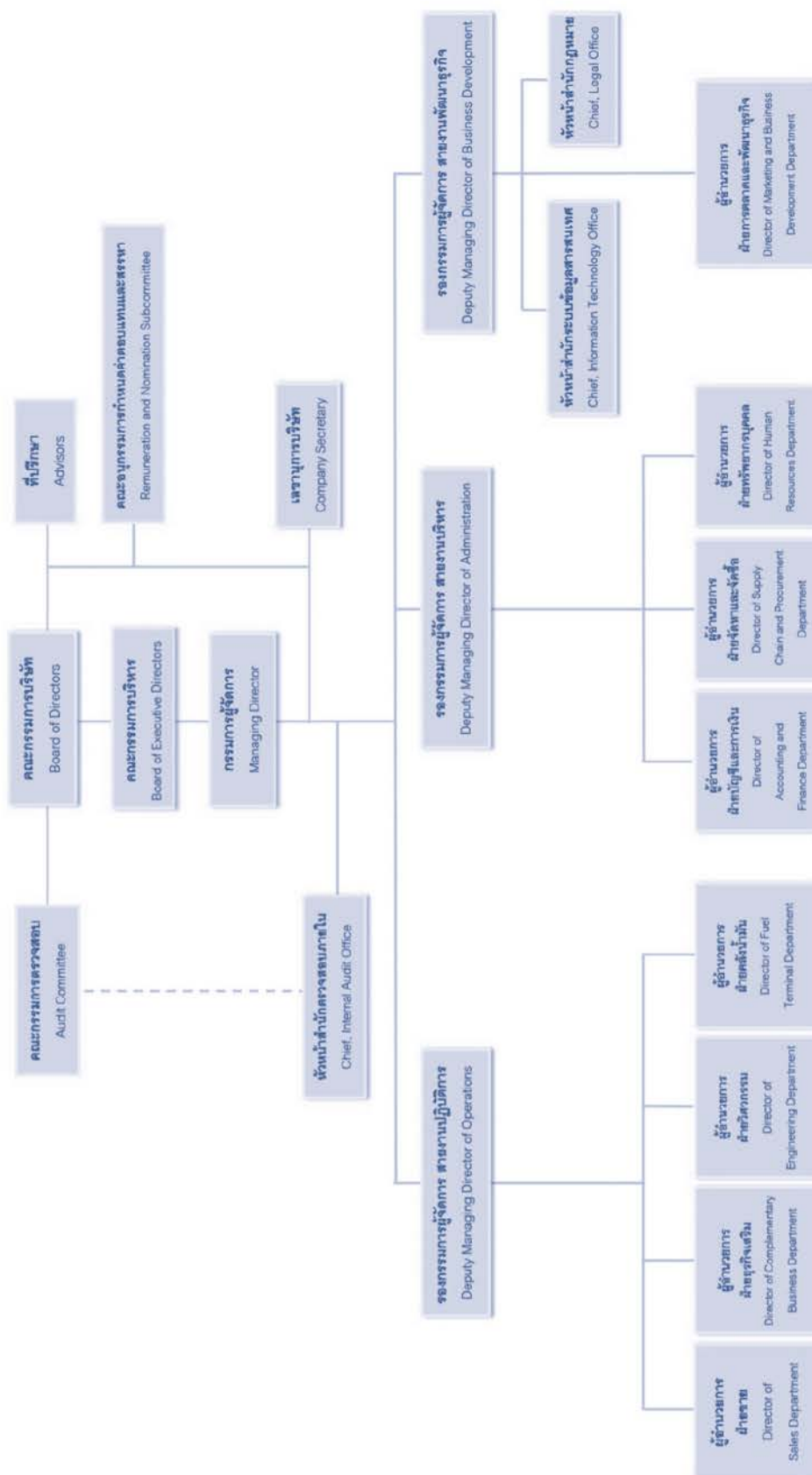
The Board recognized the importance of succession plans of Managing Director and other senior management levels. Hence the Human Resource Department was assigned to work on the succession plans which will be determined, in principle, by the performance, potential, administrative behavior, and readiness of each successor, including necessary and appropriate training and development required to groom the successors according to needs of the respective positions, in case there is a need to facilitate seamless transitions in these positions.

7. Corporate Governance Structure and Information about Sub-committees, Managements, Employees, and others

7.1 Corporate Governance Structure

Corporate Governance Structure

As of December 31, 2021



7.2 Board of Directors

The Board of Directors oversees the businesses and determines policies, strategies, business plans, and revenue and expenditure budgets annually to maximize overall benefits of the Company and the shareholders

The Board of Directors has its duties and responsibilities for formulating policies, considering, approving, and reviewing the strategies, goals, business plans, revenue and expenditure budgets, and managing the risks of the Company, including overseeing that the Management will efficiently and transparently operate the Company's business in line with the policies, plans, and budgets. In addition, the Board of Directors concentrates on good corporate governance by preparing, in writing, the good corporate governance policies of the Company, including approving, reviewing, and assessing the operating results from abiding by such policies at least once a year, emphasizing that the Company will have good internal controls and efficient risk management measures, as well as always following up the operations on such issues. Accordingly, the Board of Directors needs to be composed of the persons possessing leadership, visions, and independence of decision-making to maximize the benefits of the Company and the shareholders.

At present, the Company has altogether 6 groups of the Board of Directors and main Subcommittees, namely the Board of Directors, the Board of Executive Directors, the Audit Committee, the Remuneration and Nomination Subcommittee, the Risk Management Committee, and the Occupational Safety, Health, and Environment Committee; the authorities, roles and responsibilities of which have been clearly stipulated in writing. The aforesaid authorities include the financial approval authorities for segregation of authorities in accordance with the good corporate governance principles and in order for the Management to be always efficient, transparent, and auditable.

7.2.1 Composition of the Board of Directors

Board of Directors Structure:

(a) Check and balance of non-executive Directors

According to the Articles of Association, the Board of Directors comprises not less than 5 and not more than 15 Directors, having the qualifications as prescribed by laws.

As at December 31, 2021, the Company had 11 Directors. 4 of whom were Independent Directors. All Director have passed Director Certification Program (DCP) or Director Accreditation Program (DAP) and possessed knowledge, capabilities, and experiences adequate for using his/her judgment to consider the problems of the Company and lead the Company towards sustainable prosperity.

3 of 11 Directors were executive Directors. 8 of 11 Directors were non-executive Directors. 4 of 11 Directors were independent Directors and 3 of whom were the members of Audit Committee.

The Directorship will be as specified in the Articles of Association, which is a period of 3 years, except the one elected to replace the Director who resigns, will hold Directorship only for the remaining period of the resigning Director. Upon the expiration of the term, the Board of Directors shall ask the Ordinary General Meeting to elect the replacing Directors. In this regard, for transparency sake, the Company will propose the qualified person, together with his/her profile, whom the Board of Directors is of the opinion that he/she should be elected to be the Director to every shareholder for consideration in the Ordinary General Meeting.



(b) Aggregation and Segregation of Authorities

To clearly segregate the authorities and duties in formulating policies, and supervising and managing routine jobs, the Chairperson will not be the same person as the Executive Chairman and the Managing Director and will not be the Chairperson or member of any subcommittees.

(c) Qualifications of Directors and Independent Directors

The persons who hold office of Directors and independent Directors will be completely qualified under the laws and will have no qualifications prohibited under the Notifications of SEC. Additionally, they will have adequate knowledge, capabilities, and experiences which are beneficial to the Company.

7.2.2 Information of the Board of Directors

The Board of Directors, as of December 31, 2021, were as follows:

- | | |
|---------------------------------|---|
| 1. Mr. Mongkol Simaroj | Chairman |
| 2. Mr. Pimuk Simaroj | Vice Chairman and Chairman of the Board of Executive Directors |
| 3. Mrs. Phuangphet Thawechaiwat | Independent Director and Audit Committee Chairwoman |
| 4. Mr. Prakrit Pradipasen | Independent Director and Audit Committee Member |
| 5. Mr. Sithiphan Sriphen | Independent Director and Audit Committee Member |
| 6. Khunying Sermsri Bunnag | Independent Director |
| 7. Mr. Narong Chulajata | Director |
| 8. Mr. Noppadol Attavavutichai | Director |
| 9. Mr. Chairit Simaroj | Executive Director and Managing Director |
| 10. Mr. Phongsathon Chatnarat | Executive Director and Deputy Managing Director of Business Development |
| 11. Mr. Marvee Simaroj | Executive Director and Deputy Managing Director of Operations |

Section 23 of the Articles of Association of the Company specifies that "...signatures of two Directors together with the Company's seal shall bind the Company, and the Board of Directors shall specify the names of the Directors whose signatures are empowered to bind the Company from the whole members of the Board of Directors..."

Directors whose signatures were empowered to bind the Company were as follows:

1. Mr. Mongkol Simaroj
2. Mr. Narong Chulajata
3. Mr. Noppadol Attavavutichai
4. Mr. Marvee Simaroj
5. Mr. Chairit Simaroj
6. Mr. Pimuk Simaroj
7. Mr. Phongsathon Chatnarat

7.2.3 Roles and Duties of Directors

- (1) The Board of Directors in the Meeting No. 9/2562, held on August 27, 2019, reviewed and resolved to amend the authorities and responsibilities of the Board of Directors as follows:
- (a) Having authorities of Directors as prescribed by the Public Limited Company Act, other law, and as stated in the Articles of Association;
 - (b) Approving action plans and goals of the Company;
 - (c) Considering, approving, and reviewing operational plans, strategies, business plans, budgets, risk assessment, and good corporate governance policy of the Company annually;
 - (d) Controlling and supervising the Management to proceed in accordance with the policies, plans, and budgets, with efficiency and transparency;
 - (e) Supervising the Company's performance by protecting shareholders' benefits and disclosing of information accurately, transparently and completely as required by the Stock Exchange of Thailand and the Securities and Exchange Commission of Thailand;
 - (f) Giving the importance of business to operate in accordance with the principles of good corporate governance, social, and environmental responsibility;
 - (g) Giving priority to anti-corruption by defining and approving policies and related procedures, appointing a working group, supervising a support system, as well as, channels for whistle blowing, monitoring, and ensuring that all employees complied with the policies strictly;
 - (h) Approving the transactions related to land, the construction, or the land with the construction according to the related laws;
 - (i) Approving the appointment of the Executive Board to perform duties as assigned;
 - (j) Approving the appointment and removal of the Chairman, the members of the Audit Committee, the members of Executive Board, the members of the Subcommittees, the Vice Chairman, the Executive Chairman, the Managing Director, the Deputy Managing Director, the Assistant Managing Director, and the Company Secretary, as well as approving their salaries, remuneration, and other benefits;
 - (k) Approving the matters pertinent to finance and assets of the Company, which are above the approving powers of the Executive Board;
 - (l) Assigning or suggesting the Executive Board or the Managing Director to consider or work on any matter as the Board of Directors deems appropriate;
 - (m) Giving consent or approving matters proposed by the Executive Board or the Managing Director.
 - (n) Encouraging all managements and employees to perform their duties with honesty, professional ethics, avoiding personal interests, maintaining the confidentiality of customers, and not using inside information of the Company and the customers for personal interests;
 - (o) Any decision that may have conflicts of interest, the Board of Directors and the Management will jointly consider the said issue with care, honest, rationality, and independence, under the framework of good ethics for the benefits of the Company;
 - (p) Monitoring financial liquidity and repayment, including plans and mechanisms for solving problems, if any;



- (q) In case of urgency, the Chairman may consider an appropriate use of the aforementioned authorities of the Board of Directors and, subsequently, report to the Board of Directors.
- (2) Rules and Responsibilities of the Chairman
- (a) To oversee the operations of the Board of Directors to ensure its effectiveness in achieving the objectives and goals of the Company;
 - (b) To clearly define the roles, duties, and responsibilities of the Board of Directors and the Management;
 - (c) To set long-term goals of the Company, taking into account the allocation of resources, risk management, and implement strategies to achieve those goals;
 - (d) To establish evaluation process to assess the performance of the Board of Directors, Sub-Committees, Individual Directors, and the Managing Director, as well as to encourage all Directors to seek ways to continuously improve their performances;
 - (e) To call, either by himself or the person designated by him, the Board of Directors' Meeting; the invitation letter of which must be sent at least 7 days prior to the Meeting;
 - (f) To set the Meeting agendas in conjunction with the Chairman of the Executive Board, the Managing Director, and the Company Secretary, by taking into account the important agenda issues requested by the Directors and the top Management;
 - (g) To chair the Board's Meetings and to allocate sufficient time for the Management to present the matters and for the Directors to thoroughly discuss the issues;
 - (h) To chair the Shareholders' Meeting and to allocate sufficient time for Shareholders to ask questions;
 - (i) To control the Meeting to run efficiently in accordance with the rules and regulations, as well as to support and provide opportunities for Directors to express their opinions independently;
 - (j) To represent the Board of Directors in giving advice and monitoring the Managing Director in his management;
 - (k) To represent the Board of Directors in working with the Company Secretary to provide recommendations and supporting the Board of Directors to improve overall organization performance;
 - (l) To regularly communicate and monitor the performance of the Board of Directors to enhance good relationship among Directors;
 - (m) To communicate key information together with the Managing Director to employees, investors, medias, analysts and other relevant parties;

- (n) To consider the appropriateness in establishing sub-committees to help alleviate the burden of the Board of Directors and some rules and responsibilities of the Chairman, such as Executive Committee.
- (3) The Board of Directors has prescribed clear guidelines to supervise and prevent conflict of interest in the Company's business operations, as follows :
- (a) To structure the Company and the Board of Directors and other groups of Subcommittees with clear stipulation of their authorities, duties and responsibilities under the good corporate governance practices;
 - (b) To encourage every member of the Management and employee to work with honesty, adhering to the code of professional conduct, and not to emphasize personal benefits more than the responsibilities to the Company, including keeping the secrecy of customers and not to disclose inside information of the Company and customers, for the personal benefits or the benefits of other parties;
 - (c) In the case of any decision-making which may cause conflict of interest or in the case where there are certain acts which are beneficial to the Company but they are not in accordance with the different benefits of each group of stakeholders, the Board of Directors and the Management will carefully discuss such problems in the cautious, careful, honest, reasonable, and independent manners under good ethical frameworks for the benefits of the Company;
 - (d) In the event that there is any issue which may cause conflict of interest or which are connected transactions or transact with connected persons, the interested Directors and Managements shall disclose the information to the Meeting and have no right to vote on such agenda and if such issue meets disclosure criteria of the Stock Exchange of Thailand, the Company shall also inform the resolution of aforementioned agenda to the Stock Exchange of Thailand;
 - (e) Every Director, Management, and employee will not perform any act which is against the benefits of the Company nor exploit the chance or using the information derived from being a Director or an employee for personal benefits nor run competing businesses with the Company nor perform any duties other than those of the Company, which may affect the performance of their duties.

In the past year, the Company did not find any action that violates the conflict of interest policy.

- (4) The Board of Directors fully recognizes that to successfully operate the business aiming at the sustainable highest goal with efficient operating system, it is necessary to always have ethics in the business operations. Therefore, the Board of Directors has prepared written business ethical guidelines to be observed by every Director, Management, and employee of the Company and its subsidiaries in performing his/her duties with honesty and in fair manners to customers, shareholders, and every group of stakeholders.
- (5) The Board of Directors emphasizes the internal control systems, both at management and operational levels, to prevent the Company from damages, on financial, operations, risk management, and compliance supervision aspects; therefore, the policies with respect to the internal audit and control systems were laid down as follows:

- (a) The Management of the Company will be responsible for preparing timely financial reports which are correct and complete, both quarterly and annually;
 - (b) Efficient internal control and audit systems will be undertaken to ensure that the Company complies with all related guidelines and laws. The system will be audited by the internal auditors and reviewed by the Audit Committee;
 - (c) The authorities, duties and responsibilities of the Management in operating the business will be prescribed in writing;
 - (d) The utilization of the Company's assets will be continuously monitored and inspected so that they will not be damaged or misused or unduly utilized;
 - (e) Duties and responsibilities of the staff or the working units will be separated for appropriate checks and balance;
 - (f) The Board of Directors will duly pay attention to recommendations or suggestions of the Independent Auditors and to use them as guidelines in considering the proper improvement of the operations.
- (6) The Board of Directors shall convene the Meetings based on the following practices:
- (a) The Board of Directors will, in advance, fix the dates and agenda for regular Meetings which will be held on a monthly basis, to enable the Directors to conveniently allocate their time for every Meeting; in addition, there may be special Meeting as necessary. In every regular Meeting, there will be agenda on the matters arising to follow-up the issues of the previous Meeting and the monthly operational results of the Company, and follow-up performance according to the strategy. Each Director should attend the Meetings at least 75 percent of total Board of Directors' Meetings.
 - (b) In the Meeting of the Board of Directors, to constitute a quorum, there will be not less than two-thirds of all of the Directors attending the Meeting.
 - (c) The Chairman will endorse the Meeting agendas in collaboration with the Executive Chairman, the Managing Director, and the Company Secretary by taking into account the requests of Directors and top Management to include other important issues in the Meeting agenda. In addition, the Board of Directors also appointed Mrs. Phuangphet Thaweekhaiwat, an Independent Director and Audit Committee Chairwoman, to consider the Meeting agendas as well.
 - (d) The Board of Directors will encourage the top Management who is directly related to the issue under consideration to join the Meeting to provide additional details.
 - (e) Directors can have access to and can request information, consultation, and necessary service from an assignee or may request outsider's independent opinions.
 - (f) It is a duty of the Management to provide appropriate information and opinions to the Board of Directors.
 - (g) The Company Secretary will serve the meeting notice together with the agendas and supporting documents on Directors not less than 7 days in advance to enable every Director to have sufficient time to study all related information prior to attending the Meeting.

- (h) In every Meeting of the Board of Directors, the written minutes of every agenda will be completely recorded and the adopted minutes will be properly kept and will be available, at all times, for inspection by the Directors and/or the related parties.
- (7) It is a policy of the Board of Directors to enhance each Director's knowledge in the subject of supervising important issues as announced, including to encourage the Directors to attend training courses which are beneficial to the performance of the Directors' duties.
- (8) It is a policy of the Board of Directors to review Board Charter once a year.

7.3 Subcommittees

The structure of the Subcommittees of the Company consists of the Board of Executive Directors, the Audit Committee, and the Remuneration and Nomination Subcommittee, whose scopes of powers are as follows:

7.3.1 Board of Executive Directors

The Board of Directors in the Meeting No. 2/2558, held on February 23, 2015, resolved to amend the authorities and responsibilities of the Board of Executive Directors as follows:

- (1) Supervising and following up the Company's operational results to see if they are in line with the policies, action plans, and the annual budgets as designated and approved by the Board of Directors and periodically report to the Board of Directors.
- (2) Considering, screening, and approving matters proposed by the Managing Director to the Board of Directors.
- (3) Approving the appointment, the removal, and the transfer of senior staff having a position of division Director level, or other equivalent position, as well as approving his/her salary, remuneration, and other fringe benefits.
- (4) Approving the following matters concerning finance and assets of the Company:
 - a) Purchasing or procuring expendable, non-expendable items, as stipulated in the annual budget which had already been approved by the Board of Directors, in the amount not exceeding Baht 100,000,000 per item;
 - b) Purchasing or procuring expendable, non-expendable items, which have not been stipulated in the annual budget in the amount not exceeding Baht 20,000,000 per item;
 - c) Purchasing fuel oils which are the main goods including the related products for sale each time in the amount not exceeding Baht 200,000,000;
 - d) Guaranteeing a natural person or juristic person in the matters related to the businesses of the Company in the amount not exceeding Baht 1,000,000 per person;
 - e) Donating money, goods, or products of the Company to any person in the amount not exceeding Baht 100,000 each and the total annual amount not exceeding Baht 1,000,000;
 - f) Disposing the unused or deteriorated assets of the Company having book value not exceeding Baht 1,000,000 per item;
 - g) Borrowing money, not exceeding Baht 50,000,000 each time, from other person/organization that is not a subsidiary for business purpose.



- (5) Assigning or suggesting the Managing Director to consider or to proceed with any matter as the Executive Board deems appropriate.
- (6) Appointing a working group to consider any matter as the Executive Board thinks fit.
- (7) Considering and presenting the matters, as the Executive Board thinks fit to the Board of Directors for acknowledgement or consideration or approval.
- (8) In case of urgency, the Chairman of the Executive Board may consider an appropriate use of the aforementioned authorities and, subsequently, report to the Executive Board.

The Executive Board, as of December 31, 2021, consisted of the following persons:

- | | | |
|----|---------------------------|--------------------|
| 1. | Mr. Pimuk Simaroj | Chairman |
| 2. | Mr. Chairit Simaroj | Executive Director |
| 3. | Mr. Phongsathon Chatnarat | Executive Director |
| 4. | Mr. Marvee Simaroj | Executive Director |

7.3.2 Audit Committee

The Board of Directors in the Meeting No. 1/2542, held on March 2, 1999, passed a resolution to establish an Audit Committee consisting of Independent Directors as an independent entity in the operations, to support and operate on behalf of the Board of Directors, to review the financial reports to be proposed to shareholders and other connected persons, also to review the internal control system as well as the internal audit procedures, and to contact with the external auditors of the Company.

The Board of Directors in its Meeting No. 13/2562, held on December 26, 2019, resolved to amend the scope of Work of the Audit Committee (as attachment no.6) as follows:

- (1) To consider and oversee that the financial reports of the Company are correct, complete, sufficient, and reliable, by coordinating with the external auditors of the Company, Internal Audit Office, and the Management responsible for preparing financial reports, both on the quarterly and annually bases;
- (2) To oversee that the Company has suitable and efficient internal control system by reviewing jointly With the external auditors of the Company and the Internal Audit Office to evaluate the effectiveness of the internal control system of the Company;
- (3) To consider and to express opinions in selecting and terminating the external auditors and their remuneration to the Board of Directors;
- (4) To consider and to express opinions in selecting, transferring, and terminating of the head of the Internal Audit Office;
- (5) To oversee that the Company is in compliance with the requirements and laws concerned;
- (6) To oversee that there is no conflict of interest by reviewing the transactions made by the Company with the subsidiaries, the associated companies, and the connected persons;
- (7) To consider and review the corruption risk, arrange for risk evaluation, risk mitigation, and other related matters to Anti-Corruption Policy as assigned by the Board of Directors.
- (8) To prepare the report of the Audit Committee to shareholders, signed by the Chairperson of the Audit Committee, and disclosed it in the Form 56-1 and in the Annual Report of the Company;

- (9) To convene the Meeting of the Audit Committee at least 4 times per annum to consider the matters prescribed by The Stock Exchange of Thailand and other matters as the Audit Committee sees fit.

In this regard, the Audit Committee can invite the Management and/or the related parties to join the Meeting to provide the relevant information. A copy of the minutes will be submitted to the Board of Directors for acknowledgement.

7.3.3 Remuneration and Nomination Subcommittee

On October 30, 2003, the Board of Directors appointed the Remuneration and Nomination Subcommittee to consider and suggest the determination of remuneration and any other fringe benefits of the Management And the staff to the Board of Directors for its consideration, using the remuneration information of the companies in the industries having the similar size, by taking into account the duties and responsibilities of such positions. As to the remuneration of Directors which were in the form of monthly lump sum allowance, the Remuneration and Nomination Subcommittee would propose to the Board of Directors for its consideration who, in turn, would propose it to the Shareholders' Meeting for approval.

On February 27, 2009, the Board of Directors assigned the Remuneration and Nomination Subcommittee to find the persons to be nominated and elected as the Directors and top management upon expiration or vacating offices, or other management positions as assigned by the Board of Directors.

7.4 Management

7.4.1 Names and Positions of the Management

The Management of the Company, as of December 31, 2021, were as follows:

- | | | |
|-----|--------------------------------|--|
| 1. | Mr. Chairit Simaroj | Managing Director |
| 2. | Mr. Phongsathon Chatnarat | Deputy Managing Director of Business Development |
| 3. | Mr. Marvee Simaroj | Deputy Managing Director of Operations |
| 4. | Mr. Amarin Simaroj | Deputy Managing Director of Administration, Acting Director of Human Resources Department, and Chief Financial Officer |
| 5. | Ms. Veerin Simaroj | Company Secretary |
| 6. | Mr. Soonthorn Yurasak | Director of Fuel Terminal Department |
| 7. | Ms. Mukdawan Ruttapichairak | Director of Supply Chain and Procurement Department |
| 8. | Ms. Kansinee Sanongchitcharoen | Director of Complementary Business Department |
| 9. | Ms. Petchmalee Vattananiyom | Director of Accounting and Finance Department |
| 10. | Mr. Pradit Tawornmunkitkarn | Director of Engineering Department |
| 11. | Mr. Narut Simaroj | Director of Marketing and Business Development Department |
| 12. | Mr. Somkit Chartimerbtham | Director of Sales Department |



7.4.2 Executive Directors and Management's remuneration policy

The Remuneration and Nomination Subcommittee considers the remuneration of Managements based on their knowledge, ability, responsibility, duty, annual assessment results, as well as considering the comparison with the compensation of other companies in the same industry and similar business size and also taking into account the Company's performance.

The Remuneration and Nomination Subcommittee recommended that the above policy was appropriated, considering the duties and responsibilities of the Directors, to lead the Company and achieve its goals.

In addition, The Company has no policy to provide additional remuneration for Executive Directors in addition to the meeting allowances approved by the shareholders.

7.4.3 Total Remuneration of Executive Directors and Management

7.4.3.1 Monetary Remuneration

In 2021, the remuneration in the form of fixed salary and bonus, depending on Company's performance, for 4 Executive Directors and 15 Managements, totaling 19 persons, was Baht 57,766,775

7.4.3.2 Other Remuneration

The Company set up a Provident Fund for employees who are members of the Fund at the rate of 4 or 5 or 6 % of their salaries, depending on the number of years they work with the Company. In 2021, the Company paid Baht 2,321,252 for 17 Executive Directors and Management who were members of the Fund.

The Company's shares held by Directors and the Management as of December 31, 2021 compared with those of December 31, 2020 were as follows:

| Name-Surname | Position | No. of shares held as at December 31,2021* | No. of shares held as at December 31,2020* |
|-------------------------------------|--|--|--|
| 1. Mr. Mongkol Simaroj | Chairman | 158,000,000 | 151,500,000 |
| Spouse and children under legal age | | - | - |
| 2. Mr. Pimuk Simaroj | Vice Chairman and Chairman of the Board of Executive Directors | 42,000,000 | 38,000,000 |
| Spouse and children under legal age | | - | - |
| 3. Mrs. Phuangphet Thaweechaiwat | Independent Director and Audit Committee Chairwoman | 114,760 | 114,760 |
| Spouse and children under legal age | | - | - |
| 4. Mr. Prakrit Pradipasen | Independent Director and Audit Committee Member | - | - |
| Spouse and children under legal age | | - | - |
| 5. Mr. Sithiphan Sriphen | Independent Director and Audit Committee Member | 15,000 | 15,000 |
| Spouse and children under legal age | | - | - |
| 6. Khunying Serm Sri Bunnag | Independent Director | 3,391,575 | 3,391,575 |
| Spouse and children under legal age | | - | - |
| 7. Mr. Narong Chulajata | Director | - | - |
| Spouse and children under legal age | | - | - |

| Name-Surname | Position | No. of shares held as at December 31,2021* | No. of shares held as at December 31,2020* |
|-------------------------------------|---|--|--|
| 8. Mr. Noppadol Attavavutichai | Director | 200,000 | 200,000 |
| Spouse and children under legal age | | - | - |
| 9. Mr. Chairit Simaroj | Executive Director and Managing Director | 11,520,000 | 11,520,000 |
| Spouse and children under legal age | | Spouse 3,000,000 | Spouse 3,000,000 |
| 10. Mr. Phongsathon Chatnarat | Executive Director and Deputy Managing Director of Business Development | 6,200,000 | 6,311,400 |
| Spouse and children under legal age | | - | - |
| 11. Mr. Marvee Simaroj | Executive Director and Deputy Managing Director of Operations | 34,800,000 | 34,800,000 |
| Spouse and children under legal age | | - | - |
| 12. Mr. Amarin Simaroj | Deputy Managing Director of Administration | 11,600,000 | 10,050,000 |
| Spouse and children under legal age | | Spouse 80,000 | Spouse 80,000 |
| 13. Ms. Veerin Simaroj | Company Secretary | 15,000,000 | 15,000,000 |
| Spouse and children under legal age | | - | - |
| 14. Mr. Soonthorn Yurasak | Director of Fuel Terminal Department | - | - |
| Spouse and children under legal age | | - | - |
| 15. Ms. Mukdawan Ruttapichairak | Director of Supply Chain and Procurement Department | - | - |
| Spouse and children under legal age | | - | - |
| 16. Ms. Kansinee Sanongchitcharoen | Director of Complementary Business Department | - | - |
| Spouse and children under legal age | | - | - |
| 17. Ms. Petchmalee Vattananiyom | Director of Accounting and Finance Department | - | - |
| Spouse and children under legal age | | - | - |
| 18. Mr. Pradit Tawornmunkitkarn | Director of Engineering Department | 200,000 | 200,000 |
| Spouse and children under legal age | | - | - |
| 19. Mr. Narut Simaroj | Director of Marketing and Business Development Department | - | 68,100 |
| Spouse and children under legal age | | - | - |
| 20. Mr. Somkit Chartimerbtham | Director of Sales Department | 643,500 | 643,000 |
| Spouse and children under legal age | | - | - |

* All Directors and Management must report the change of the Company's shares held to the Securities and Exchange Commission within 3 days and report to the Board's Meeting monthly and shall report the Board of Directors or Company Secretary, assigned by the Board, related to the trading of the Company's shares at least one day prior to the trading day.

7.5 Personnel

The Company has employment policy and treats all employees equally without discrimination, human rights violations, nor using child labor. The Company remunerates its employees appropriately according to the Company's performance, together with welfare with more benefits to employees than the laws require, such as provident fund, loan, medical fee, medical check-up, etc.



In addition, the Company has a policy to consider long-term compensation, by giving special prizes for all employees, from service station staffs to Managing Director, who work with the Company for a long time, which will be divided into criteria according to the number of years that employees continually work for the Company such as 2 years, 5 years, 10 years, and etc.

As at December 31, 2021, the Company and its subsidiaries had a total of 2,043 employees, 293 of whom were at headquarters and oil depots and 1,693 were at petrol stations. The proportion of female Executives and employees to the total number of employees was 63 percent.

In 2021, the Company and its subsidiaries paid remuneration to the employees in the form of salary and bonus in the amount of Baht 394,477,816.88. The proportion of remuneration of female employees to male employees was 54.08 and there was Baht 9,539,722.41 contributed to the Provident Fund for 635 employees who were members of the Fund or 36.29% of total employees.

7.6 Other Important Information

7.6.1 The list of persons assigned to be responsible for specific tasks

The Board of Directors appointed Ms. Veerin Simaroj as the Company Secretary to undertake the duties and responsibilities as prescribed in the Securities and Exchange Act, B.E. 2535 and amended by the Securities and Exchange Act, (No. 4) B.E. 2551, such as arranging Meetings of the Board of Directors and those of the Shareholders; as well as to oversee that resolutions passed by the Meetings have been implemented; to prepare and duly keep the Directors Register book, the Minutes of the Shareholders' Meeting, the Minutes of the Board of Directors' Meeting, and the Minutes of the Subcommittees' Meeting ; and to liaise with the Securities and Exchange Commission and The Stock Exchange of Thailand and also assigned Ms. Petchmalee Vattananiyom, Director of Accounting and Finance department, to take direct responsibility for supervising the Company's accounting and Ms. Wikanda Wannasiri as the Chief of Internal Audit Office to audit the internal control system of every work unit, as well as those of the service stations of the Company and its subsidiaries (The biographies of Ms. Veerin Simaroj and Ms. Petchmalee Vattananiyom as attachment 1 and Ms. Wikanda Wannasiri as attachment 3).

7.6.2 Investor Relations

The Board of Directors focuses on correct, complete, and transparent disclosure, both on the parts of the financial and general information as well as other sensitive information which may affect the Company so that it will reach the investors and other concerned parties in time as prescribed by The Stock Exchange of Thailand, whereby the Company disseminates such information via channels of The Stock Exchange of Thailand and website of the Company at www.susco.co.th. and will assure that such information is correct, complete and reliable. And, in order to prevent rumors, the Company has assigned its Managing Director and/or Deputy Managing Director of Operations to take responsibility for answering questions to investors and concerned parties. Investors can contact such persons at Tel. 0-2428-0029 or E-mail address: marvee@susco.co.th

7.6.3 Auditor's Remuneration

The Company and its subsidiaries paid the remuneration to the external auditors for the accounting year 2021, starting from January 1 to December 31, as follows:

Unit: Baht

| Items | The Company | The Subsidiaries | Total |
|----------------------------------|-------------|------------------|------------------|
| 1. Audit fee in the amount of | 1,516,000 | 1,523,000 | 3,039,000 |
| 2. Non - audit fee in the amount | 32,049 | 20,679 | 52,728 |
| Grand Total | | | 3,091,728 |

8. Performance of Corporate Governance

8.1 Directors' Performance

In 2021, The Board of Directors had played a significant role in formulating policies and strategies which has led to increase in competitiveness, corporate culture and value creation, corporate governance, internal controls, and corporate risk management. The Board of Directors also provided beneficial suggestions to business development as follows:

8.1.1 Directors' Nomination, Development, and Assessment

(1) Independent Director

Per the requirements of the Securities and Exchange Commission and The Stock Exchange of Thailand, the Board of Directors shall have Independent Directors at least 1/3 of Board members, minimum of 3 persons, with the following qualifications:

- (1) Being independent from the major shareholders of the Company or the Group of major shareholders;
- (2) Not being employee, staff, or consultant receiving salary or any other fringe benefits from the Company, its subsidiaries, associated company, or related companies;
- (3) Holding shares on his/her behalf or by the related persons altogether not exceeding 0.5% of paid-in capitals of the Company or its subsidiaries or associated company or related companies;
- (4) Being able to equally oversee the benefits of every shareholder;
- (5) Being able to oversee that there will be no conflict of interest between the Company and the Management, the major shareholders or other companies having the same group of the Management or of the major shareholders;
- (6) Being able to regularly attend the Meeting of the Board of Directors to make decision on important matters of the Company.

As of December 31, 2021, four Independent Directors of the Company were as follows:

1. Mrs. Phuangphet Thawechaiwat
2. Mr. Prakrit Pradipasen
3. Khunying Sermsri Bunnag
4. Mr. Sithiphan Sriphen



In the latest accounting period, the Independent Directors did not have any business relationships or did not render any services to the Company, its subsidiaries or an associated company.

(2) Director's Nomination and Election

The Board of Directors has set the Diversity Policy of Board's structure by considering skills, experiences, and gender, and also must be in compliance with the Articles of Association prescribing the Director's election methods and qualifications in Chapter III, as follows:

"Article 14 The Board of Directors of the Company will comprise not less than 5 Directors and not more than 15 Directors, and not less than one half of whom will be of Thai nationality and have domicile in the Kingdom of Thailand.

Article 15 Directors shall be natural persons, irrespective of being shareholders, and shall have qualifications stated in Section 68 of the Public Limited Company Act, B.E. 2535.

Article 16 The Meeting of Shareholders will elect the Directors under the following guidelines and procedures.

1. One shareholder has one vote per share;
2. Each shareholder will use all of his/her votes as stated in No. 1 to elect a person or several persons to be the Director(s) but cannot split his/her votes for any person;
3. The persons who receive the respective highest votes and lower will be elected as Directors according to the number of Directors which the Company should require or should elect at such time. In the case where the next in ranks have equal votes in excess of the number of Directors which the Company should require or should elect at such time, the Chairman will have a casting vote.

Article 17 In every Ordinary General Meeting, one-third of the Directors will vacate offices. If the number of vacating Directors cannot be divided into an exact one-third, the nearest of one-third will be applied for the first and the second year, after the incorporation of the Company, there will be drawing lots to judge who will vacate the offices. For the subsequent years, the Directors holding offices for a longest period will vacate the offices. The earlier mentioned vacating Directors may be re-elected.

Article 20 In the case where the Directorship is vacant due to other causes, not because of retiring by rotation, the Board of Directors will select a qualified person who is not prohibited under the Public Limited Company Act, B.E. 2535 as the replacing Director in the following Meeting, unless the Directorship remains less than 2 months. The replacing Director will hold office only for the remaining term of the replaced Director.

The resolution of Directors under the aforementioned paragraph will comprise the votes of not less than three-fourths of the remaining Directors."

The Board of Directors also defines the following official and transparent Director nomination:

1. The Company will give the opportunity to small shareholders to nominate the persons to be elected as Directors;
2. The Remuneration and Nomination Committee will find those who are qualified in lieu of the ones who retire by rotation, by taking into consideration the qualifications, education, and

experience, according to Board Skill Matrix that approved and annually reviewed by the Board of Directors, as well as the devotable time to perform the Director's duties, and present to the Board of Directors for nomination. In the case of the selection of Independent Directors, in addition to the above specifications, such Independent Directors must also be able to give independent opinions and have qualifications consistent with the definition of the Company's Independent Directors;

3. The Board of Directors will give consent to the list of Directors to be presented to Ordinary General Meeting for approval.

In the election of the Directors in 2021, the Remuneration and Nomination Subcommittee had considered and opined that to enhance the continuation of the Company's business management, the Directors whose terms of office expired are qualified and should be re-elected. As a result, it was proposed to the Board of Directors to present to the 2021 Ordinary General Meeting to re-elect the rest of retiring Directors.

The 2021 Ordinary General Meeting elected the Directors on an individual basis, whereby shareholders had a number of votes equal to the number of shares he/she held, with one share representing one vote, to elect each Director. In 2021, every retiring Director was re-elected.

New Director Orientation

An Orientation Program covering the information and documents pertaining to the Directors duties and obligations, such as Directors Guidelines, Articles of Association, Ethics Manual, Capital Structure, Shareholding Structure, Organizational Structure, Operating Results, Related Laws and Regulations will be provided to all new Directors to enhance their knowledge and understanding of the Company's business.

Top Management Appointment

The Board of Directors has duties, authorities, and responsibilities to fill the post, appoint, and remove the Management at the level of the Assistant Managing Director and higher. In this regard, the Board of Directors had assigned the Remuneration and Nomination Committee to find and consider suitable person prior to presenting him/her to the Board of Directors for appointment.

Assessment of the Board of Directors and Assessment of Productivity of the Managing Director

The Company has arranged for self-assessments of the Board of Directors, and each Subcommittee, and Individual Directors, and an assessment of the productivity of the Managing Director to evaluate the effectiveness of the Board of Directors and the Managing Director according to corporate governance principles. The four assessments have the following principles, translating as percentages of the full marks according to the levels of achievements:

| | | |
|-----------|---|------------------|
| Over 80% | = | Excellent |
| Over 70% | = | Very good |
| Over 60% | = | Good |
| Over 50% | = | Fair |
| Below 50% | = | Need improvement |

The Corporate Secretary Office had distributed the assessment forms not less than seven days in advance to all Directors so that each of them would have enough time to fill out the forms. Subsequently, the Corporate Secretary Office collected all completed forms and evaluated the results, including all suggestions, and then reported the results at the following Board of Directors' Meeting to use the results to improve the overall performances of the Board, the Subcommittees, Individual Directors, and the Managing Director.

In 2021, each Director completed the assessment forms and the Corporate Secretary Office reported the results of the assessments in the Board of Directors' Meeting No.11/2564 on November 25, 2021, the results of which can be summarized as follows:

1. Self-assessment of the Board of Directors
 - 1.1 Self-assessment of the Board of Directors to evaluate the performance of the Boards, consisting of four sections: (1) Board Composition and Qualifications, (2) Performing Duties in the Meetings, (3) Roles, Duties, and Responsibilities of the Board of Directors, and (4) Others. The result indicated excellent performance with an average score of 84.12%.
 - 1.2 Self-assessment of the Subcommittees to evaluate the performance of the Subcommittees, consisting of three sections: (1) Subcommittee Composition and Qualifications, (2) Performing Duties in the Meetings, (3) Roles, Duties, and Responsibilities of Subcommittees. The results indicated excellent performance with an average score of 84.38%.
 - 1.3 Self-assessment of Individual Directors to evaluate the performance of each Director, consisting of three sections: (1) Board Composition and Qualifications, (2) Performing Duties in the Meetings, (3) Roles, Duties, and Responsibilities of each individual. The results indicated excellent performance with an average score of 84.28%.
2. Assessment of the Managing Director to evaluate his productivity, consisting of ten sections: (1) Leadership, (2) Strategy Formulation, (3) Strategy Implementation, (4) Financial Planning and Result, (5) Relationship with the Board, (6) External Relations, (7) Management Skill and Staff Relations, (8) Succession Plan, (9) Knowledge of Products and Services, and (10) Personal Qualifications. The Strengths which should be kept and the Weaknesses which should be improved; however, as the assessment results of the Managing Director are confidential and personal; thus, they cannot be disclosed.

8.1.2 Number of Attendants and Remuneration

Number of meetings and number of times which each Director attended in 2021 were as follows:

| No. | Director | Term of Office (Year) | Number of attendants in comparison with total number of meetings (times) | | |
|---|-------------------------------|---|---|---------------------------|-------|
| | | | Regular Agenda Meeting | Special Agenda Meeting | Total |
| The Board of Directors, as of December 31, 2021 | | | | | |
| 1 | Mr. Mongkol Simaroj | Elected in April 2021 till the date of 2024 Ordinary General Meeting | 12/12 | 1/1 | 13/13 |
| 2 | Mr. Pimuk Simaroj | Elected in April 2021 till the date of 2024 Ordinary General Meeting | 12/12 | 1/1 | 13/13 |
| 3 | Mrs. Phuangphet Thaweechaiwat | Elected in April 2019 till the date of 2022 Ordinary General Meeting | 11/12 | 2/2 | 13/14 |
| 4 | Mr. Prakrit Pradipasen | Elected in April 2020 till the date of 2023 Ordinary General Meeting | 11/12 | 2/2 | 13/14 |
| 5 | Mr. Sithiphan Sriphen | Elected in April 2020 till the date of 2023 Ordinary General Meeting | 12/12 | 2/2 | 14/14 |
| 6 | Khunying Serm Sri Bunnag | Elected in April 2019 till the date of 2022 Ordinary General Meeting | 12/12 | 2/2 | 14/14 |
| 7 | Mr. Narong Chulajata | Elected in April 2019 till the date of 2022 Ordinary General Meeting | 12/12 | 1/1 | 13/13 |
| 8 | Mr. Noppadol Attavavutichai | Elected in April 2020 till the date of 2023 Ordinary General Meeting | 11/12 | 1/1 | 12/13 |
| 9 | Mr. Chairit Simaroj | Elected in April 2019 till the date of 2022 Ordinary General Meeting | 12/12 | 1/1 | 13/13 |
| 10 | Mr. Phongsathon Chatnarat | Elected in April 2021 till the date of 2024 Ordinary General Meeting | 12/12 | 1/1 | 13/13 |
| 11 | Mr. Marvee Simaroj | Elected in April 2020 till the date of 2023 Ordinary General Meeting | 12/12 | 1/1 | 13/13 |

According to the Board of Directors' policy, each Director should attend the Meetings at least 75 percent of total Board of Directors' Meetings.

On December 23, 2021, non-executive Directors convened among themselves to discuss the management issues in the interest, without the presence of the Management, and already informed the result of the Meeting to the Managing Director.

The Remuneration and Nomination Subcommittee and the Board of Directors have considered the duties and responsibilities of Directors and Audit Committee Members, together with their remuneration and compared them with those of listed companies, having the size and business similar to the Company's and recommended the appropriate rates of Director remuneration to the Ordinary General Meeting to approve.

The 2021 Ordinary General Meeting, held on April 27, 2021 approved the Director remuneration in the form of monthly lump sum meeting allowance at the rate of Baht 30,000 for Chairperson and at the rate of Baht 20,000 for each Director, effective from May 1, 2021.

There was no Directors' Remuneration for subsidiaries. In 2021, the total remuneration for 11 Directors was Baht 2,760,000.

The 2021 Ordinary General Meeting also resolved to pay the meeting allowance in the form of a monthly lump sum basis to the Directors who were members of the Audit Committee in addition to the above-mentioned Directors' remuneration as follows: Baht 15,000 to the Chairperson and Baht 10,000 for each member of the Audit Committee, effective from May 1, 2021.

In 2021, the total remuneration for the Audit Committee members was Baht 420,000. Independent Directors of the Company did not hold any office in the subsidiaries or the associated companies; therefore, they did not receive any remuneration from those companies.

The Directors' Remuneration in the form of meeting allowance were as follows:

Unit : Baht

| No. | Name - Surname / Position | Meeting Allowances for 2021 | | | |
|--------------|--|-----------------------------|-----------------|---------------------------------------|------------------|
| | | Board of Directors | Audit Committee | Remuneration and Nomination Committee | Total |
| 1 | Mr. Mongkol Simaroj Chairman | 360,000 | - | - | 360,000 |
| 2 | Mr. Pimuk Simaroj Vice Chairman and Chairman of the Board of Executive Directors | 240,000 | - | - | 240,000 |
| 3 | Mrs. Phuangphet Thaweechaiwat Independent Director and Audit Committee Chairwoman | 240,000 | 180,000 | - | 420,000 |
| 4 | Mr. Prakit Pradipasen Independent Director and Audit Committee Member | 240,000 | 120,000 | - | 360,000 |
| 5 | Mr. Sithiphan Sriphen Independent Director and Audit Committee Member | 240,000 | 120,000 | - | 360,000 |
| 6 | Khunying Serm Sri Bunnag Independent Director | 240,000 | - | - | 240,000 |
| 7 | Mr. Narong Chulajata Director | 240,000 | - | - | 240,000 |
| 8 | Mr. Noppadol Attavavutichai Director | 240,000 | - | - | 240,000 |
| 9 | Mr. Chairit Simaroj Managing Director | 240,000 | - | - | 240,000 |
| 10 | Mr. Phongsathon Chatnarat Deputy Managing Director of Business Development | 240,000 | - | - | 240,000 |
| 11 | Mr. Marvee Simaroj Deputy Managing Director of Operations | 240,000 | - | - | 240,000 |
| Total | | 2,760,000 | 420,000 | | 3,180,000 |

8.1.3 Corporate Governance of the Subsidiaries and Associates

In governing the operations of the subsidiaries and associates the Board of Directors appointed appropriate persons to be Directors or Management of the subsidiaries or associates. The number of Directors was in proportion to the shareholding.

To enable the Management of those companies to be in the same direction as the Company's, it was determined that the Board of Directors, and the Management of the subsidiaries or associates use the same criteria on the operational planning, information disclosure, financial position and results of operations, connected transactions, acquisition or disposal of the assets, and internal control system, including data collection and account entry which could be auditable by the Company.

The persons appointed as Directors or the Management of the subsidiaries or associates would report the results of the operations of the subsidiaries to the Board of Directors on a monthly basis.

8.1.4 Corporate Governance Monitoring and Practices

1. Prevention of Conflicts of Interest

The Company deems that the Directors, the Management, and the employees must perform their duties for the best interests of the Company, encouraging every member of the Management and employee to work with honesty, adhering to the code of professional conduct, and not to emphasize personal benefits more than the responsibilities to the Company.

In the case of any decision-making which may cause conflict of interest or in the case where there are certain acts which are beneficial to the Company but they are not in accordance with the different benefits of each group of stakeholders, the Board of Directors and the Management will carefully discuss such problems in the cautious, careful, honest, reasonable, and independent manners under good ethical frameworks for the benefits of the Company.

In the event that there is any issue which may cause conflict of interest or which are connected transactions or transact with connected persons, the interested Directors and Managements shall disclose the information to the Meeting and have no right to vote on such agenda and if such issue meets disclosure criteria of the Stock Exchange of Thailand, the Company shall also inform the resolution of aforementioned agenda to the Stock Exchange of Thailand.

2. Exploitation of Inside Information

The Company deems that the Directors, the Management, and the employees are strictly responsible to protect the information of the Company secret, particularly the inside information which has not yet been disclosed to the general public, inclusive of the information which may affect the business operations or the share prices. This is to prevent the undue exploitation of the inside information for one's own benefits or for the benefits of other persons.

The Board of Directors has stipulated the methods of preventing the Directors, the Management, and the related parties to use the inside information for their own benefits, as follows:

- (1) The Directors, the Management, or the related parties who have known the inside information are prohibited to disclose it to the third parties or the irrelevant persons and will



not exploit the confidential information of the Company for their own benefits or for the benefits of other persons ;

- (2) The Directors, the Management, or the related parties who have known the inside information are prohibited to use such information for their own benefits or the benefits of other persons in trading the Company's shares. The Board also has a policy that each Director and executive should suspend from trading Company's shares during one month before the announcement of the results of operations and one day after the announcement and shall report the Board of Directors or Company Secretary, assigned by the Board, related to the trading of the Company's shares at least one day prior to the trading day;
- (3) Whoever is in violation of or not in compliance with the said matters on using inside information shall be punished as appropriate; the maximum sentence is to dismiss.

Additionally, the Directors and the Management will also have to report the change in the Company's securities held to the Securities and Exchange Commission under Section 59 of the Securities and Exchange Commission Act, B.E. 2535 within 3 working days and report to the Board on a monthly basis.

3. Anti-Corruption

On November 28, 2013, the Company signed the Declaration of Intent of " Private Sector Collective Action Coalition Against Corruption" or "CAC" and on August 27, 2015, the Board of Directors' Meeting unanimously resolved to assign the Audit Committee to oversee the Anti-Corruption Policy and, on the same day, the Audit Committee appointed the Anti-Corruption Working Group, the roles and responsibilities of which are as follows:

1. To establish the Anti-Corruption Policy and its guidelines and, subsequently, communicate to all Directors, Management, employees, and other business related external units.
2. To follow up the results of the implementation of the said policy.
3. To receive and consider anti-corruption complaints from the Group of Companies, if any.
4. To directly report the results of No. (1) to (3) mentioned above to the Audit Committee so that they will be considered and, subsequently, reported to the Board of Directors.

In 2016, the Company conducted corruption risk assessment and on November 24, 2016, the Board of Directors' Meeting unanimously resolved to endorse the Anti-Corruption Policy and its guidelines which the Audit Committee had already considered, the details of which are as follows:

The Company will not accept any forms of corruption, neither being a giver nor an acceptor. All employees must not use their position to seek or accept money, service, goods, entertainment, and etc., to obtain undue benefits for businesses, themselves, their families, friends, or acquaintances.

The Company will not support political parties, politicians, or political candidates, whether in monetary or non-monetary, neither direct nor indirect, or any other actions, for business return.

The Company has established guidelines and procedures for all employees to follow. Directors and executives will, mutatis mutandis, have to follow suit.

The Company will regularly review the procedure so that they will comply with changes in related laws. If employees, executives, or Directors violate or act contrary to this policy, they will be subject to disciplinary action under the Company's Working Regulations and/or related laws.

The Company also has a policy not to punish or cause negative result to employees who refuse to corrupt, even such action may hurt the Company to lose its business opportunities. The Anti-Corruption Policy is set as an integral part of employees' performance evaluation.

The Company has already communicated the policies and guidelines to its subsidiaries, associated companies, and other businesses in which the Company has controlling power, and all stakeholders through various communication channels, such as brochures, public relations, E-mail, or on the Company's Website, as well as communicating through orientation and training to educate employees on this matter.

The Internal Audit Office and the Anti-Corruption Working Group will assess corruption risk regularly, at least on an annual basis, to monitor and evaluate the implementation of the policy and to review the procedures to ensure the effectiveness of risk management at all times.

In the past year, the Company did not find any significant issues related to corruption.



On August 18, 2017, The Company has certified by Thailand's Private Sector Collective Action Coalition Against Corruption for the first time and received the said renewal certificate on September 30, 2020

4. Whistleblowing

The Board of Directors, on November 24, 2015, resolved to have the policy to provide direct contact channels for all stakeholders who have encountered inappropriate actions such as fraud, corruption, inappropriate behavior of Director, Management, and/or staff, infringement of stakeholder's rights, or any other issues that affect or may affect any stakeholder by assigning the Audit Committee to investigate the said issue prior to reporting to the Board of Directors.

Complaint can be submitted by letter, E-mail, website, phone, or fax to the following address.

The Audit Committee
 SUSCO PUBLIC COMPANY LIMITED
 139 Ratburana Road, Bangpakok, Ratburana, Bangkok 10140
 Email: corporatesecretary@susco.co.th
 Website: www.susco.co.th
 Telephone: 0-2428-0029 Ext.110 or 111
 Fax: 0-2428-8001

Having received the message, if the complaint is related to fraud or corruption, the Audit Committee will submit the issue to the Anti-corruption Working Group for fact finding; subsequently the latter will revert to the former as soon as possible.

For other cases, the Audit Committee will consider together with the related party. In case an employee wants to file a complaint, he/she can either choose the above method or follow the Company's working regulations, as the case may be.

In the event that the whistleblower is concerned about the negative effect which may cause him/her, he/she may choose not to identify himself/herself. In any case, the Company will always protect him/her from unfair treatment.

In the past year, the Company has not received any significant complaints.

8.2 Audit Committee's Performance

8.2.1 Number of Attendants

In 2021, the Audit Committee had an extraordinary Meeting with the auditors, without the presence of the Management, on February 24, 2021.

The Audit Committee Members, as of December 31, 2021, were as follows:

| Name | Position | Number of attendants in comparison with total number of meetings (times) | | |
|----------------------------------|-----------------------------------|--|------------------------|-------|
| | | Regular Agenda Meeting | Special Agenda Meeting | Total |
| 1. Mrs. Phuangphet Thaweechaiwat | Chairwoman of the Audit Committee | 4/4 | 5/5 | 9/9 |
| 2. Mr. Prakrit Pradipasen | Member of the Audit Committee | 4/4 | 5/5 | 9/9 |
| 3. Mr. Sithiphan Sriphen | Member of the Audit Committee | 4/4 | 5/5 | 9/9 |

Mrs. Piyalaks Simasaengyaporn as Secretary of the Audit Committee

Mrs. Phuangphet Thaweechaiwat and Mr. Prakrit Pradipasen have adequate knowledge and experiences on accounting and finance to review the financial reports.

8.2.2 Audit Committee's Performance

Performance of the Audit Committee in the past year can be found in Attachment 6: Report of the Audit Committee to Shareholders.

8.3 Remuneration and Nomination Subcommittee's Performance

8.3.1 Number of Attendants

The Members of the Remuneration and Nomination Subcommittee, as of December 31, 2021, were as follows:

| Name | Position | Number of attendants in comparison with total number of meetings (times) |
|-----------------------------|------------------------------|--|
| 1. Mr. Prakit Pradipasen | Chairman of the Subcommittee | 2/2 |
| 2. Khunying Serm Sri Bunnag | Member of the Subcommittee | 2/2 |
| 3. Mr. Sithiphan Sriphen | Member of the Subcommittee | 2/2 |

Ms. Veerin Simaroj as Secretary of the Subcommittee

In addition to the said Boards, Audit Committee, and the Subcommittee, the Company has two other Committees, namely the Risk Management Committee and the Occupational Safety, Health and Environment Committee, to follow up impact from the risk and safety of the employees and the society.

8.3.2 Remuneration and Nomination Subcommittee's Performance

In 2021, the Remuneration and Nomination Subcommittee held a total of 2 Meetings and presented the resolutions of every meeting to the Board of Directors which has important agendas as follows:

- (1) Considered and nominated persons to replace Directors those whose terms expired;

In the 2021 Annual General Meeting, there were 3 Directors whose terms expired. The Remuneration and Nomination Subcommittee had considered persons who should be elected to be the Company's Directors, according to their qualifications, knowledge, and experiences, as well as to enhance the continuation of the administration and management of the Company, and recommended the Board of Directors to propose to the Meeting to re-elect the 3 retiring Directors for another term.

- (2) Considered and nominated persons to replace Audit Committees those whose terms expired;

In the 2021, there were 3 Audit Committees whose terms expired. The Remuneration and Nomination Subcommittee had considered persons who should be elected to be Audit Committees, according to their qualifications, as well as to enhance the continuation and recommended the Board of Directors to re-elect the 3 retiring Audit Committees.

- (3) Considered the remuneration of Directors and Audit Committee Members;

The Remuneration and Nomination Subcommittee had considered the duties and responsibilities of Directors and Audit Committee Members, together with their remuneration in comparison with those of the listed companies, having the size and business similar to the Company's and recommended Board of Directors to propose to the Annual General Meeting that the rates paid in last year are still appropriate for this year.

- (4) Considered the annual rewards and salary increased budgets;

The Remuneration and Nomination Subcommittee had considered the appropriate annual rewards and salary increased budgets and recommended to the Board of Directors.

9. Internal Control and Inter - Company Transactions

9.1 Internal Control

9.1.1 The Adequacy and Appropriateness of Internal Control System

The Board of Directors in its Meeting No. 2/2565, held on February 22, 2022, assessed the adequacy of the internal control system of the Company, ended December 31, 2021, based on the report of the Audit Committee, and was of the opinion that the Company already had adequate internal control system which could be summarized as follows:

1. Organizational Internal Control

Having good organizational structure and environment are essential foundations for the effective and efficient internal control system; therefore, the Company establishes its organization, system, and conditions to facilitate the efficient internal control system which can be effectively utilized. The internal control principles are as follows:

- (1) Organizational Structure: The Company has a clear organizational structure, appropriate for the business operations. It is divided into 3 main lines, namely a) Operations which oversee and direct activities of sales, marketing, engineering, complementary business, and oil depots; b) Administration which oversees and directs activities of finance, accounting, purchasing, and human resources; c) Business Development which oversee related business development, law, and information technology.
- (2) Business Goals Setting: The Board of Directors will consider whether the goals in the business operations as set by the Management and the annual revenue and expenditure budgets are clear, practicable, and measureable, and whether all work units can use such budgets as their plans that they have to follow and use them in their work management and control. The plans will be periodically adjusted when there is an event causing significant changes.
- (3) Ethics Determination: The Board of Directors determines that every Director, Management, and employee will adhere to the Company's Business Ethics Manual and use it as a guideline for the good corporate governance practices. In the Manual, the Directors, Management, and employees are prohibited from the deeds which may cause conflict of interest with the Company.
- (4) Financial Transactions: The Company has prescribed standard operating procedures for the Management and operators of each work unit to follow as guidelines and operational controls in each case by having clear segregation of duties, responsibilities, and authorities to prevent the act or the undue exercise of power.

2. Management Operational Control

Management operational control is important to ensure that the guidelines as prescribed by the Management will be responded and implemented by every employee. The aforesaid guidelines are as follows:

- (1) The Board of Directors has prescribed in writing authorities, responsibilities, and approval authorities of the Management by clearly state them in the Management orders.
- (2) Segregation of positions and duties which may facilitate the undue operations; in addition, the Management operating procedures also have clear segregation of authorities and duties of the approval, account entry, and storing of assets;
- (3) Determination of the procedures for connected transactions and transactions made with the related parties will be done for the maximum benefits of the Company in an appropriate and transparent manner to prevent the transferring of benefits. The Management has its duties and responsibilities as assigned by the Company to oversee that such transaction has been hierarchically approved per the guidelines of the Securities and Exchange Commission and The Stock Exchange of Thailand. The interested parties shall not participate in the approval of such transactions. Additionally, supervisory measures are set to prohibit the exploitation of the Company's opportunities for personal benefits.

In the event that long term business transactions with connected parties are approved, the Accounting and Finance Department, Legal and Internal Audit Division, together with the Management will oversee if all approved conditions are met.

For the subsidiaries, the Management who are the Directors or the Management of such will closely supervise their operations and will periodically report the operational results to the Board of Directors, who, in turn, will give them guidelines for implementation.

The "Business Ethics Manual," "Articles of Association," and "Work Rules and Regulations," stipulate that every Director, Management, and employee must, at all times, oversee that the operations of SUSCO Group comply with all relevant laws.

3. Information System and Communication

In presenting a proposal to the Board of Directors, the department concerned will provide sufficient, correct, and updated information to enable the Board of Directors in decision-making. The Company will submit the meeting notice together with the agendas and supporting documents, to all Directors at least 7 days prior to the Meeting date.

The Company Secretary will be responsible for recording the Minutes of the Board of Directors with remarks and opinions, made by the Directors (if any).

The Company completely keeps supporting documents of all accounts clearly classified by the periods of time and will provide special space and rooms to keep the documents. The auditors have never made a remark on the weakness of the accounting document storage.

The Company uses the accounting policies in accordance with generally accepted accounting standards to prevent a distortion of the operational results from the facts.

The Board of Directors fully realizes that the information of the Company is very valuable in the decision making of the investors and stakeholders, thus the Management is assigned to fully disclose the complete, true and reliable information within the prescribed time limit of the authorities concerned, the matters in which the Management always adheres to.

4. Follow-up System

The Management prepares the results of operations report comparing with the targets and budgets as approved by the Board of Directors, the differences of which will be analyzed and proposed to the Board of Directors' Meeting on a monthly basis to enable the Board to understand and follow up the operational results and to develop the operating efficiency to keep pace with the events.

In the case where the actual operational results are significantly lower from the targets, the concerned parties will analyze the problems and propose the corrective measures in due time to the Management for consideration.

Every employee and unit chief at all levels have duties and responsibilities to comply with The internal control system as stipulated by the Company. As to the inspecting and monitoring of the system compliance, other than the above mentioned staff, the Company also has the Internal Audit Office, the Audit Committee, the Board of Executive Directors, the Board of Directors, and external auditors to oversee the system compliance.

To enable the internal auditors to independently perform their duties, the Board of Directors assigned the Internal Audit Office to report the audit findings directly to the Audit Committee on a regular basis.

In case a major defect is found, the Audit Committee will notify it to the management for immediate correction or improvement, and also will notify the Board of Directors of such matter for acknowledgment.

The unit chief and the internal auditors will report the progress of the defect correction to his own superior and to the Audit Committee, respectively. Subsequently, if appropriate, the Audit Committee will hold a meeting with the Management and will report to the Board of Directors for acknowledgement.

The chief of the unit where the defect is found will report the matter together with the details thereof to his superior for acknowledgment and/or for hierarchical consideration at the earliest convenience. Moreover, if such problem is caused by a corruption and/or a violation of laws or rules and regulations which may adversely and significantly affect the reputation and financial condition of the Company, the Management will have to also report the problem to the Board of Directors.

The Audit Committee expressed its opinions concerning the internal control in the "Report of the Audit Committee for Shareholders," a part of which was, "Audit in 2021: the scope of audits shall cover important risks and adequacy of the internal control system, the significant defect of which has not been found."

9.1.2 Significant defect of Internal Control

In 2021, there were no significant deficiencies in the internal control system.

9.1.3 Different Opinions of Audit Committees from the Board of Directors or Auditors

In 2021, the Audit Committee had opinions consistent with the Board of Directors and Auditors.

9.1.4 Opinion of Audit Committee about the Chief of Internal Audit Office

The Audit Committee has appointed Ms. Wikanda Wannasiri to be a Chief of Internal Audit Office by taking into account the education qualification, knowledge and experiences and considered that Ms. Wikanda Wannasiri was a suitable person to perform such duties, the biographies of Ms. Wikanda Wannasiri as attachment 3.

9.1.5 Considering, transferring and terminating of Chief of the Internal Audit Office

The Audit Committee has duties to consider and express opinions in selecting, transferring, and terminating of Chief of the Internal Audit Office according to the Audit Committee Charter.

9.2 Inter - Company Transaction

The Company had the inter-company transactions with associates, and related companies and the related companies in 2021 in the total amount of Baht 8.34 million, as shown in the following table. These transactions came from oil sale and other incomes, and other expenses, such as use of transportation services with trade agreements between the Company, associates, and related companies. The terms of the trade agreements were not different from those made by the Company and the subsidiaries with the third parties. After the Audit Committee had reviewed these transactions, it was agreed that they were appropriately done and were fair to all concerned parties to maximize the benefits of the Company. The detailed inter-company transactions were as follows:

Inter - Company transactions over the past 4 years

Unit : Million Baht

| Company | Relationship | Investment Ratio | Transactions | 2021 | 2020 | 2019 | 2018 |
|-----------------------------------|---|---------------------|---|------|------|------|------|
| Siam Mongkol Marine Co., Ltd. | Shareholding and | 30.70 | Revenues from oil sales | - | - | - | 0.80 |
| | Having joint Directors | | Other revenues | 0.71 | 1.12 | 1.25 | 1.28 |
| Total | | | | 0.71 | 1.12 | 1.25 | 2.08 |
| Siam Thananya Marine Co., Ltd. | Indirectly shareholding via | 30.70 | Other revenues | 0.08 | 0.14 | 0.14 | 0.14 |
| | Siam Mongkol Marine Co., Ltd. and having joint Directors | | Transportation | 2.54 | - | - | - |
| Total | | | | 2.62 | 0.14 | 0.14 | 0.14 |
| SUSCO Media Joint Venture | Indirectly shareholding via | 50.00 | Other revenues | 0.27 | 0.30 | - | - |
| | SUSCO Marketing and having joint Directors | | Other expenses | 0.35 | 0.20 | - | - |
| Total | | | | 0.62 | 0.50 | - | - |
| Siam Truck Service Co., Ltd | Having joint Directors | - | Other revenues | 0.46 | 0.52 | 0.75 | 0.90 |
| | | | Transportation, handling, and repair exp. | 3.93 | 3.57 | 2.34 | 2.82 |
| Total | | | | 4.39 | 4.09 | 3.09 | 3.72 |
| Total amount | | | | 8.34 | 5.85 | 4.48 | 5.94 |



Details of Directors, Executives, Controlling Persons, and Company Secretary

| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|---|-------------|---|-----------------------------|---|--|
| 1. Mr. Mongkol Simaroj - Chairman - The Authorized Director of the Company (Holding the position of the Company's Director since January 1, 1993) | 79 | - Master of Engineering, Michigan State University, U.S.A. - Bachelor of Engineering (Civil Engineering), Chulalongkorn University, Thailand - Training program "Director Accreditation Program", Class 11/2004 of the Thai Institute of Directors Association on March 29, 2004 | 158,000,000 (14.364%) | - Father of Mr. Pimuk Simaroj, Mr. Marvee Simaroj - Uncle of Mr. Chairit Simaroj | <u>Listed Company</u> Year 1990 - Present - Chairman, SUSCO Public Company Limited <u>Non-listed Companies</u> Year 2012 - Present - Chairman, SUSCO Dealers Company Limited Year 2011 - Present - Chairman, Sirjaraenwattana Company Limited Year 2010 - Present - Advisor, Thai Listed Companies Association Year 1990 - Present - Chairman, Siam Mongkol Oil Company Limited |
| 2. Mr. Pimuk Simaroj - Vice Chairman - Chairman, Board of Executive Directors - The Authorized Director of the Company (Holding the position of the Company's Director since March 1, 2011) | 51 | - Master of Business Administration, Michigan State University, U.S.A. - Master of Public Administration, Chulalongkorn University, Thailand - Diploma "International Business Management Study and internship with various multinational companies" in Europe. - Diploma "Political and Administration for Executive Institute of Democracy Development", Class 9, King Prajadhipok's Institute in 2005 | 42,000,000 (3.818%) | Son of Mr. Mongkol Simaroj | <u>Listed Companies</u> January 2019 - Present - Vice Chairman, SUSCO Public Company Limited November 2013 - Present - Chairman, Board of Executive Directors, SUSCO Public Company Limited March 2011 - November 2013 - Executive Director, SUSCO Public Company Limited <u>Non-listed Companies</u> Year 2012 - Present - Director, SUSCO Dealers Company Limited |

| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|---|-------------|---|-----------------------------|---|--|
| | | <ul style="list-style-type: none"> - Training course "Director Certification Program", Class 150/2011 of Thai Institute of Directors Association on July - August 2011 - Training course "Role of the Chairman Program (RPC)", Class 4/2017 of the Thai Institute of Directors Association - Training Course for senior executives in urban development management "Mahanakorn", class 6, May - November 2018 - Training course "Reinventing the Organization" of The RBL Group On September 22, 2020 - Seminar "Putting Circular Economy Principles into Practice" of the Thai Institute of Directors Association on November 4, 2021 | | | <p>Year 2012 – 2019</p> <ul style="list-style-type: none"> - Director, SUSCO Retail Property Company Limited - Director, SUSCO Marketing Company Limited - Director, SUSCO Property Company Limited <p>Year 2011 – 2012</p> <ul style="list-style-type: none"> - Chief Executive Officer, the Zoological Park Organization under The Royal Patronage of H.M. The King <p>Year 2010 – 2011</p> <ul style="list-style-type: none"> - Vice Minister for Natural Resources and Environment, Ministry of Natural Resources and Environment |
| <p>3. Mrs. Phuangphet Thaweechaiwat</p> <ul style="list-style-type: none"> - Independent Director - Audit Committee Chairwoman (Holding the position of the Company's Director since 29 October 2004) | 62 | <ul style="list-style-type: none"> - Bachelor of Business Administration (Accounting), Assumption University, Thailand - Training course "Director Accreditation Program", Class 28/2004, of Thai Institute Of Directors on November 5, 2004 - Training course "Audit Committee Program", Class 3/2004 of the Thai Institute of Directors Association on November 15-16, 2004 | 114,760 (0.010%) | None | <p><u>Listed Companies</u></p> <p>Year 2016 - Present</p> <ul style="list-style-type: none"> - Independent Director - Audit Committee Chairwoman, SUSCO Public Company Limited <p>Year 2004 - 2015</p> <ul style="list-style-type: none"> - Independent Director - Audit Committee Member, SUSCO Public Company Limited <p><u>Non-listed Companies</u></p> <p>Year 2018 - Present</p> |



| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|---|-------------|---|-----------------------------|---|---|
| | | <ul style="list-style-type: none"> - Training course “Director Certification Program”, Class 72/2006 of the Thai Institute of Directors Association on May 9 – 6 June, 2006 - Training course “Stay on course Impairment of assets” of KPMG on August 25, 2016 - Training course “Audit Committee Priorities Stay ahead of the final curve” of KPMG on November 24, 2016 - Seminar “Audit Committee Forum Enhancing Audit Committee Excellences through Internal Audit” of KPMG on November 21, 2017 - Seminar “Audit Committee Forum - TFRS 9 Financial Instruments: Overview and key challenges” of KPMG on May 25, - Seminar “Roles and Duties of Audit Committee in good corporate governance” of the Stock Exchange of Thailand on November 2021 | | | <ul style="list-style-type: none"> - Director, Tha Chin Pattana Company Limited Year 2005 – 2006 - Vice Chairman of the Subcommittee consider a legal contract service, the Office of the Consumer Protection Board - Subcommittee’s Advisor, Energy plant |
| <p>4. Mr. Prakrit Pradipasen</p> <ul style="list-style-type: none"> - Independent Director - Audit Committee Member - Chairman of the Remuneration and Nomination Subcommittee <p>(Holding the position of the Company’s Director since 24 December 2004)</p> | 79 | <ul style="list-style-type: none"> - Master of Business Administration, Wayne State University, Detroit, Michigan, U.S.A. - Bachelor of Science in Business Administration, Silliman University, Durnaguete, Philippines. - Training course “Director Accreditation Program”, | None | None | <p><u>Listed Companies</u></p> <p>Year 2007 – Present</p> <ul style="list-style-type: none"> - Audit Committee, SUSCO Public Company Limited <p>Year 2004 - Present</p> <ul style="list-style-type: none"> - Independent Director, SUSCO Public Company Limited <p>Year 2001 – Present</p> <ul style="list-style-type: none"> - Chairman, Diamond Building Products Public Company |

| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|--|-------------|---|-----------------------------|---|--|
| | | Class 1/2003 of the Thai Institute of Directors Association on August 28, 2003 - Training course "Role of the Chairman Program (RCP)" , Class 15/2007 of the Thai Institute of Directors - Seminar on "Thailand 4 th National Conference on Collective on Action Against Corruption (R-CAC)" Class 1/2013 of the Thai Institute of Directors | | | Limited - Chairman, Asian Marine Service Public Company Limited - Audit Committee Chairman, Haad Thip Public Company Limited - Audit Committee Chairman, Toray Textiles (Thailand) Public Company Limited <u>Non-listed Companies</u> None |
| 5. Khunying Semsri Bunnag - Independent Director - Remuneration and Nomination Subcommittee (Holding the position of the Company's Director since 13 June 1994) | 87 | - Bachelor of Education, Srinakharinwirot University, Thailand - Training course "Director Accreditation Program", Class 10/2004 of the Thai Institute of Directors Association on March 22, 2004 - Training course "Audit Committee Program", Class 3/2004 of the Thai Institute of Directors Association on November 15-16, 2004 | 3,391,555 (0.308%) | None | <u>Listed Companies</u> Year 1994 – Present - Independent Director, SUSCO Public Company Limited Year 1999 - 2015 - Audit Committee Chairwoman, SUSCO Public Company Limited <u>Non-listed Companies</u> Year 1993 – Present - Directors, Tawanna Hotel Company Limited - Adviser, Foundation of Dunyapab for Age and Health (under the Royal Patronage of Princess Bejaratana Rajasuda) |
| 6. Mr. Sithiphan Sriphen - Independent Director - Audit Committee Member - Remuneration and Nomination Subcommittee (Holding the position of the Company's Director since 24 April 2008) | 80 | - Masters of Arts (Economics), Western Michigan University, U.S.A. - Bachelor of Economics Program, Thammasat University, Thailand - Training course "International Economics Development", The Economics Institute, | 15,000 (0.001%) | None | <u>Listed Companies</u> Year 2019 - Present - Audit Committee Member, SUSCO Public Company Limited Year 2008 - Present - Independent Director, SUSCO Public Company Limited <u>Non-listed Companies</u> None |



| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|--|-------------|--|-----------------------------|---|---|
| | | University of Colorado, USA. on 1971 - Training course “Director Accreditation Program”, Class 10/2004 of the Thai Institute of Directors Association on March 22, 2004 - Training course “Audit Committee Program”, Class 3/2000 of the Thai Institute of Directors Association - Diploma “Political course Democracy For Executives”, Class 9, College of Administration, King Prajadhipok's Institute in 2005 | | | |
| 7. Mr. Narong Chulajata - Director - The Authorized Director of the Company (Holding the position of the Company's Director since 14 June 1994) | 83 | - Master of Public Administration, Syracuse University, U.S.A. - Training course “Director Accreditation Program”, Class 11/2004 of the Thai Institute of Directors Association on March 29, 2004 - Training course “Chairman 2000”, Class 6/2004 of the Thai Institute of Directors Association on June 7, 2004 - Training course “Director Certification Program”, Class 71/2006 of the Thai Institute of Directors Association on March 1 – 30, 2006 | None | None | <u>Listed Companies</u> June 2017 - Present - Director, SUSCO Public Company Limited November 2013 – May 2017 - Vice Chairman, SUSCO Public Company Limited Year 1994 – October 2013 - Chairman, Board of Executive Directors, SUSCO Public Company Limited <u>Non-listed Companies</u> Year 2013 - Present - Audit Committee, Allianz Ayudhya Assurance Public Company Limited Year 2012 – Present - Director, SUSCO Dealers Company Limited Year 2007 - Present - Vice Chairman - Audit Committee Chairman, |

| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|---|-------------|---|--|--|--|
| | | | | | Allianz Ayudhya Assurance Public Company Limited Year 2011 - Present - Director, Sirijaraenwattana Company Limited Year 2003 - Present - Chairman, SafariWorld Public Company Limited |
| 8. Mr. Noppadol Attavavutichai - Director - The Authorized Director of the Company (Holding the position of the Company's Director since 1 March 2000) | 79 | - Mini MBA, Class 27, Faculty of Commerce and Accountancy, Thammasat University, Thailand - Training course "Director Accreditation Program", Class 1/2003 of the Thai Institute of Directors Association on August 28, 2003 | 200,000 (0.018%) | Uncle of Mr. Chairit Simaroj | Listed Company Year 2000 - Present - Director, SUSCO Public Company Limited Non-listed Companies Year 2000 - Present - Director, Siam Truck Service Company Limited Year 1993 - Present - Chairman, Board of Executive Director, Siam Mongkol Oil Company Limited |
| 9. Mr. Chairit Simaroj - Executive Director - Managing Director - The Authorized Director of the Company | 56 | - Master of Business Administration, University of Indianapolis, U.S.A. - Bachelor of Engineering (Mechanical Engineering), Kasetsart University, Thailand - Training course "Director Certification Program", Class 26/2003 of the Thai Institute of Directors Association on March 5, 2003 - Training course "Capital Market Academy Leader Program (CMA 9)", Class 9 of Capital Market Academy - Training course "Business Revolution and Innovation Network : BRAIN", Class | Own 11,520,000 Spouse 3,000,000 (Total 1.320%) | - Nephew of Mr. Mongkol Simaroj - Nephew of Mr. Noppadol Attavavutichai | Listed Companies Year 2019 - Present - Director, Starflex Public Company Limited Year 2002 - Present - Managing Director, SUSCO Public Company Limited Non-listed Companies Year 2018 - Present - Director, Buriram United Company Limited Year 2012 - Present - Managing Director, SUSCO Dealers Company Limited - Managing Director, SUSCO Retail Property Company Limited - Managing Director, SUSCO Marketing Company Limited - Managing Director, SUSCO |



| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|---|-------------|--|-----------------------------|---|--|
| | | 3/2019 of The Federation of Thai Industries - Seminar on “Policies to Support Low Carbon Business Operations: Promote Thailand’s Climate Change Policy and Carbon Neutrality Goals” of The Securities and Exchange Commission Thailand on November 3, 2021 | | | Property Company Limited Year 2011 – Present - Managing Director, Sirijaraenwattana Company Limited Year 2002 – Present - Managing Director, Siam Mongkol Marine Company Limited |
| 10. Mr. Phongsathon Chatnarat - Executive Director - Deputy Managing Director of Business Development - The Authorized Director of the Company (Holding the position of the Company’s Director since 1 January 2014) | 50 | - Master of Business Administration, Southern Illinois University, U.S.A. - Bachelor of Science (Statistic), Chulalongkorn University, Thailand - Training course “Director Certification Program”, Class 84/2007 of the Thai Institute of Directors Association on March 2007 - Training course “Chief Financial Officer Certification”, Class 4/2006 of Federation of Accounting Professions - Training course “Administrative Justice for Executive”, Class 4 - Training course “EXACT (Executive Architecture Council Training)”, Class 1/2019 - Training course “CEO CLUB 2021 on the topic “Biotechnology Continuing business in the New S-Curve” of the Stock | 6,200,000 (0.564%) | Nephew of Mr. Mongkol Simaraj | <u>Listed Companies</u> August 2019 – Present - Deputy Managing Director of Business Development, SUSCO Public Company Limited Year 2014 – Present - Executive Director, SUSCO Public Company Limited April 2002 – October 2015 - Deputy Managing Director of Business Development, SUSCO Public Company Limited <u>Non-listed Companies</u> Year 2017 - Present - Chairman, J.E.D.I. (Bangkok) Asset Management Company Limited Year 2016 - Present - Chairman, Pathon Venture Company Limited Year 2016 - Present - Director, CBB Company Limited Year 2012 - Present - Director, CDD Company Limited |

| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|---|-------------|--|-----------------------------|---|---|
| | | Exchange of Thailand on October 4, 2021 | | | Year 2012 - Present - Director, Ching Dao Development Company Limited |
| 11. Mr. Marvee Simaroj - Executive Director - Deputy Managing Director of Operations The Authorized Director of the Company (Holding the position of the Company's Director since 1 October 2011) | 47 | <ul style="list-style-type: none"> - Master of Business Administration (Finance), Michigan State University, U.S.A. - Bachelor of Engineering (Industrial Engineering), Chulalongkorn University, Thailand - Training course "Director Certification Program", Class 27/2003 of the Thai Institute of Directors Association on March 6, 2003 - Training course "TLCA Executive Development Program", Class 14 on September – November 2014 - Training course "Corporate Governance for Executives", Class 3/2015 on March 2 - 3, 2015 - Training course "Financial Statements for Directors", Class 29/2015 2003 of the Thai Institute of Directors Association - Training course "CMA program", Class 26/2018 of Capital Market Academy - Training course "Reinventing the Organization" of The RBL Group on September 22, 2020 - Training course "Directions for Merger and Acquisition : M&A, important of | 34,800,000 (3.164%) | Son of Mr. Mongkol Simaroj | <u>Listed Company</u> Year 2001 - Present - Deputy Managing Director of Operations, SUSCO Public Company Limited <u>Non-listed Companies</u> Year 2019 - Present - Director, SUSCO Retail Property Company Limited - Director, SUSCO Marketing Company Limited - Director, SUSCO Property Company Limited Year 2012 - Present - Director, SUSCO Dealers Company Limited Year 2011 - Present - Director, Sirijaraenwattana Company Limited Year 2008 - Present - Director, Siam Mongkol Oil Company Limited Year 2001 - Present - Director, Siam Mongkol Marine Company Limited |

| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|--|-------------|---|--|---|---|
| | | <p>strategies making M&A successful" of the Stock Exchange of Thailand on September 29 – 30, 2021</p> <p>- Seminar on "Putting Circular Economy Principles into Practice" of Thai Listed Companies Association on November 4, 2021</p> | | | |
| <p>12. Mr. Amarin Simaroj</p> <p>- Deputy Managing Director of Administration</p> <p>- Chief financial officer</p> <p>- Acting Director of Human Resources Department (Holding the position of the Company's Director since 1 November 2015)</p> | 44 | <p>- Master of Science in Economics and Finance, Faculty of Economic, University of York, UK.</p> <p>- Master of Art in Business and Managerial Economics, Chulalongkorn University, Thailand.</p> <p>- Bachelor of Industrial Engineering, Chulalongkorn University, Thailand</p> <p>- Certificated Financial Planner</p> <p>- Training course "Strategic CFO in Capital Markets Program", Class 4/2017 of The Stock Exchange of Thailand</p> <p>- Training course "TLCA Executive Development Program (EDP)", Class of year 2018 of Thai Listed Companies Association</p> <p>- Training course "Financial Instruments (TFRS 9)" of Federation of Accounting Professions</p> <p>- Training course "Strategic Financial Leadership Program (SFLP) 2018 Professional Development Program" of Thai Listed Companies</p> | <p>Own 11,060,000</p> <p>Spouse 80,000</p> <p>(Total 1.013%)</p> | <p>Son of Mr. Mongkol Simaroj</p> | <p><u>Listed Companies</u></p> <p>November 2015 - Present</p> <p>- Deputy Managing Director of Administration, SUSCO Public Company Limited</p> <p>Year 2013 - 2015</p> <p>- Vice President, Credit Suisse AG (Singapore)</p> <p>Year 2009 - 2013</p> <p>- Senior Personal Wealth Management (AVP), Kasikornbank Public Company Limited</p> <p><u>Non-listed Companies</u></p> <p>November 2015 – Present</p> <p>- Director, Siam Mongkol Oil Company Limited</p> <p>- Director, SUSCO Dealers Company Limited</p> <p>- Director, SUSCO Retail Property Company Limited</p> <p>- Director, SUSCO Marketing Company Limited</p> <p>- Director, SUSCO Property Company Limited</p> <p>April 2016 - Present</p> <p>- Director, Sirijaraenwattana Company Limited</p> |

| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|---|-------------|--|-----------------------------|---|------------------|
| | | <p>Association</p> <ul style="list-style-type: none"> - Training course “4 topics of Digital Assets” of The Stock Exchange of Thailand on July 2019 - Training course “e-Tax Invoice & e-Receipt”, Class 48 of Darmniti Auditing Company Limited on June 2020 - Training course “TFRS 9 and related Financial reporting standard for Non-financial institutions” of NYC Management Company Limited on September 2020 - Training course “TLCA CFO Professional Development Program” of Thai Listed Companies Association on July 15, 2021 - Training course “TLCA CFO Professional Development Program (TLCA CFO CPD) Fraud & Cyber Security Risk”, Class 5/2021 on August 16, 2021 - Training course “CFO 2021 approved by the Federation of Accounting Professions” of NYC Management Company Limited on November 24, 2021 - Training course “CFO Refresher (Online Class) Topic Preparing for Economic Factors of Financial and Accounting issues affecting Listed Companies” of The Stock Exchange of Thailand on December 16-17, 2021 | | | |

| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|--|-------------|--|-----------------------------|---|---|
| 13. Ms. Veerin Simaroj - Company Secretary | 45 | <ul style="list-style-type: none"> - Master of Business Administration (Finance), DePaul University, U.S.A. - Bachelor of Economic, Thammasat University, Thailand - Training course "Fundamental for Corporate Secretaries" on June 16-18, 2015 - Training course "Advances for Corporate Secretaries" on July 7-8, 15-16, 2015 - Training course "Developing CSR Practitioners' Skills" of The Stock Exchange of Thailand on 2018 - Training course "Sustainability Disclosure (ESG) to One report" of Thai Listed Companies Association on August 2021 - Training course "CGR Workshop of the Thai Institute of Directors Association on November 2021 | 15,000,000 (1.364%) | Daughter of Mr. Mongkol Simaroj | Year 2016 – Present - Company Secretary Year 2015 - 2016 - Deputy Company Secretary |
| 14. Mr. Soonthorn Yurasak - Director of Fuel Terminal Department | 59 | <ul style="list-style-type: none"> - Vocational Certificate of Sales Commercial | None | None | Year 2009 - Present - Director of Fuel Terminal Department |
| 15. Ms. Mukdawan Ruttapichairak - Director of Supply Chain and Aviation Business Department | 48 | <ul style="list-style-type: none"> - Master of Business Administration, Marketing, National Institute of Development Administration (NIDA) | None | None | July 2014 - Present - Director of Supply Chain and Aviation Business Department Year 2004 – June 2014 - Manager, Supply Chain and Aviation, PETRONAS Retail (Thailand) Company Limited |
| 16. Ms. Kansinee Sanongchitcharoen - Director of Complementary Business Department | 49 | <ul style="list-style-type: none"> - Master of Business Administration, Marketing, National Institute of Development Administration (NIDA) | None | None | February 2016 - Present - Director of Complementary Business Department July 2014 - 2015 - Director of Complementary |

| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|--|-------------|--|-----------------------------|---|--|
| | | | | | Business Department Year 2010 – June 2014 - Manager, Category & Complementary, PETRONAS Retail (Thailand) Company Limited |
| 17. Ms. Petchmalee Vattananiyom - Director of Accounting and Finance Department | 56 | <ul style="list-style-type: none"> - Master of Business Administration (Finance), Ramkhamhaeng University, Thailand - Bachelor of Accountancy (Accounting), Chulalongkorn University, Thailand - Training course “ PWC Thailand Symposium 2017: Dealing with disruption and adapting to survive and thrive” on October 18-9, 2017 - Training course “ New TFRS to know” of NYC Management Company Limited on September 13, 2017 - Seminar on “Financial Lease (TFRS 16)” of Federation of Accounting Professions on June 2019 - Training course “TFRS 9 Sharing of Grand Centre Point Terminal 21 on June 2019 - Training course “ Insight Financial Management : enhance potential to the business through financial management professional” of The Stock Exchange of Thailand on August 2019 - Training course “Adjustment of Summary Items in Financial Statements public limited company (general | None | None | November 2016 - Present - Director of Accounting and Finance Department July 2014 – October 2016 - Deputy Director of Accounting Department 2 Year 1995 – June 2014 - Manager, Financial Accounting, PETRONAS Retail (Thailand) Company Limited |



| Full name / Record of Positions in the Company and the appointment date | Age (Years) | Educational Qualifications/ Training record | Shareholding proportion (%) | Familial Relationship between Director or Executive | Work Experiences |
|--|-------------|--|-----------------------------|---|---|
| | | business) of The Stock Exchange of Thailand on November 2019 - Training course “ CFO 2022 ” of NYC Management Company Limited on November 24,2021 - Training course “ TFRS 2022 ” of NYC Management Company Limited on December 21, 2021 | | | |
| 18. Mr. Pradit Tawormunkitkarn - Director of Engineering Department | 57 | - Bachelor of Engineering (Mechanical Engineering), Kasetsart University, Thailand | 200,000 (0.018%) | None | December 2019 - Present - Director of Engineering Department June 2019 – November 2019 - Projects Asia Limited April 2010 – May 2019 - Self-employed |
| 19. Mr. Narut Simaroj - Director of Marketing and Business Development Department | 36 | - Bachelor of Science (Physics), Srinakharinwirot University, Thailand - Bachelor of Science (Occupational Health and Safety), Sukhothai Thammathirat Open University, Thailand - Master of Management (Marketing), Mahidol University, Thailand | None | Great-grandchild of Mr. Mongkol Simaroj | March 2020 – Present - Director of Marketing and Business Development Department Year 2018 - 2020 - Deputy Director of Marketing and Business Development Department Year 2016 - 2018 - Metropolitan Retail Manager Year 2014 - 2016 - Marketing Manager |
| 20. Mr. Somkit Chartimerbtham - Director of Sales Department | 49 | - Master of Business Administration, Marketing, Ramkhamhaeng University, Thailand - Bachelor of Business Administration, Human Resource, Burapha University, Thailand | 643,500 | None | Year 2021 - Present - Director of Sales Department Year 2012 - 2020 - Deputy Director of Sales Department |

**Details of Directors, Executives,
Controlling Persons, and Company Secretary of The Company and its subsidiaries as of December 31, 2021**

| Name | SUSCO PLC | Its subsidiaries | | | | | |
|------------------------------------|--------------|-------------------------------|------------------------------------|-------------------------------|---|---------------------------------|--------------------------------|
| | | Siam Mongkol Oil Co., Ltd. | Sirijaraen wattana Co., Ltd. | SUSCO Dealers Co., Ltd. | SUSCO Retail Property Co., Ltd | SUSCO Marketing Co., Ltd. | SUSCO Property Co., Ltd. |
| 1. Mr. Mongkol Simaroj | X | X | X | X | - | - | - |
| 2. Mr. Pimuk Simaroj | // | - | - | / | - | - | - |
| 3. Mrs. Phuangphet Thaweechaiwat | / | - | - | - | - | - | - |
| 4. Mr. Prakrit Pradipasen | / | - | - | - | - | - | - |
| 5. Khunying Serm Sri Bunnag | / | - | - | - | - | - | - |
| 6. Mr. Sithiphan Sriphen | / | - | - | - | - | - | - |
| 7. Mr. Narong Chulajata | / | - | / | / | - | - | - |
| 8. Mr. Noppadol Attavavutichai | / | // | - | - | - | - | - |
| 9. Mr. Chairit Simaroj | /// | /// | /// | /// | X/// | X/// | X/// |
| 10. Mr. Phongsathon Chatnarat | // | - | - | - | - | - | - |
| 11. Mr. Marvee Simaroj | // | / | / | / | / | / | / |
| 12. Mr. Amarin Simaroj | - | / | / | / | / | / | / |
| 13. Ms. Veerin Simaroj | - | - | - | - | - | - | - |
| 14. Mr. Soonthorn Yurasak | - | - | - | - | - | - | - |
| 15. Ms. Mukdawan Ruttapichairak | - | - | - | - | - | - | - |
| 16. Ms. Kansinee Sanongchitcharoen | - | - | - | - | - | - | - |
| 17. Ms. Petchmalee Vattananiyom | - | - | - | - | - | - | - |
| 18. Mr. Pradit Tawormuntkitkarn | - | - | - | - | - | - | - |
| 19. Mr. Narut Simaroj | - | - | - | - | - | - | - |
| 20. Mr. Somkit Chartimerbtham | - | - | - | - | - | - | - |

Remarks X = Chairman / = Director // = Executive Director /// = Managing Director



Information of Chief of Internal Audit Office**The details of Chief of Internal Audit Office**

| | | |
|-------------------------|---|---|
| Name - Surname | : | Ms. Wikanda Wannasiri |
| Position | : | Chief of Internal Audit Office |
| Education | : | Bachelor of Accountancy, Accounting, Bansomdejchaopraya Rajabhat University |
| Work experience | : | October 2018 - Present - Chief of Internal Audit Office, SUSCO Public Company Limited 1999 - September 2018 - Accounting Manager, SUSCO Public Company Limited |
| Responsibilities | : | - To audit the internal control system of every work unit, as well as those of the service stations of the Company and its subsidiaries. |



Business Ethics Manual

SUSCO Public Company Limited



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Chairman's Message

The principle concept of management by making the maximum profit in the past is no longer suitable for the current situation under the free competition era, higher competitiveness and more management challenges. Due to the fast prosperity of various industries and continuous development, in order for a business to be successful and sustainable, it must be strong, able to adapt, and ready to face the challenges, having stable source of capital and financial position, managing with efficiency and transparency under the good governance practices and reliable to all related parties. In this regard, the business requires ethics for business operation with responsibility to shareholders, employees, customers, business partners, creditors, business competitors, and social and environment.

From the reasons mentioned above, the Management has compiled the rules, regulations, cultures, and traditions of the Company together with the business ethics that the Board of Directors had set on September 30, 2005, and modified updated version of business ethics manual that suitable for current situation and current business administration and presented to the Board of Directors' Meeting No. 11/2015 on November 24, 2015, which the Board of Directors has considered and unanimously approved the Company's business ethics according to the attached manual.

On behalf of the Board of Directors, I hope that the principles and details of the Company's business ethics, which the Boards had set up, will receive a good response from Directors, Managements, and all employees. The Company would hereby like to express our thanks to you.



(Mongkol Simaroj)

Chairman

November 25, 2015

Conflicts of Interest

The Company has policy to prevent Directors and employees seeking for their own interests by using their authority. Therefore, the Company has set the good practices for Directors and employees as follows:

1. Avoid connected transactions that may cause conflicts of interest to the Company.
2. In the event that the connected transaction is necessary for the company's benefit, consider such connected transaction with the same standard as normal business agreement. Any person with the conflicts of interest shall refrain from involvement such transaction.
3. Do not use the authority or internal information.
4. Do not use the internal information for personal benefits and/or the related parties in trading the company's shares, or provide internal information to the third parties for such benefits

Responsibilities to Shareholders

The Company has policy to conduct business with ethics, integrity, and transparency comply with relevant rules and regulations. The Company will continuously put best effort to make business grow and generate appropriate and sustainable returns to the shareholders by adhering to the principles of equitable treatment of shareholders.

The Company has set the good practices as follows:

1. The Board of Directors and employees must perform their duties with honesty, making decisions with care, transparency, and fairness for the benefit of shareholders
2. Managing the Company's assets not to be damaged or improperly utilized
3. Presenting the status of the Company correctly as in fact
4. Notifying the important information and news of the Company to all shareholders equally
5. Directors, Managements, and employees are prohibited from using internal information which has not yet been disclosed or already disclosed to the general public for their own interest or related persons, or disclosed the company's secret information to the third parties



Policy and treatment to employees

The Company recognizes that employees are valuable resources that will bring success in achieving the Company's goals. The Company, therefore, has policy to treat employees fairly in terms of opportunities, compensations, promotions, and potential development.

The Company has set the good practices as follows:

1. Respecting to individual and human dignity
2. Providing fair compensations
3. Maintaining safe working environment for both life and properties
4. Promoting, rewarding, and punishing the employees according to the good governance policy
5. Giving precedence on the knowledge development and competency
6. Listening to opinions and suggestions based on employees' professional knowledge
7. Complying with laws and reverent regulations that related to the employees

Policy and treatment to customers

The Company recognizes the importance of the customers. Therefore, the Company seeks the methods that able to fulfill customer' needs and had set the policies and practices as follows:

1. Delivering quality products and services to serve customers' needs or even exceed customers' expectations
2. Providing accurate and adequate information to customers, no exaggeration of information that could mislead about quality
3. Contacting customers with care and reliable, providing channels where customer able to feedback about the quality, quantity, and services, as well as, giving quick responses
4. Keeping confidential of customer data, not using it wrongfully
5. Giving advice of how to use the products and services of the Company effectively



Policy and treatment to business partners and creditors

The Company has policy to treat the business partners and creditors fairly, including complying with contractual obligations, negotiations, and solving the problems based on the good business relationship and had set the good practices as follows:

1. No asking, not receiving, and not paying any dishonest benefits
2. Complying strictly with contract agreement and hastily seeking mutual solutions in case the former agreement can not be met

Policy and treatment to competitor

The Company has policy to treat the business competitors under the framework of laws and regulations about the commercial competition practices. The guidelines for treating business competitors are as follows:

1. Operating business under the good practices and fair competition
2. Seeking no confidential information of competitors by dishonest means
3. Not intentionally destroy reputation of competitors with groundless slander

Corporate Social Responsibility and Environment

The Company has policy to conduct the business that benefits to the economy and society. At the same time, the Company recognizes the importance of the environment and complying with the local traditions where the Company is located and also strictly complies with the laws and the regulations, as well as, cultivates the awareness of the employees' responsibility for society and environment.

Follow-up System

The Company defines it as the duties and responsibilities of Directors, Executives, Supervisors, and all employees to be strictly aware, understand and follow the policies and regulations of the Business Ethics Manual.

The Board of Directors has assigned the Audit Committee to investigate the complaints and allegations whether from the Shareholders, customers, business partners, and/ or employees by submitting their complaints with evidence directly to the Audit Committee.





Charter of the Board of Directors
SUSCO PUBLIC COMPANY LIMITED

The Board of Directors has roles, duties and responsibilities in overseeing the operations according to the laws, objectives and regulations of the Company, as well as is strictly responsible for the compliance with the resolutions of Shareholders' Meeting with caution and honesty for the best benefits of the Company and fair to the related parties in accordance with the good corporate governance principles.

1. Composition of the Board of Directors

- 1.1 The Board of Directors is composed of not less than five and not more than fifteen Directors, and not less than one half of whom must have Thai nationality and have a domicile in the Kingdom of Thailand;
- 1.2 Directors shall be natural persons, irrespective of being shareholders, and shall have qualifications stated in Section 68 of the Public Limited Company Act, B.E. 2535;
- 1.3 At least one-third of the Board of Directors, and not less than three of whom, must be independent Directors and must also consist of not less than three audit committee members.

2. Qualifications of the Directors

- 2.1 Directors must be completely qualified under the law and must have no qualifications prohibited under the Notifications of the Securities and Exchange Commission of Thailand, and also must have adequate knowledge, capabilities, and experiences which are beneficial to the Company;
- 2.2 Directors must have honesty in business ethics and have sufficient knowledge, capabilities and experience in the Company's business.

3. Duties and Responsibilities of the Board of Directors

- 3.1 To have authorities of the Board of Directors as prescribed by the Public Limited Company Act, other laws, and as stated in the Articles of Association;
- 3.2 To determine action plans and goals of the Company;
- 3.3 To annually consider, approve, and review operational plans, strategies, business plans, budgets, risk assessment, and good corporate governance policy of the Company;
- 3.4 To effectively control and supervise the Management to proceed in accordance with the policies, plans, and budgets, with efficiency and transparency;
- 3.5 To supervise the Company's performance in protecting shareholders' benefits and disclosing of information accurately, transparently and completely as required by The Stock Exchange of Thailand and the Securities and Exchange Commission of Thailand;

- 3.6 To place importance in operating business in accordance with the principles of good corporate governance, social, and environmental responsibility;
- 3.7 To give priority to anti-corruption by defining and approving policies and related procedures, appointing a working group, supervising a supporting system, as well as channels for whistle blowing, monitoring, and ensuring that all employees strictly comply with the policies;
- 3.8 To approve the transactions related to the land, the construction, or the land with the construction, according to the related laws;
- 3.9 To appoint the Executive Board to perform the assigned duties;
- 3.10 To appoint and remove the Chairman, the members of the Audit Committee, the members of Executive Board, the members of the Subcommittees, the Vice Chairman, the Executive Chairman, the Managing Director, the Deputy Managing Director, the Assistant Managing Director, and the Company Secretary, as well as approving their salaries, remuneration, and other benefits;
- 3.11 To approve the matters pertaining to finance and assets of the Company, which are above the approving authorities of the Executive Board;
- 3.12 To assign or suggest the Executive Board or the Managing Director to consider or work on any matter as the Board of Directors deems appropriate;
- 3.13 To give consent or to approve matters proposed by the Executive Board or the Managing Director;
- 3.14 To encourage management and all employees to perform their duties with honesty, professional ethics, avoiding personal interests, maintaining the confidentiality of customers, and not using inside information of the Company and the customers for personal benefits;
- 3.15 To jointly consider the issues that may have conflicts of interest with the Management with care, honesty, rationality, and independence, under the framework of good ethics for the benefits of the Company;
- 3.16 To monitor financial liquidity and repayment, including plans and mechanisms to solve the related problems, if any;
- 3.17 In case of urgency, the Chairman may consider an appropriate use of the aforementioned authorities of the Board of Directors and, subsequently, report to the Board of Directors;
- 3.18 Directors are prohibited from making personal guarantees to employees of the Company and Subsidiaries to prevent conflicts of interest that may arise in the future.

4. Roles and Duties of Chairman

The Chairman is responsible to lead the Board of Directors. The duties of the Chairman are as follows:

- 4.1 To oversee the operations of the Board of Directors to ensure its effectiveness in achieving the objectives and goals of the Company;
- 4.2 To clearly define the roles, duties, and responsibilities of the Board of Directors and the Management;
- 4.3 To set long-term goals of the Company, taking into account the allocation of resources, risk management, and implement strategies to achieve those goals;
- 4.4 To establish evaluation process to assess the performances of the Board of Directors, Sub-Committees, Individual Directors, and the Managing Director, as well as to encourage all Directors to seek ways to continuously improve their performances;

- 4.5 To call, either by himself or the person designated by him, the Board of Directors' Meetings; the invitation letter of which must be sent at least seven days prior to the Meeting;
- 4.6 To set the Meeting agendas in conjunction with the Chairman of the Executive Board, the Managing Director, and the Company Secretary, by taking into account the important agenda issues requested by the Directors and the top Management;
- 4.7 To chair the Board's Meetings and to allocate sufficient time for the Management to present the matters and for the Directors to thoroughly discuss the issues;
- 4.8 To chair the Shareholders' Meetings and to allocate sufficient time for Shareholders to ask questions;
- 4.9 To control the Meeting to run efficiently in accordance with the rules and regulations, as well as to support and provide opportunities for Directors to express their opinions independently;
- 4.10 To represent the Board of Directors in giving advice and monitoring the Managing Director in his management;
- 4.11 To represent the Board of Directors in working with the Company Secretary to provide recommendations and supporting the Board of Directors to improve overall organizational performance;
- 4.12 To regularly communicate and monitor the performance of the Board of Directors to enhance good relationship among Directors;
- 4.13 To communicate key information together with the Managing Director to employees, investors, medias, analysts and other relevant parties;
- 4.14 To consider the appropriateness in establishing sub-committees to help alleviate the burden of the Board of Directors and some roles and responsibilities of the Chairman, such as Executive Committee.

5. Tenure of Directors

- 5.1 At every Ordinary General Meeting, one-third of the Directors shall vacate in proportion, if the number of Directors is not a multiple of three, the number of Directors closest to one-third shall vacate.

The Directors to vacant office in the first and second year following the registration of the Company shall be drawn by lots. In every subsequent year, the Directors who have been longest in office shall vacate office. A retiring Director is eligible for re-election.
- 5.2 In addition to vacating office at the expiration of term, a Director vacates office upon:
 - 5.2.1 Death;
 - 5.2.2 Resignation;
 - 5.2.3 Being disqualified or being under any of prohibitions under Section 68 of the Public Limited Companies Act, B.E. 2535 (1992);
 - 5.2.4 Being removed by a resolution of Shareholders' Meeting;
 - 5.2.5 Being removed by any order of the court.
- 5.3 In the case where the office of a Director becomes vacant by any reasons other than the expiration of the term, the Board of Directors shall elect a person possessing the proper qualifications and being under no prohibition under the Public Limited Companies Act and Securities and Exchange Act, unless the Directorship remains less than two months. The replacing Director shall hold office only for the remaining term of the replaced Director.

6. The Board of Directors shall convene the Meetings based on the following practices:

- 6.1 The Board of Directors shall, in advance, fix the dates and agenda for regular Meetings which shall be held on a monthly basis, to enable the Directors to conveniently allocate their time for every Meeting; in addition, there may be special Meeting as necessary. In every regular Meeting, there shall be agenda on the matters arising to follow-up the issues of the previous Meeting and the monthly operational results of the Company. Each Director should attend at least 75 percent of the total Board of Directors' Meetings.
- 6.2 To constitute a quorum, there shall be not less than two-thirds of all of the Directors attending the Meeting.
- 6.3 The Board of Directors encourages the invitation of senior executives to attend the Meetings with the Board of Directors to provide the information or other details as a relevant person.
- 6.4 Directors can have access to and can request information, consultation, and necessary service from an assignee or may request outsider's independent opinions.
- 6.5 Executives have duties to provide appropriate information and opinions to the Board of Directors.
- 6.6 The Company Secretary shall send the Meeting Notice together with the agendas and supporting documents to Directors not less than 7 days in advance to enable every Director to have sufficient time to study all related information prior to attending the Meeting.
- 6.7 In every Meeting of the Board of Directors, the written minutes of every agenda shall be completely and properly recorded and the adopted minutes shall be properly kept and shall be available, at all time, for inspection by the Directors and/or the related parties.
- 6.8 The decisions at the Meeting shall be made by a majority vote of the Directors attending the Meeting. Any Director having interest in any matter shall not be entitled to vote on such matter. In the event of a tie vote, the Chairman of the Meeting shall have a casting vote.

7. Report of the Board of Directors

The Board of Directors shall provide the Report on Responsibilities of the Board of Directors regarding the financial statements of the Company and other essential issues in line with the good practices as prescribed by The Stock Exchange of Thailand together with the auditor's opinion in the annual report, including adequate disclosure on important information in notes to financial statements. The Audit Committee and the external auditors shall jointly discuss with the Management to ensure that the financial reports of the Company are correct and complete.

8. Assessment

The Board of Directors establishes evaluation process to assess the performance of the Board of Directors, Sub-Committees, Individual Directors, and the Managing Director regularly at least once a year in order to improve and solve the problems and discloses the criteria and results of the assessment in the Annual Report.

Effective from December 23, 2021

Announced on December 23, 2021



(Mongkol Simaraj)

Chairman



Report of the Audit Committee

SUSCO Public Co., Ltd.

To Shareholders

In 2021, the Audit Committee held 9 Meetings to consider and review the financial statements and other matters set as important duties of the Audit Committee and presented the resolutions of every meeting to the Board of Directors.

4 of the 9 Meetings, the Audit Committee, together with the authorized Directors and Managements of the Company and certified Auditors, considered quarterly financial statements, annual financial statements and other related matters, and 4 were extraordinary Meeting and another Meeting was for the Audit Committee to discuss the matters with certified auditors without Managements. The Audit Committee would like to inform the Shareholders as follows:

- 1) The consolidated financial statements and separated financial statements of the Company and its subsidiaries and the financial statements of the Company as at December 31, 2021, were correct in all material respects in accordance with Thai Financial Reporting Standards.
- 2) In 2021, the Audit Committee reviewed the adequacy of the Company's internal control and the risk management system and found no major flaws.
- 3) Connected transactions or transaction with conflict of interests for the year 2021 were under normal business conditions with fair and for the best interests of the Company with transparency and adequate information disclosure.
- 4) The Audit Committee considered and determined the remuneration for auditors for the year 2022 and opined that Mr. Thanawut Piboonsawat, Certified Public Accountant, Registration No. 6699, or Miss Potjanarat Siripipat, Certified Public Accountant, Registration No. 9012, or Miss. Roongnapha Saengchan, Certified Public Accountant, Registration No. 10142, or Miss Techinee pornpenpob, Certified Public Accountant, Registration No. 10769, appropriated to be auditors of the Company to sign the Company's financial statements. Therefore, the Audit Committee proposed to The Board of Directors to consider and propose to the shareholders' Meeting to consider appointing aforementioned auditors to be the Company's auditors and agree to set the auditor's remuneration in amount of Baht 1,541,000 (excluding the out-of-pocket expenses such as transportation, telephone expenses, etc.). The Audit committee, taken into account in terms of reputation, experience, expertise, audit fee, etc., deemed appropriate to appoint aforementioned auditors to be the Company's auditors and auditors of the Company's subsidiaries.

The Audit Committee was independent and supervised compliance with rules, regulations, and policies with good cooperation from all parties involved, which did not appear to have any transactions that against the laws and regulations. The Managements operated the Company and its subsidiaries under good governance practices.



(Mrs. Phuangphet Thawechaiwat)

Chairman of the Audit Committee

March 4, 2022

SUSCO PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

**REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2021**



INDEPENDENT AUDITOR'S REPORT

To The Shareholders and Board of Directors of
Susco Public Company Limited

Opinion

I have audited the consolidated financial statements of Susco Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at December 31, 2021, 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 significant accounting policies, and I have audited the separate financial statements of Susco Public Company Limited (the Company), which comprise the statement of financial position as at December 31, 2021, 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 significant accounting policies.

In my opinion, the accompanying financial statements present fairly, in all material respects, the consolidated financial position of Susco Public Company Limited and its subsidiaries as at December 31, 2021, and its consolidated financial performance and its consolidated cash flows for the year then ended and the separate financial position of Susco Public Company Limited as at December 31, 2021, 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 described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Group and the Company in accordance with the Federation of Accounting Professions Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

*****/2

Key Audit Matters

Key audit matters are those matters that, in my professional judgement, were of most significance 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 and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

- Revenue recognition

The Group and The Company had the revenue from oil sales which is mainly the revenue from oil sales as at the point of sale of many oil stations in the country. In addition, there is also revenue from oil to overseas. Therefore, sales revenue has frequency of occurrence and in many enterprises. The factor of oil price that regularly changes and conditions of various sales promotion, including timing of revenue cut-off of oil service stations and how the method to gather all income to record for accounting directly affect the completeness and accuracy of revenue recognition. I have identified that the completeness and accuracy of revenue recognition is a significant risk which requires special attention in the audit. The accounting policies on revenue recognition and amount of revenue are disclosed in Notes 3.1 and 30, respectively.

Regarding my audit method on such matter, I made an understanding of the internal control system of revenue cycle and related accounting transaction, tested the design and effectiveness of internal controls related to the revenue recognition and related accounting transaction, especially the control of completeness and accuracy of sales revenue record. I also carried out revenue sampling to test the detail and the accuracy of the transaction against related documents and verified the completeness of revenue record. Furthermore, I audited the revenue cut-off from sale before and after the end of the accounting period. I have considered the appropriateness of the information disclosure in the financial statements and notes.

- Impairment of investment property, property plant and, equipment and rights-of-use assets

Investment property, property plant and, equipment and rights-of-use assets are mostly assets used in operating the oil service station and are core assets with significance of the Group. Several oil service stations' operating performance does not meet management expectation. The management considered that such information indicates an impairment in the assets used in the oil service station. As regards to consideration of the impairment of such assets, the management has to use significant judgment and set various significant assumptions to test in the assessment of the recoverable amount of the assets. I have identified that the valuation of investment property, property plant and, equipment and rights-of-use assets for the assessment of asset impairment is a significant risk that requires special attention in the audit. The accounting policy on asset impairment and the amount of the allowance for asset impairment are disclosed in Notes 3.13, 14, 15 and 16, respectively.

*****/3

Regarding my audit method on such matter, I made an understanding of the process in considering the asset impairment, identified the cash generating unit and assessed the reasonableness of the identification of asset impairment including assessment of the appropriateness of the assessment method and significant assumption used by the management in assessing the recoverable amount of impaired assets. In addition, I have already considered the accuracy, completeness and appropriateness of information disclosure in the financial statements and related notes.

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.

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.

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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 Thai 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 Thai 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.
- 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.

*****/5

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements.

I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

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 Miss Potjanarat Siripipat.

(Miss Potjanarat Siripipat)

Certified Public Accountant

Registration No. 9012

Dharmniti Auditing Company Limited

Bangkok, Thailand

February 22, 2022

SUSCO PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT DECEMBER 31, 2021

| | | <u>ASSETS</u> | | | |
|-------------------------------------|--------|--|-----------|--------------------------------------|-----------|
| | | Thousand Baht | | | |
| | | <u>Consolidated financial statements</u> | | <u>Separate financial statements</u> | |
| Note | | 2021 | 2020 | 2021 | 2020 |
| Current assets | | | | | |
| Cash and cash equivalents | 6 | 360,077 | 302,236 | 218,171 | 169,323 |
| Short-term loans to related parties | 5.4 | 6,500 | - | 6,500 | - |
| Trade and other current receivables | 5.4, 7 | 706,306 | 593,526 | 431,646 | 379,158 |
| Inventories | 8 | 497,542 | 416,154 | 253,364 | 205,438 |
| Other current financial assets | 9 | 76,666 | 126 | 76,666 | 126 |
| Vat refund | | 145,628 | 49,116 | 118,178 | 42,519 |
| Other current assets | | 3,680 | 3,511 | 2,519 | 2,316 |
| Total current assets | | 1,796,399 | 1,364,669 | 1,107,044 | 798,880 |
| Non-current assets | | | | | |
| Investments in equity instruments | 10 | 325,373 | 303,698 | 117 | 117 |
| Investments in associates | 11 | 4,179 | 10,158 | 4,179 | 10,158 |
| Investments in subsidiaries | 12 | - | - | 1,922,269 | 1,922,269 |
| Investment in joint venture | 13 | 871 | 1,607 | - | - |
| Investment properties | 14 | 838,756 | 836,607 | 377,425 | 71,059 |
| Property, plant and equipment | 15 | 1,866,949 | 1,674,962 | 1,504,394 | 1,589,383 |
| Right-of-use assets | 16 | 1,812,316 | 1,637,429 | 1,716,773 | 1,533,451 |
| Intangible assets | 17 | 55,311 | 62,548 | 6,510 | 6,933 |
| Deferred tax assets | 18 | 49,977 | 44,442 | 40,061 | 34,076 |
| Other non-current assets | | 43,863 | 65,225 | 30,269 | 52,420 |
| Total non-current assets | | 4,997,595 | 4,636,676 | 5,601,997 | 5,219,866 |
| TOTAL ASSETS | | 6,793,994 | 6,001,345 | 6,709,041 | 6,018,746 |

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



SUSCO PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION (CONT.)

AS AT DECEMBER 31, 2021

LIABILITIES AND SHAREHOLDERS' EQUITY

| | | Thousand Baht | | | |
|---|---------|--|------------------|--------------------------------------|------------------|
| | | <u>Consolidated financial statements</u> | | <u>Separate financial statements</u> | |
| | Note | 2021 | 2020 | 2021 | 2020 |
| Current liabilities | | | | | |
| Bank overdrafts and short-term borrowings from | | | | | |
| financial institutions | 19 | 280,000 | 100,000 | 280,000 | 100,000 |
| Short-term loan from related parties | 5.4 | - | - | 299,000 | 269,000 |
| Trade and other current payables | 5.4, 20 | 1,220,022 | 769,907 | 2,044,149 | 1,723,177 |
| Current portion of long-term liabilities | 21 | 32,201 | 114,377 | 32,201 | 114,377 |
| Current portion of lease liabilities | 5.4, 22 | 142,369 | 126,132 | 120,782 | 105,764 |
| Corporate income tax payable | | 19,892 | 31,995 | 8,898 | 22,388 |
| Other current financial liabilities | | 449 | 8 | 449 | 8 |
| Other current liabilities | | 30,562 | 33,660 | 26,317 | 23,650 |
| Total current liabilities | | 1,725,495 | 1,176,079 | 2,811,796 | 2,358,364 |
| Non-current liabilities | | | | | |
| Long-term borrowings from financial institution | 21 | 221,074 | 233,669 | 221,074 | 233,669 |
| Lease liabilities | 5.4, 22 | 1,119,442 | 943,107 | 1,148,151 | 996,398 |
| Deferred tax liabilities | 18 | 79,147 | 77,922 | - | - |
| Non-current provisions for employee benefit | 23 | 80,845 | 68,467 | 77,406 | 65,812 |
| Other non-current liabilities | | 42,063 | 47,959 | - | - |
| Total non-current liabilities | | 1,542,571 | 1,371,124 | 1,446,631 | 1,295,879 |
| TOTAL LIABILITIES | | 3,268,066 | 2,547,203 | 4,258,427 | 3,654,243 |

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

SUSCO PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION (CONT.)

AS AT DECEMBER 31, 2021

LIABILITIES AND SHAREHOLDERS' EQUITY (CONT.)

| | | Thousand Baht | | | |
|---|------|-----------------------------------|------------------|-------------------------------|------------------|
| | | Consolidated financial statements | | Separate financial statements | |
| | Note | 2021 | 2020 | 2021 | 2020 |
| Shareholders' equity | | | | | |
| Share capital | | | | | |
| Authorized share capital | | | | | |
| 1,375,000,000 ordinary shares, Baht 1.00 each | | 1,375,000 | 1,375,000 | 1,375,000 | 1,375,000 |
| Issued and paid-up share capital | | | | | |
| 1,100,005,556 ordinary shares, Baht 1.00 each | | 1,100,006 | 1,100,006 | 1,100,006 | 1,100,006 |
| Share premium | 26 | 45,016 | 45,016 | 45,016 | 45,016 |
| Share premium on treasury shares | 27 | 204,339 | 204,339 | 204,339 | 204,339 |
| Surplus from decreasing share capital | | | | | |
| by writing off treasury shares | | 40,122 | 40,122 | 40,122 | 40,122 |
| Expired warrants | 24 | 27,498 | 27,498 | 27,498 | 27,498 |
| Retained earnings | | | | | |
| Appropriated | | | | | |
| Legal reserve | 28 | 137,500 | 137,500 | 137,500 | 137,500 |
| Treasury shares reserve | 25 | 290,316 | 281,186 | 290,316 | 281,186 |
| Unappropriated | | 1,891,852 | 1,837,406 | 895,253 | 809,142 |
| Other components of shareholders' equity | | 79,595 | 62,255 | 880 | 880 |
| | | 3,816,244 | 3,735,328 | 2,740,930 | 2,645,689 |
| Less Treasury shares (100.01 million shares) | 25 | (290,316) | - | (290,316) | - |
| Treasury shares (96.91 million shares) | 25 | - | (281,186) | - | (281,186) |
| TOTAL SHAREHOLDERS' EQUITY | | 3,525,928 | 3,454,142 | 2,450,614 | 2,364,503 |
| TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY | | 6,793,994 | 6,001,345 | 6,709,041 | 6,018,746 |

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



SUSCO PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED DECEMBER 31, 2021

| | | Thousand Baht | | | |
|---|----------------|-----------------------------------|------------|-------------------------------|------------|
| | | Consolidated financial statements | | Separate financial statements | |
| | Note | 2021 | 2020 | 2021 | 2020 |
| Revenues | | | | | |
| Revenues from sale | 5.3, 30 | 19,865,837 | 16,482,939 | 16,315,062 | 12,147,281 |
| Revenues from natural gas station management service | | 35,982 | 62,034 | 23,110 | 41,387 |
| Rental income | 5.3 | 107,230 | 101,925 | 112,055 | 115,581 |
| Franchise income | | 24,060 | 25,927 | 2,730 | 2,668 |
| Dividend income | 5.3, 9, 10, 12 | 2,077 | 13,040 | 123,129 | 122,972 |
| Other income | 5.3, 31 | 149,581 | 98,439 | 177,669 | 120,464 |
| Total revenues | | 20,184,767 | 16,784,304 | 16,753,755 | 12,550,353 |
| Expenses | | | | | |
| Cost of sales | 5.3, 8 | 18,549,740 | 15,220,341 | 15,238,997 | 11,129,916 |
| Distribution costs | 32 | 906,926 | 864,151 | 817,897 | 765,397 |
| Administrative expenses | 5.3, 33 | 357,623 | 370,498 | 332,358 | 316,896 |
| Total expenses | 35 | 19,814,289 | 16,454,990 | 16,389,252 | 12,212,209 |
| Profit from operating activities | | 370,478 | 329,314 | 364,503 | 338,144 |
| Finance costs | 5.3, 36 | 59,398 | 51,585 | 60,528 | 53,151 |
| Share of gain (loss) of associates and joint venture | 11, 13 | (12,789) | (4,586) | - | - |
| Profit before income tax expense | | 298,291 | 273,143 | 303,975 | 284,993 |
| Tax expense | 37 | 64,764 | 55,488 | 38,783 | 31,673 |
| Profit for the year | | 233,527 | 217,655 | 265,192 | 253,320 |
| Other comprehensive income | | | | | |
| Components of other comprehensive income that will not be reclassified to profit or loss : | | | | | |
| Gain (loss) on investment in equity designated at fair value through other comprehensive income | 10 | 21,675 | (79,050) | - | - |
| Income tax relating to components of other comprehensive income that will not be reclassified to profit or loss | 37 | (4,335) | 15,810 | - | - |
| Total components of other comprehensive income that will not be reclassified to profit or loss | | 17,340 | (63,240) | - | - |
| Other comprehensive income (expense) for the period, net of tax | | 17,340 | (63,240) | - | - |
| Total comprehensive income for the period | | 250,867 | 154,415 | 265,192 | 253,320 |
| Earnings per share (Baht) | | | | | |
| Basic earnings per share | 38 | 0.23 | 0.21 | 0.27 | 0.24 |

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

SUSCO PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2021

| Thousand Baht | | | | | | | | | | | | | | |
|---|----------------------------------|---------------|----------------------------------|--|------------------|-------------------|-------------------------|----------------|--|--|---|-----------------|----------------------------|--|
| Consolidated financial statements | | | | | | | | | | | | | | |
| | issued and paid-up share capital | Share premium | Share premium on treasury shares | Surplus from decreasing capital by writing off treasury shares | Expired warrants | Retained earnings | | | Other components of shareholders' equity | | | Treasury shares | Total shareholders' equity | |
| | | | | | | Appropriated | | Unappropriated | Revaluation surplus | Gain on investment in equity instruments measured at fair value through other comprehensive income | Share of other comprehensive income (expense) of associates | | | Total other components of shareholders' equity |
| | | | | | | Legal reserve | Treasury shares reserve | | | | | | | |
| Note | 1,100,006 | 45,016 | 204,339 | 40,122 | 27,498 | | 126,470 | 1,897,462 | 880 | 124,615 | - | 125,495 | (151,003) | 3,566,408 |
| Beginning balance as at January 1, 2020, | | | | | | | | | | | | | | |
| Treasury shares | 25 | - | - | - | - | - | - | - | - | - | - | - | (130,183) | (130,183) |
| Treasury shares reserved | 25 | - | - | - | - | - | - | (130,183) | - | - | - | - | - | - |
| Legal reserve | 29 | - | - | - | - | - | 11,030 | (11,030) | - | - | - | - | - | - |
| Dividend payment | 29 | - | - | - | - | - | - | (136,498) | - | - | - | - | - | (136,498) |
| Total comprehensive income (expense) for the period | | | | | | | | | | | | | | |
| Profit for the period | | - | - | - | - | - | - | 217,655 | - | - | - | - | - | 217,655 |
| Other comprehensive income (expense) for the period, net of tax | | - | - | - | - | - | - | - | - | (63,240) | - | (63,240) | - | (63,240) |
| Ending balance as at December 31, 2020 | | 1,100,006 | 45,016 | 204,339 | 40,122 | 27,498 | 137,500 | 1,837,406 | 880 | 61,375 | - | 62,255 | (281,186) | 3,454,142 |
| Treasury shares | 25 | - | - | - | - | - | - | - | - | - | - | - | (9,130) | (9,130) |
| Treasury shares reserved | 25 | - | - | - | - | - | - | (9,130) | - | - | - | - | - | - |
| Dividend payment | 29 | - | - | - | - | - | - | (169,951) | - | - | - | - | - | (169,951) |
| Total comprehensive income (expense) for the period | | | | | | | | | | | | | | |
| Profit for the period | | - | - | - | - | - | - | 233,527 | - | - | - | - | - | 233,527 |
| Other comprehensive income (expense) for the period, net of tax | | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Ending balance as at December 31, 2021 | | 1,100,006 | 45,016 | 204,339 | 40,122 | 27,498 | 137,500 | 1,891,852 | 880 | 78,715 | - | 17,340 | (290,316) | 3,525,928 |

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

SUSCO PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (CONT.)
FOR THE YEAR ENDED DECEMBER 31, 2021

| Thousand Baht | | | | | | | | | | | | | |
|--|------|-----------------------------------|---------------|----------------------------------|--|------------------|-------------------|---------------|----------------|--|---------------------|-----------------|----------------------------|
| Separate financial statements | | | | | | | | | | | | | |
| | Note | issued and paid-up shares capital | Share premium | Share premium on treasury shares | Surplus from decreasing share capital by writing off treasury shares | Expired warrants | Retained earnings | | Unappropriated | Other components of shareholders' equity | | Treasury shares | Total shareholders' equity |
| | | | | | | | Appropriated | Legal reserve | | Treasury shares reserve | Revaluation surplus | | |
| Beginning balance as at January 1, 2020 | | 1,100,006 | 45,016 | 204,339 | 40,122 | 27,498 | 126,470 | 151,003 | 833,533 | 880 | | (151,003) | 2,377,864 |
| Treasury shares | 25 | - | - | - | - | - | - | - | - | - | | (130,183) | (130,183) |
| Treasury shares reserved | 25 | - | - | - | - | - | - | 130,183 | (130,183) | - | | - | - |
| Legal reserve | 29 | - | - | - | - | - | 11,030 | - | (11,030) | - | | - | - |
| Dividend payment | 29 | - | - | - | - | - | - | - | (136,498) | - | | - | (136,498) |
| Total comprehensive income (expenses) for the period | | - | - | - | - | - | - | - | 253,320 | - | | - | 253,320 |
| Profit for the period | | - | - | - | - | - | - | - | - | - | | - | - |
| Ending balance as at December 31, 2020 | | 1,100,006 | 45,016 | 204,339 | 40,122 | 27,498 | 137,500 | 281,186 | 809,142 | 880 | | (281,186) | 2,364,503 |
| Treasury shares | 25 | - | - | - | - | - | - | - | - | - | | (9,130) | (9,130) |
| Treasury shares reserved | 25 | - | - | - | - | - | - | 9,130 | (9,130) | - | | - | - |
| Dividend payment | 29 | - | - | - | - | - | - | - | (169,951) | - | | - | (169,951) |
| Total comprehensive income (expenses) for the period | | - | - | - | - | - | - | - | 265,192 | - | | - | 265,192 |
| Profit for the period | | - | - | - | - | - | - | - | - | - | | - | - |
| Ending balance as at December 31, 2021 | | 1,100,006 | 45,016 | 204,339 | 40,122 | 27,498 | 137,500 | 290,316 | 895,253 | 880 | | (290,316) | 2,450,614 |

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

SUSCO PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED DECEMBER 31, 2021

| | Thousand Baht | | | |
|---|-----------------------------------|-----------|-------------------------------|-----------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Cash flows from operating activities | | | | |
| Profit for the year | 233,527 | 217,655 | 265,192 | 253,320 |
| Reconciliations of profit for the period to cash provided by (used in) operating activities: | | | | |
| Depreciation | 359,758 | 341,434 | 324,260 | 297,881 |
| Amortization | 10,302 | 11,032 | 3,488 | 3,526 |
| Bad debt and doubtful debts (reversal) | 1,031 | 31,487 | 957 | 7,621 |
| (Gain) Loss on inventories devaluation | (24,339) | 16,030 | (14,406) | 9,293 |
| Loss on impairment of assets (reversal) | (6,994) | (17,917) | (2,220) | (3,584) |
| Loss on impairment of investment in associate | - | - | 12,053 | 3,993 |
| (Gain) loss on disposal of assets | (44,270) | 2,545 | (40,402) | (1,284) |
| Dividend income | (2,077) | (13,040) | (123,129) | (122,972) |
| Unrealized (gain) loss on exchange rate | 932 | (579) | 932 | (579) |
| Loss on a financial assets measured at fair value through profit or loss | 6,440 | - | 6,440 | - |
| Share of loss of associates and joint venture | 12,789 | 4,586 | - | - |
| Employee benefit expense | 14,650 | 12,882 | 13,703 | 12,131 |
| Finance costs | 59,398 | 51,585 | 60,528 | 53,151 |
| Income tax expense | 64,764 | 55,488 | 38,783 | 31,673 |
| Profit provided by operating activities before changes in operating assets and liabilities | 685,911 | 713,188 | 546,179 | 544,170 |
| (Increase) decrease in operating assets | | | | |
| Trade and other current receivable | (148,149) | 251,879 | (87,353) | 5,116 |
| Inventories | (57,050) | 206,509 | (33,521) | 40,851 |
| Other current assets | (96,610) | 102,647 | (75,861) | 34,249 |
| Other non-current assets | 15,263 | 54,308 | 15,668 | 49,508 |
| Increase (decrease) in operating liabilities | | | | |
| Trade and other current payables | 441,369 | (588,087) | 310,814 | (102,341) |
| Other current liabilities | (3,097) | (2,240) | 2,667 | 4,795 |
| Provision for employee benefit | (2,272) | (5,705) | (2,109) | (5,624) |
| Other non-current liabilities | (5,897) | (22,276) | - | - |
| Cash received from operations | 829,468 | 710,223 | 676,484 | 570,724 |
| Income tax expense paid | (85,895) | (68,233) | (58,257) | (32,617) |
| Net cash provided by operating activities | 743,573 | 641,990 | 618,227 | 538,107 |

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



SUSCO PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS (CONT.)

FOR THE YEAR ENDED DECEMBER 31, 2021

| | Thousand Baht | | | |
|--|-----------------------------------|-----------|-------------------------------|-----------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Cash flows from investing activities | | | | |
| Cash payments for short-term loans to related parties | (6,500) | - | (6,500) | - |
| Cash payments for other current financial assets | (83,040) | - | (83,040) | - |
| Cash payment for associates investment | (6,074) | - | (6,074) | - |
| Cash payments for acquisition of investments in joint venture | - | (300) | - | - |
| Cash payments for acquisition of property, plant and equipment | (330,228) | (179,432) | (319,506) | (170,784) |
| Cash receipts from disposal of property, plant and equipment | 55,346 | 2,336 | 42,145 | 1,892 |
| Cash payments for acquisition of intangible assets and rights-of-use assets | (90,394) | (69,177) | (90,394) | (69,177) |
| Dividend received | 2,077 | 13,040 | 123,129 | 122,972 |
| Net cash used in investing activities | (458,813) | (233,533) | (340,240) | (115,097) |
| Cash flows from financing activities | | | | |
| Increase (decrease) in bank overdrafts and short-term borrowings from financial institutions | 180,000 | (71,786) | 180,000 | (71,786) |
| Increase (decrease) in short-term borrowings from related parties | - | - | 30,000 | 60,000 |
| Cash receipts from long-term borrowings from financial institutions | 80,000 | 200,221 | 80,000 | 200,221 |
| Cash payments for repayment of long-term borrowings from financial institutions | (174,772) | (100,000) | (174,772) | (100,000) |
| Cash payments for repayment of lease liabilities | (117,974) | (146,038) | (148,763) | (175,493) |
| Cash payments for treasury shares | (9,130) | (122,325) | (9,130) | (122,325) |
| Dividend paid | (169,549) | (136,225) | (169,549) | (136,225) |
| Interest expense paid | (15,494) | (14,001) | (16,925) | (14,723) |
| Net cash used in financing activities | (226,919) | (390,154) | (229,139) | (360,331) |
| Net increase (decrease) in cash and cash equivalents | 57,841 | 18,303 | 48,848 | 62,679 |
| Cash and cash equivalents - beginning of year | 302,236 | 283,933 | 169,323 | 106,644 |
| Cash and cash equivalents - ending of year | 360,077 | 302,236 | 218,171 | 169,323 |
| <u>Supplemental cash flows information</u> | | | | |
| Asset acquired right-of-use assets under lease agreement | 310,546 | 296,659 | 315,534 | 316,737 |

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

SUSCO PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2021

1. GENERAL INFORMATION

1.1 Legal status and address of the Company

The Company had registered to be a limited company on September 21, 1977. The Company's status had been changed to be the public company limited and registered with the Ministry of Commerce on February 8, 1993.

The address of its registered office is as follows:

Head office is located at 139, Ratburana Road, Bangpakok, Ratburana, Bangkok, 10140, Thailand.

1.2 Nature of the Company's operations

The principal activities of SUSCO Public Company Limited and its subsidiaries are to trade fuel products as wholesalers and retailers. The fuel products of the Group are benzene, diesel oil, gasohol, natural gas, liquefied petroleum gas (LPG) and lubricants.

1.3 Major shareholders

The Company's major shareholders were the Simarojs family which owns the common shares at 22.62% of the total common shares of the Company.

1.4 Coronavirus disease 2019 pandemic

The Coronavirus disease 2019 pandemic has slowed down the economic recovery, adversely impacting most businesses and industries. This situation may affect the results of operations of business. Nevertheless, the management of the Company and its subsidiaries have continuously monitored ongoing developments and regularly assess the financial impact in respect of the valuation of assets, provisions and contingent liabilities.

2. BASIS FOR THE PREPARATION OF FINANCIAL STATEMENTS

2.1 Basis for the preparation of financial statements

The financial statements have been prepared in accordance with the accounting standards prescribed by Thai Accounts Act enunciated under the Accounting Profession Act B.E.2004 by complying with the financial reporting standards. The presentation of the financial statements has been made in compliance with the Notification of the Department of Business Development, the Ministry of Commerce, re : the financial statements presentation for public limited company, issued under the Accounting Act B.E. 2000.

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 financial statements in Thai language version.

2.2 Basis for the preparation of consolidated financial statements

2.2.1 The consolidated financial statements have included the financial statements of Susco Public Company Limited and its subsidiaries as follows;

| Company name | Type of business | Percentage of shareholding | | Country of establishment |
|---------------------------------|--|----------------------------|--------|--------------------------|
| | | % of share capital | | |
| | | 2021 | 2020 | |
| Direct shareholding | | | | |
| Siam Mongkol Oil Co., Ltd. | Trading of fuel, liquefied petroleum gas, lubricants and marts. | 99.99 | 99.99 | Thailand |
| Sirijaroenwattana Co., Ltd. | Providing management services and land for rent to natural gas for vehicles stations | 99.99 | 99.99 | Thailand |
| SUSCO Dealers Co., Ltd. | Trading of fuel and offering the right to use the trademark license | 100.00 | 100.00 | Thailand |
| Indirect shareholding | | | | |
| SUSCO Retail Property Co., Ltd. | Leasing out land and service stations | 100.00 | 100.00 | Thailand |
| SUSCO Marketing Co., Ltd. | Sale of consumer goods at the convenience store through the service station | 100.00 | 100.00 | Thailand |
| SUSCO Property Co., Ltd. | Leasing out land and service stations | 99.24 | 99.24 | Thailand |

- 2.2.2 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.
- 2.2.3 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.
- 2.2.4 The consolidated financial statements are prepared by using uniform accounting policies. So that the transaction and the others event which are the same or the similar circumstances have been used the identical policies to record those transaction.
- 2.2.5 Material balances and transactions between the Company and its subsidiary companies have been eliminated from the consolidated financial statements.
- 2.2.6 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 profit or loss and within equity in the consolidated statement of financial position.

2.3 Financial reporting standards that became effective in the current year

During the year, the Company and its subsidiaries have adopted the revised financial reporting standards and interpretations which are effective for fiscal years beginning on or after January 1, 2021. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The adoption of these financial reporting standards does not have any significant impact on the financial statements in the current year.

2.4 Financial reporting standards that become effective in the future

The Federation of Accounting Professions has issued several revised financial reporting standards and has been published in the Government Gazette, which are effective for fiscal years beginning on or after 1 January 2022. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and for some financial reporting standards, providing temporary reliefs or temporary exemptions for users.

The management of the Company and its subsidiaries have assessed that these revised standards will not have any significant impact on the financial statements in the year when they are adopted.

3. SIGNIFICANT ACCOUNTING POLICIES

3.1 Revenue and expenses recognition

Revenue from sale of goods is recognized 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.

Revenues from rendering services are recognized in profit or loss over the term of contract.

Rental income and its related services from an investment property are recognized on a straight-line basis over the term of the lease. Contingent rentals are recognized as income in the accounting period in which they are occurred. The related service income is recognized over the term of the lease.

Dividend income is recognised in profit or loss when obtain the right to receive the dividend.

Interest income is recognized in profit or loss on the period and accrual basis.

Other income and expenses are recognized in profit or loss on the accrual basis.

Revenue from customer loyalty program

The Company and its subsidiaries operate a loyalty program which allows customers to accumulate points when they purchase the Company's and its subsidiaries' products in The Company and subsidiaries. The points can then be redeemed for discounted goods in the future. These points provide a discount to customers that they would not receive without purchasing products. The promise to provide the discount to the customers is therefore a separate performance obligation.

The Company and its subsidiaries allocate the transaction price between the revenue from sales and the points on a relative fair value of such points, together with the consideration of the likelihood of redemption. Deferred income is recognized for revenue relating to the loyalty points at the time of the initial sales transactions. Revenue from loyalty points is recognized when the points are redeemed by the customer and the Company and its subsidiaries fulfill their obligation to supply awards. Revenue for points that are not expected to be redeemed is recognized in proportion to the pattern of rights exercised by customers.

3.2 Financial assets and financial liabilities

Classification and measurement of financial assets

The classification of financial assets depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

The Company and its subsidiaries classify its debt instruments in the following categories:

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

The Company and its subsidiaries reclassify debt instruments when and only when its business model for managing those assets changes.

The equity instruments held must be irrevocably classified to two measurement categories; i) at fair value through profit or loss (FVPL), or ii) at fair value through other comprehensive income (FVOCI) without recycling to profit or loss.

At initial recognition, the Company and its subsidiaries measure a financial asset at its fair value plus or minus, in the case of a financial asset not at FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

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

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

- Amortized cost: A financial assets will be measured at amortised cost when the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows. In addition, the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets is included in financial income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented in profit or loss.
- FVOCI: A financial assets will be measured at FVOCI when it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets. In addition, the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest income and related foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss and recognised on other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in the statement of comprehensive income.

- FVPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

Dividends from such investments continue to be recognised in profit or loss when the Company and its subsidiaries's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the statement of income as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Classification and measurement of financial liabilities and equity

Financial instruments issued by the Company and its subsidiaries must be classified as financial liabilities or equity securities by considering contractual obligations.

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

At initial recognition, the Company and its subsidiaries measure financial liabilities at fair value. The Company and its subsidiaries reclassify all financial liabilities as subsequently measured at amortised cost, except for derivatives.

Recognition and derecognition

The Company and its subsidiaries shall recognize a financial asset or a financial liability in its statement of financial position when, and only when, the Company and its subsidiaries become party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Company and its subsidiaries commit to purchase or sell the asset. Financial assets are derecognized when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company and its subsidiaries have transferred substantially all the risks and rewards of ownership of the financial assets.

Impairment

The Company and its subsidiaries assess on a forward-looking basis the expected credit loss associated with its debt instruments carried at amortized cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The Company and its subsidiaries apply general approach for credit-impaired consideration.

3.3 Cash and cash equivalents

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

3.4 Trade receivables

Trade receivables are recognized initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognized at its present value.

Trade and other receivables are stated at the amount expected to be collectible, The Company and its subsidiaries apply the TFRS 9 simplified approach to measuring expected credit losses which uses a simplified approach, which requires expected lifetime losses to be recognised from initial recognition of the receivables. To measure the expected credit losses, trade receivables have been grouped based on the days past due. The expected loss rates are based on the payment profiles and the corresponding historical credit losses which are adjusted to reflect the current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company and its subsidiaries have identified the GDP, the unemployment rate and the consumer price index of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors. The impairment losses are recognised in profit or loss within administrative expenses.

3.5 Inventories

Inventories are presented at the lower of cost or net realizable value, cost of inventories is calculated using the first in first out method.

The cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

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 net realizable value of inventory is estimated from the selling price in the ordinary course of business less the estimated costs to complete production and the estimated costs to complete the sale.

3.6 Derivatives and hedging activities

Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument in hedge accounting, and if so, the nature of the item being hedged. The Company and its subsidiaries designate certain derivatives as either:

- hedges of the fair value of recognised assets or liabilities or unrecognized firm commitments (fair value hedges); or
- hedges of a particular risk associated with the cash flows of recognized assets and liabilities and highly probable forecast transactions (cash flow hedges).

Derivatives that is not applied hedge accounting is classified as an asset or liability when the remaining maturity of the hedged item is more than 12 months; it is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months.

Certain derivative instruments do not qualify for hedge accounting. Changes in the fair value of any derivative instrument that does not qualify for hedge accounting are recognised immediately in profit or loss and are included in other gains (losses).

3.7 Investment

Investments in associates, subsidiaries 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.

Subsidiaries are those companies in which the Company has the power to control the financial and operating policies generally accompanying a shareholding of more than one-half of the voting rights.

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

Investments in associates, subsidiaries and joint venture are stated at cost net from allowance on impairment (if any). Loss on impairment of investment will be recognized as loss in the statement of comprehensive income in the separate financial statements and investments in associates, subsidiaries and joint venture are stated at equity in the consolidated financial statements.

3.8 Investment property

Investment properties are properties which are held to earn rental income, for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment property is stated at cost less accumulated depreciation and allowance on impairment (if any).

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, and other costs directly attributable to bringing the investment property to a working condition for its intended use and capitalised borrowing costs.

Depreciation of investment property under building for rent category is calculated by the straight-line method over the estimated useful life of the assets as follows:

| | |
|----------------|--------------|
| Building | 20 years |
| Petrol station | 3 - 25 years |
| Oil storage | 25 years |

Depreciation of investment property is included in determining income.

No depreciation is provided on land, construction in progress.

3.9 Property, plant and equipment and depreciation

Land is stated at cost.

Plant and equipment are stated at cost less accumulated depreciation and impairment loss (if any).

Cost is initially recognized upon acquisition of assets along with other direct costs attributing to acquiring such assets in the condition ready to serve the objectives, including the costs of asset demolition, removal and restoration of the asset location, which are the obligations of the company.

Allowance for impairment loss of assets will be made when there is any event or circumstance indicating that the recoverable values of these assets are less than their carrying values.

Expenditure incurred in addition, renewal or betterment are recorded add in involve fixed asset, if it is certainly probable the future economic benefits in excess of the originally assessed standard of performance of the existing asset will flow to the Group. Repair and maintenance costs are recognized as an expense when incurred.

Depreciation is calculated by cost less residual value on the straight-line method over the estimated useful life of the assets as follows:

| | |
|---|--------------|
| Building | 20 years |
| Petrol station | 3 - 25 years |
| Oil storage | 25 years |
| Electricity system | 25 years |
| Dispensing pump, operating equipment and others | 5 years |
| Furniture and fixtures | 5 years |
| Vehicles | 5 years |

The Company and its subsidiaries have reviewed the residual value and useful life of the assets every year.

The depreciation for each asset component is calculated on the separate components when each component has significant cost compared to the total cost of that asset.

Depreciation is included in determining income.

No depreciation is provided on land, construction in progress and equipment under installation.

Property, plant and equipment are written off at disposal. Gains or losses arising from sale or write-off of assets are recognized in the statement of comprehensive income.

3.10 Borrowing costs

Borrowing costs directly attributed to the acquisition or construction of an asset that necessarily takes long time to put in ready to use or available for sale state are capitalized as part of the cost of the respective asset until that asset condition is ready for its intended use. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs arising from such borrowing.

3.11 Leases

At inception of a contract, the Company and its subsidiaries 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 Company and its subsidiaries 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 recognized 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 recognized, 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 Company and its subsidiaries and payments of penalties for terminating the lease, if the lease term reflects the Company and its subsidiaries exercising the option to terminate.

In calculating the present value of lease payments, the Company and its subsidiaries 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 Company and its subsidiaries 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. Lease payments on short-term and leases of low-value assets are recognized as expense in profit and loss on a straight-line basis over the lease term.

3.12 Intangible assets

Intangible assets that are acquired by the Company and its subsidiaries have finite useful life are stated at cost less accumulated amortization and allowance on impairment (if any).

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

Amortization is calculated by cost less residual value on the straight-line method over the estimated useful life of the assets as follows:

| | |
|-------------------|---------------|
| Software licences | 5 years |
| Trademarks | Contract term |
| Oil storage | Contract term |

The Company and its subsidiaries have reviewed the residual value and useful life of the assets every year.

3.13 Impairment of assets

As at the statement of financial position date, the Company and its subsidiaries assess whether there is an indication of asset impairment. If any such indication exists, the Company and its subsidiaries will make an estimate of the asset's recoverable amount. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognized in profit or loss unless it reverses a previous revaluation credited to equity, in which case it is charged to equity.

The recoverable amount of the asset is the asset's value in use or fair value less costs to sell.

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

3.14 Interest-bearing liabilities

Interest-bearing liabilities are recognised initially at fair value less attributable transaction charges. Subsequent to initial recognition, interest-bearing liabilities are stated at amortised cost with any difference between cost and redemption value being recognised in profit or loss over the period of the borrowings on an effective interest basis.

3.15 Trade accounts payable and others payable

Trade and other accounts payable are stated at cost.

3.16 Employee benefits

Short-term employment benefits

The Company and its subsidiaries recognize salary, wage, bonus and contributions to social security fund and provided fund as expenses when incurred.

Post-employment benefits (Defined contribution plans)

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

Post-employment benefits (Defined benefit plans)

The Company and its subsidiaries have obligations in respect of the severance payments that it must pay to the employees upon retirement under the Company's and its subsidiaries' article and the labor law and other employee benefit plans. The Company and its subsidiaries treat these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is calculated based on the actuarial principles by a qualified independent actuary using the projected unit credit method. Such estimates are made based on various assumptions, including discount rate, future salary increase rate, staff turnover rate, mortality rate, and inflation rate.

Actuarial gains and losses for post-employment benefits of the employees will be recognized immediately in other comprehensive income as a part of retained earnings.

Other long-term employee benefits

The Company and its subsidiaries' net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurements are recognized in profit or loss in the period in which they arise.

Termination benefits

Termination benefits are expensed at the earlier of when the Company and its subsidiaries can no longer withdraw the offer of those benefits and when the Company and its subsidiaries recognize costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the end of the reporting period, then they are discounted.

3.17 Provisions

A provision is recognized in the statement of financial position when the Company and its subsidiaries have a present legal or constructive obligation as a result of a past event. It is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pretax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

3.18 Treasury shares

When share capital recognised as equity is repurchased, the amount of consideration paid, including directly attributable costs, is classified as treasury shares and recognised as a deduction from equity. An equal amount is appropriated from retained earnings and taken to a reserve for treasury shares within equity. When treasury shares are sold, the amount received is recognised as an increase in equity by crediting the cost of the treasury shares sold, calculated using the weighted average method, to the treasury shares account and transferring the equivalent amount back from reserve for treasury shares to retained earnings. Surpluses on the sale of treasury shares are taken directly to a separate category within equity, 'Share premium on treasury shares'. Net deficits on sale or cancellation of treasury shares are debited to retained earnings after setting off against any remaining balance of surplus on treasury shares.

3.19 Foreign currency transactions

Transactions in foreign currencies throughout the years are recorded in Baht at prevailing rates at the transaction dates. Outstanding monetary assets and liabilities denominated in foreign currencies at the statement of financial position dates are translated into Baht at the prevailing rates at those dates. Gain or loss arising from translation are credited or charged against current operations.

3.20 Income tax

Income tax comprises current income tax and deferred tax.

Current tax

The Company and its subsidiaries record income tax expense, if any, based on the amount currently payable under the Revenue Code at the income tax rates (20%) of net profit before income tax, after adding back certain expenses which are non-deductible for income tax computation purposes, and less certain transactions which are exemption or allowable from income tax.

Deferred tax

Deferred tax assets and liabilities are provided on the temporary differences between the carrying amount and the tax bases of assets and liabilities at the end of the reporting period. Changes in deferred tax assets and liabilities are recognized as deferred tax income or deferred tax expense which are recognized in the profit or loss except to the extent that it relates to items recognized directly in shareholders' equity or in other comprehensive income.

The deductible temporary differences are recognized as deferred tax assets when it is probable that the Company and its subsidiaries will have future taxable profit to be available against which the deferred tax assets can be utilized. The taxable temporary differences on all taxable items are recognized as deferred tax liabilities. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and differences relating to investments in subsidiaries and joint ventures to the extent that it is probable that they will not reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that the Company and its subsidiaries expect to apply to the period when the deferred tax assets are realised or the deferred tax liabilities are settled, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

At the end of each reporting period, the carrying amount of deferred tax assets are reviewed and reduced the value when it is probable that the Company and its subsidiaries will have no longer the future taxable profit that is sufficient to be available against which all or some parts of deferred tax assets are utilized.

Deferred tax assets and deferred tax liabilities are offset when there is the legal right to settle on a net basis and they relate to income taxes levied by the same tax authority on the same taxable entity.

3.21 Earnings per share

The Company and its subsidiaries present basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company and its subsidiaries by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for the effects of all dilutive potential ordinary shares.

3.22 Related parties

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

3.23 Fair value measurement

The Company and its subsidiaries 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.

Fair value hierarchy

Level 1- Use of quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2- Use of inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (e.g. prices) or indirectly (e.g. derived from prices).

Level 3 - Use of unobservable inputs such as estimates of future cash flows.

At the end of each reporting period, the Company and its subsidiaries determine whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

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 amounts reported in the financial statements and disclosures and actual results could differ from these estimates. Significant judgements and estimates are as follows:

Allowance for doubtful accounts

In determining an allowance for doubtful accounts, the management needs to make judgement and estimates the expected credit loss based on the payment profiles and the corresponding historical credit losses which are adjusted to reflect the current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables such as GDP, the unemployment rate and the consumer price index.

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.

Impairment of assets

The Company and its subsidiaries treat assets as impaired when they are determined that the recoverable amount is lower than the carrying amount or in assessing whether there is any indication that assets may be impaired. The determination of whether the recoverable amount lower than the carrying amount requires judgement of the management to use key assumptions underlying recoverable amounts.

Investment property, property, plant and equipment / Depreciation

In determining depreciation of investment property, property, plant and equipment, the management is required to make estimates of the useful lives and residual values of the investment property property, plant and equipment and to review the useful lives and residual values when there are any changes.

In determining the fair value disclosure of investment property, the management used the income approach supported by current and previous valuations by an independent appraiser.

Deferred tax assets

Deferred tax assets are recognized 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 recognized, based upon the likely timing and level of estimated future taxable profits.

Leases

In determining the lease term of contracts with renewal and termination options, the Company and its subsidiaries 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 Company and its subsidiaries 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.

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.

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 Company and its subsidiaries 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.

5. RELATED PARTIES

For the purposes of these financial statements, parties are considered to be related to the Company and its subsidiaries if the Company and its subsidiaries has the ability, directly or indirectly, to control or joint control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Company and its subsidiaries and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

5.1 The nature of relationship with related parties were summarized as follows:

| Related parties | Relationship |
|---------------------------------|--|
| <u>Subsidiaries</u> | |
| Siam Mongkol Oil Co., Ltd. | Major Shareholder and common director |
| Sirijaroenwattana Co., Ltd. | Major Shareholder and common director |
| SUSCO Dealers Co., Ltd. | Major Shareholder and common director |
| SUSCO Retail Property Co., Ltd. | Indirect shareholding through SUSCO Dealers Co., Ltd. and common director |
| SUSCO Marketing Co., Ltd. | Indirect shareholding through SUSCO Dealers Co., Ltd. and common director |
| SUSCO Property Co., Ltd. | Indirect shareholding through SUSCO Dealers Co., Ltd. and common director |
| <u>Associates</u> | |
| Siam Mongkol Marine Co., Ltd. | Shareholder and common director |
| Siam Thananya Marine Co., Ltd. | Indirect shareholding through Siam Mongkol Marine Co., Ltd. |
| <u>Joint venture</u> | |
| SUSCO Media Joint Venture | Indirect shareholding through SUSCO Marketing Co., Ltd. and common director |
| <u>Related company</u> | |
| Siam Truck Service Co., Ltd. | Common director |

5.2 The Company and its subsidiaries have pricing policy for transactions with related parties as follows:

| Transactions | Pricing policies |
|--------------------------------|----------------------------|
| Sales of goods | Market price |
| Purchase of goods | Market price |
| Interest income | MOR+1% |
| Rental income | Contractually agreed price |
| Management income | Contractually agreed price |
| Other income and other expense | Contractually agreed price |
| Interest expense | Contractually agreed rate |

5.3 Significant transactions with related parties for the years ended December 31, 2021 and 2020 were as follows:

| | Thousand Baht | | | |
|--|----------------------|---------------|----------------------|---------------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Subsidiaries | | | | |
| Sales of goods | - | - | 127,329 | 83,592 |
| Purchases of goods | - | - | 5,051,537 | 4,275,608 |
| Rental income | - | - | 40,229 | 48,606 |
| Management income | - | - | 40,860 | 39,996 |
| Dividend income | - | - | 121,079 | 122,972 |
| Other income | - | - | 9,423 | 8,693 |
| Other expense | - | - | 52,625 | 53,177 |
| Interest expense | - | - | 8,313 | 9,331 |
| Associates | | | | |
| Other income | 793 | 1,257 | 793 | 1,257 |
| Other expense | 2,535 | - | 2,535 | - |
| Joint venture | | | | |
| Other income | 266 | 297 | 266 | 297 |
| Other expense | 348 | 200 | 348 | 200 |
| Related parties | | | | |
| Other income | 460 | 522 | 460 | 522 |
| Other expense | 3,928 | 3,566 | 3,468 | 3,044 |
| Key management personnel | | | | |
| Key management personnel compensation | | | | |
| Short-term benefit | 66,012 | 65,913 | 63,206 | 62,770 |
| Post-employment benefits and other long-term benefits | 3,199 | 2,626 | 3,199 | 2,626 |
| | <u>69,211</u> | <u>68,539</u> | <u>66,405</u> | <u>65,396</u> |

5.4 Balances with related parties as at December 31, 2021 and 2020 were as follows:

| | Thousand Baht | | | |
|---|----------------------|-------|----------------------|-----------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| <u>Asset</u> | | | | |
| Trade accounts receivable | | | | |
| Subsidiaries | - | - | 16,392 | 8,130 |
| Total | | - | 16,392 | 8,130 |
| <u>Less allowance for credit losses</u> | - | - | - | - |
| Net | - | - | 16,392 | 8,130 |
| Other receivables | | | | |
| Subsidiaries | - | - | 1,446 | 1,002 |
| Associates | - | 8 | - | 8 |
| Related parties | 65 | 78 | 65 | 78 |
| Total | 65 | 86 | 1,511 | 1,088 |
| <u>Less allowance for credit losses</u> | - | - | - | - |
| Net | 65 | 86 | 1,511 | 1,088 |
| <u>Liabilities</u> | | | | |
| Trade accounts payable | | | | |
| Subsidiaries | - | - | 1,261,834 | 1,247,714 |
| Related parties | 3,101 | 5,735 | 3,069 | 5,701 |
| Total | 3,101 | 5,735 | 1,264,903 | 1,253,415 |
| Lease liabilities | | | | |
| Subsidiaries | - | - | 125,133 | 170,116 |
| Total | - | - | 125,133 | 170,116 |

Short-term Loans

Movements of short-term loans to related parties were as follows:

| | Thousand Baht | | | |
|--------------|-----------------------------------|------|-------------------------------|------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| At beginning | - | - | - | - |
| Increase | 14,000 | - | 14,000 | - |
| Decrease | (7,500) | - | (7,500) | - |
| At ending | 6,500 | - | 6,500 | - |

As at December 31, 2021 the Company has short-term loan in the form of 4 promissory notes with Siam Mongkol Marine Co., Ltd., an associate, in total Baht 6.5 million. NO. 1 amount of Baht 1.5 million with interest rate at 4.70 percent per annum to be due on January 31, 2022. NO. 2 amount of Baht 1.0 million. NO. 3 amount of Baht 2.5 million. NO. 4 amount of Baht 1.5 million with interest rate at 3.50 percent per annum to be due on May 30, 2022.

Short-term borrowings

Movements of short-term borrowings from related parties were as follows:

| | Thousand Baht | | | |
|--------------|-----------------------------------|------|-------------------------------|---------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| At beginning | - | - | 269,000 | 209,000 |
| Increase | - | - | 30,000 | 60,000 |
| Decrease | - | - | - | - |
| At ending | - | - | 299,000 | 269,000 |

The Company entered into short-term loan agreement with Sirijaroenwattana Co., Ltd., which is a subsidiary of the Company, amounting to Baht 44 million with interest rate at 1.25% per annum and due on demand.

The Company entered into short-term loan agreement with SUSCO Retail Property Co., Ltd., which is a subsidiary of the Company, amounting to Baht 60 million with interest rate at 1.25% per annum and due on demand.

The Company entered into short-term loan agreement with SUSCO Property Co., Ltd., which is a subsidiary of the Company, amounting to Baht 195 million with interest rate at 1.25% and due on demand.

5.5 Significant agreements with related parties

Transportation management agreement

The Company entered into transportation management agreement with Siam Truck Service Co., Ltd. for the period of 1 year commencing from October 1, 2020. The agreement can be renewable provided that both parties agree the conditions and further details of reagreement.

Management service agreements

The Company has management service agreements with the subsidiaries for the period of 1 year commencing from October 1, 2020 and September 30, 2021, whereby the Company provides advice with regard to the management and administration of the organization. The agreement can be renewable provided that both parties agree the conditions and further details of reagreement.

Rental agreement

The Company has sublease agreement for land and buildings with Siam Mongkol Oil Co., Ltd. The sublease agreement had a term and condition as agreed in the agreement.

6. CASH AND CASH EQUIVALENTS

Cash and cash equivalents consisted of:

| | Thoussnd Baht | | | |
|--------------------------------------|-----------------------------------|---------|-------------------------------|---------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Cash on hand | 44,676 | 31,573 | 42,347 | 29,348 |
| Deposits at banks - current accounts | 21,890 | 18,387 | 19,045 | 11,723 |
| Deposits at banks - savings accounts | 293,511 | 252,276 | 156,779 | 128,252 |
| Total | 360,077 | 302,236 | 218,171 | 169,323 |

7. TRADE AND OTHER CURRENT RECEIVABLE

Trade and other current receiveable consisted of:

| | Thousand Baht | | | |
|--|-----------------------------------|-----------------|-------------------------------|-----------------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Trade account receivable | | | | |
| Relate parties | - | - | 16,392 | 8,130 |
| Other parties | 517,165 | 406,417 | 291,486 | 248,965 |
| Total | 517,165 | 406,417 | 307,878 | 257,095 |
| <u>Less Allowance for credit losses</u> | <u>(40,877)</u> | <u>(43,635)</u> | <u>(13,906)</u> | <u>(16,674)</u> |
| Net | 476,288 | 362,782 | 293,972 | 240,421 |
| Other current receivable | | | | |
| Other receivables | | | | |
| - Relate parties | 65 | 86 | 1,511 | 1,088 |
| - Other parties | 117,050 | 124,736 | 29,634 | 41,956 |
| Station manager receivable | 3,424 | 3,769 | 3,357 | 3,571 |
| Advance | 355 | 548 | 311 | 502 |
| Prepaid expense | 102,544 | 96,335 | 97,231 | 87,161 |
| Advance payment for the purchase of property | 4,457 | 4,317 | 4,457 | 4,317 |
| Other | 4,750 | 3,798 | 3,800 | 2,987 |
| Total | 232,645 | 233,589 | 140,301 | 141,582 |
| <u>Less Allowance for credit losses</u> | <u>(2,627)</u> | <u>(2,845)</u> | <u>(2,627)</u> | <u>(2,845)</u> |
| Net | 230,018 | 230,744 | 137,674 | 138,737 |
| Total trade and other current receivables | 706,306 | 593,526 | 431,646 | 379,158 |

Allowance for credit losses for trade receivables is presented by the aging of trade receivable outstanding as at December 31, 2021 which can be shown as follows:

| Thousand Baht | | | | | | |
|-----------------------------------|----------------|-------------------|-----------------|------------------|-------------------|---------|
| Consolidated financial statements | | | | | | |
| | Not yet due | Up to 3 months | 3 - 6 months | 6 - 12 months | Over 12 months | Total |
| Gross carrying amount | 402,792 | 73,719 | 2,343 | 2,540 | 35,771 | 517,165 |
| Loss allowance | 99 | 219 | 2,248 | 2,540 | 35,771 | 40,877 |

| Thousand Baht | | | | | | |
|-------------------------------|----------------|-------------------|-----------------|------------------|-------------------|---------|
| Separate financial statements | | | | | | |
| | Not yet due | Up to 3 months | 3 - 6 months | 6 - 12 months | Over 12 months | Total |
| Gross carrying amount | 233,283 | 58,798 | 2,342 | 2,553 | 10,902 | 307,878 |
| Loss allowance | 81 | 197 | 173 | 2,553 | 10,902 | 13,906 |

Allowance for credit losses for trade receivables is presented by the aging of trade receivable outstanding as at December 31, 2020 which can be shown as follows:

| Thousand Baht | | | | | | |
|-----------------------------------|----------------|-------------------|-----------------|------------------|-------------------|---------|
| Consolidated financial statements | | | | | | |
| | Not yet due | Up to 3 months | 3 - 6 months | 6 - 12 months | Over 12 months | Total |
| Gross carrying amount | 286,080 | 73,183 | 4,314 | 33,458 | 9,382 | 406,417 |
| Loss allowance | 122 | 59 | 614 | 33,458 | 9,382 | 43,635 |

| Thousand Baht | | | | | | |
|-------------------------------|----------------|-------------------|-----------------|------------------|-------------------|---------|
| Separate financial statements | | | | | | |
| | Not yet due | Up to 3 months | 3 - 6 months | 6 - 12 months | Over 12 months | Total |
| Gross carrying amount | 174,189 | 62,683 | 4,314 | 9,143 | 6,766 | 257,095 |
| Loss allowance | 101 | 52 | 612 | 9,143 | 6,766 | 16,674 |

A trade accounts receivable of the company entered into business rehabilitation under the judgment of the Central Bankruptcy Court. The Group has provided an increase in allowance for impairment of such receivable to reflect the credit risk of such receivable.

Transactions with allowance for credit losses for trade receivable and other current receivables as follows :-

| | Baht | |
|---------------------------------|--------------------------------------|----------------------------------|
| | Consolidated financial statements | Separate financial statements |
| Balance as at December 31, 2020 | 46,480 | 19,519 |
| Increase (Decrease) | (2,976) | (2,986) |
| Write off | - | - |
| Balance as at December 30, 2021 | 43,504 | 16,533 |

| | Thousand Baht | | | |
|-----------|--------------------------------------|-------|----------------------------------|-------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Bad debts | 4,007 | 2,214 | 3,943 | 1,451 |

8. INVENTORIES

Inventories consisted of:

| | Thousand Baht | | | |
|--|-----------------------------------|------------|-------------------------------|------------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Finished goods - oil | 503,886 | 446,837 | 256,630 | 223,110 |
| <u>Less</u> Allowance for decline in value | (6,344) | (30,683) | (3,266) | (17,672) |
| Net | 497,542 | 416,154 | 253,364 | 205,438 |
| Inventories recognized as an expense in | | | | |
| Cost of sales of goods | | | | |
| - Cost of sales of goods | 18,574,079 | 15,204,310 | 15,253,403 | 11,120,623 |
| - Reversal of write-down | (24,339) | 16,031 | (14,406) | 9,293 |
| Net | 18,549,740 | 15,220,341 | 15,238,997 | 11,129,916 |

As at 31 December 2021 and 2020, inventories of the Company and its subsidiaries included the oil reserve, as required by law, which had been deposited at oil companies, totaling Baht 103 million and Baht 79 million, respectively. In addition, the Company and its subsidiaries had entered into contracts with another oil company to provide and store the reserve oil for the Company and its subsidiaries. Under the said contracts, the Company and its subsidiaries pays service fees as stated in the contracts.



9. OTHER CURRENT FINANCIAL ASSETS

Other current financial assets consisted of:

| | Thousand Baht | | | |
|------------------------------------|-----------------------------------|------|-------------------------------|------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Common stock - Fair value | 76,600 | - | 76,600 | - |
| Forward foreign exchange contracts | 66 | 126 | 66 | 126 |
| Total | 76,666 | 126 | 76,666 | 126 |

The Company receives dividend from financial assets - common stock for the year ended December 31, 2021 amount to Baht 2.05 million.

10. INVESTMENTS IN EQUITY INSTRUMENTS

Investments in equity instruments consisted of:

| | Thousand Baht | | | |
|---|-----------------------------------|---------|-------------------------------|------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Investment in marketable equity securities | | | | |
| Common stock | 113,070 | 113,070 | - | - |
| Add Unrealized gains on investment in equity instruments measured at fair value | 212,055 | 190,380 | - | - |
| Total | 325,125 | 303,450 | - | - |
| Other long-term investment | | | | |
| Common stock | 248 | 248 | 117 | 117 |
| Total | 325,373 | 303,698 | 117 | 117 |

The movement of in investment in marketable equity securities for the years ended December 31, 2021 and 2020, were as follows:

| | Thousand Baht | |
|-------------------------|-----------------------------------|------------|
| | Consolidated Financial Statements | |
| | 2021 | 2020 |
| Beginning book value | 303,450 | 382,500 |
| Purchase of investments | - | - |
| Sale of investments | - | - |
| Changes in fair value | 21,675 | (79,050) * |
| Ending book value | 325,125 | 303,450 |

* Resulting from changes in the fair value of Bangkok Aviation Fuel Service Public Company Limited (BAFS). As at December 31, 2020, its price was Baht 23.80 per share and changed to be Baht 25.50 per share as at December 31, 2021.

Other long-term investments consisted of:

| Company's name | Thousand Baht | | | | | |
|----------------------------------|--------------------------------|------|-----------------------------------|------|-------------------------------|------|
| | Percentage of shareholding (%) | | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 |
| Khao Kheow Country Club Co.,Ltd. | 0.84 | 0.84 | 45 | 45 | 45 | 45 |
| L.P.Land Co.,Ltd. | 0.10 | 0.10 | 72 | 72 | 72 | 72 |
| Thai Petroleum Pipeline Co.,Ltd. | - | - | 131 | 131 | - | - |
| Total | | | 248 | 248 | 117 | 117 |

Dividend received from investments in marketable equity for the years ended December 31, 2021 and 2020 amount to Baht 2.08 million and Baht 13.04 million, respectively.

11. INVESTMENT IN ASSOCIATES

Investment in associates consisted of:

| | Type of business | Paid-up capital (Thousand Baht) | Percentage of shareholding (%) | | Thousand Baht | | | |
|---|--------------------------------|------------------------------------|--------------------------------|-------|-----------------------------------|--------|-------------------------------|----------|
| | | | 2021 | 2020 | Consolidated financial statements | | Separate financial statements | |
| | | | | | Equity Method | | Cost Method | |
| | | | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 |
| <u>Associates</u> | | | | | | | | |
| Siam Mongkol Marine Co., Ltd | marine transportation services | 39,575 | 30.70 | 18.69 | 4,179 | 10,158 | 53,771 | 53,771 |
| <u>Add Purchase investment</u> | | | | | - | - | 6,074 | - |
| Total | | | | | 4,179 | 10,158 | 59,845 | 53,771 |
| <u>Less Allowance for impairment of investments</u> | | | | | - | - | (55,666) | (43,613) |
| Net | | | | | 4,179 | 10,158 | 4,179 | 10,158 |

Share of profit (loss) of investment in associates and dividend income for the year ended December 31, 2021 and 2020 were as follows:

| | Thousand Baht | | | |
|---|-----------------------------------|---------|-------------------------------|------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| <u>Siam Mongkol Marine Co., Ltd.</u> | | | | |
| Share of profit (loss) | (12,053) | (3,993) | - | - |
| Share of other comprehensive income (expense) | - | - | - | - |



Siam Mongkol Marine Co., Ltd. reduced the previous registered capital Baht 130 million to registered capital of Baht 32.50 million. The resolution is to increase the capital Baht 32.50 million. This is to allocate ordinary share capital increase Baht 3.25 million at the par value Baht 10 per share. The right is offered to existing shareholder to increase the capital by the proportion held by the shareholder or to grant existing shareholder the right that exceeds the proportion eligible to buy if waived by other shareholders.

At the meeting of the company No.6/2021 on June 24, 2021, it had a resolution for the company to increase capital in Siam Mongkol Marine Co.,Ltd. in accordance with the former shareholding of the company at 18.69 percent or 607,450 shares in the amount of Baht 6.07 million. The Company has paid such shares on July 15, 2021.

However, existing shareholders not fully bought this shares increase resulting in Siam Mongkol Marine Co., Ltd. to register capital increase with shares additionally purchased. The new registered share is Baht 39.57 million divided into ordinary shares Baht 3.96 million at the par value Baht 10 per share. From such capital increase, the Company holds 1.21 million shares or shareholding 30.70 percent.

Summarized financial information in respect of Siam Mongkol Marine Co., Ltd. (Associated company) of the material associate;

| | Thousand Baht | |
|--|---------------|----------|
| | 2021 | 2020 |
| Current assets | 10,023 | 11,336 |
| Non-current assets | 152,807 | 172,955 |
| Current liabilities | (43,782) | (64,418) |
| Non-current liabilities | (107,321) | (65,523) |
| Revenue | 105,858 | 106,871 |
| Loss for the year | (49,696) | (21,365) |
| Other comprehensive income (loss) for the year | - | - |
| Total comprehensive income for the year | (49,696) | (21,365) |

Reconciliation of the above summarized financial information to the carrying amount of the interest in Siam Mongkol Marine Co., Ltd. recognized in the consolidated financial statements;

| | Baht | |
|---------------------------------|--------|--------|
| | 2021 | 2020 |
| Net assets | 11,727 | 54,350 |
| Proportion of the interest (%) | 30.70 | 18.69 |
| Carrying amount of the interest | 4,179 | 10,158 |

12. INVESTMENT IN SUBSIDIARIES

Investment in subsidiaries consisted of:

| Subsidiaries (direct shareholding) | Paid-up capital (Million Baht) | Percentage of shareholding (%) | | Thousand Baht | | | |
|------------------------------------|-----------------------------------|--------------------------------|--------|-------------------------------|-----------|---------------------------------|---------|
| | | | | Separate financial statements | | Dividend income | |
| | | | | Cost method | | For the year ended December 31, | |
| | | | | 2021 | 2020 | 2021 | 2020 |
| Siam Mongkol Oil Co., Ltd. | 48 | 99.99 | 99.99 | 47,999 | 47,999 | - | - |
| Sirijaroenwattana Co., Ltd. | 120 | 99.99 | 99.99 | 120,000 | 120,000 | - | - |
| SUSCO Dealers Co., Ltd. | 2,364.83 | 100.00 | 100.00 | 1,754,270 | 1,754,270 | 121,079 | 122,972 |
| Total | | | | 1,922,269 | 1,922,269 | 121,079 | 122,972 |

The summary of financial information represents the amounts of subsidiaries before intragroup eliminations as follows :

| | Thousand Baht | | | | | |
|--------------------------------------|----------------------------|-----------------------------|-------------------------|----------------------------|-----------------------------|-------------------------|
| | 2021 | | | 2020 | | |
| | Siam Mongkol Oil Co., Ltd. | Sirijaroenwattana Co., Ltd. | SUSCO Dealers Co., Ltd. | Siam Mongkol Oil Co., Ltd. | Sirijaroenwattana Co., Ltd. | SUSCO Dealers Co., Ltd. |
| Current assets | 45,518 | 52,068 | 2,207,238 | 49,006 | 55,288 | 2,023,737 |
| Non-current assets | 14,628 | 1,269 | 1,096,132 | 19,388 | 1,178 | 1,116,577 |
| Total assets | 60,146 | 53,337 | 3,303,370 | 68,394 | 56,466 | 3,140,314 |
| Current liabilities | 39,308 | 766 | 461,326 | 44,406 | 1,149 | 307,738 |
| Non-current liabilities | 1,621 | 912 | 74,045 | 1,240 | 865 | 74,761 |
| Total liabilities | 40,929 | 1,678 | 535,371 | 45,646 | 2,014 | 382,499 |
| Net assets | 19,217 | 51,659 | 2,767,999 | 22,748 | 54,452 | 2,757,815 |
| Revenue | 2,146,303 | 13,773 | 6,719,324 | 1,658,735 | 21,323 | 7,186,046 |
| Net cash flows provided by (used in) | | | | | | |
| operating activities | (5,001) | (868) | 165,130 | 30,016 | (1,772) | 108,593 |
| Net cash flows provided by (used in) | | | | | | |
| investing activities | 2,244 | (1) | (29,123) | 98 | (3) | (25,558) |
| Net cash flows provided by (used in) | | | | | | |
| financing activities | (390) | - | (122,998) | (30,644) | - | (125,106) |
| Net cash increase (decrease) | (3,147) | (869) | 13,009 | (530) | (1,775) | (42,071) |

13. INVESTMENT IN JOINT VENTURES

Investment in joint ventures consisted of:

| | | | | | Thousand Baht | | | |
|---------------------------|---------------------|--------------------------------|-------|-------|-----------------------------------|-------|-------------------------------|------|
| | | | | | Consolidated financial statements | | Separate financial statements | |
| Type of business | Paid-up capital | Percentage of shareholding (%) | | | Equity Method | | Cost Method | |
| | (Thousand Baht) | 2021 | 2020 | | 2021 | 2020 | 2021 | 2020 |
| | | | | | | | | |
| <u>Joint ventures</u> | | | | | | | | |
| SUSCO Midia Joint Venture | Advertising service | 4,600 | 50.00 | 50.00 | 871 | 1,607 | - | - |
| | | | | | 871 | 1,607 | - | - |

Share of profit (loss) of investment in joint venture and dividend income for the year ended December 31, 2021 and 2020 were as follows:

| | | | | | Thousand Baht | | | |
|----------------------------------|--|--|--|--|-----------------------------------|-------|-------------------------------|------|
| | | | | | Consolidated financial statements | | Separate financial statements | |
| | | | | | 2021 | 2020 | 2021 | 2020 |
| <u>SUSCO Midia Joint Venture</u> | | | | | | | | |
| Share of profit (loss) | | | | | (736) | (593) | - | - |

Summarized financial information in respect of SUSCO Midia Joint Venture (Joint Venture) of the material associate;

| | | | Thousand Baht | |
|---------------------|--|--|---------------|---------|
| | | | 2021 | 2020 |
| Current assets | | | 441 | 373 |
| Non-current assets | | | 1,479 | 2,879 |
| Current liabilities | | | (177) | (37) |
| Revenue | | | 240 | 813 |
| Loss for the year | | | (1,471) | (1,186) |

Reconciliation of the above summarized financial information to the carrying amount of the interest in SUSCO Midia Joint Venture recognized in the consolidated financial statements;

| | | | Baht | |
|---------------------------------|--|--|-------|-------|
| | | | 2021 | 2020 |
| Net assets | | | 1,743 | 3,215 |
| Proportion of the interest (%) | | | 50 | 50 |
| Carrying amount of the interest | | | 871 | 1,607 |

14. INVESTMENT PROPERTIES

Investment properties consisted of:

| | | Thousand Baht | | | |
|--|----------------|-----------------------------------|-----------|------------------|----------------|
| | | Consolidated financial statements | | | |
| | As at December | During the year | | | As at December |
| | 31, 2020 | Additions | Deduction | Reclassification | 31, 2021 |
| <u>At cost</u> | | | | | |
| Land | 603,802 | 332 | (6,641) | - | 597,493 |
| Building, petrol station and oil storage | 902,637 | 22,765 | (55,356) | 13,090 | 883,136 |
| Total | 1,506,439 | 23,097 | (61,997) | 13,090 | 1,480,629 |
| <u>Accumulated depreciation and impairment</u> | | | | | |
| Land | (5,557) | - | - | - | (5,557) |
| Building, petrol station and oil storage | (664,275) | (26,778) | 54,737 | - | (636,316) |
| Total | (669,832) | (26,778) | 54,737 | - | (641,873) |
| Investment properties - net | 836,607 | | | | 838,756 |

| | | Thousand Baht | | | |
|--|----------------|-----------------------------------|-----------|------------------|----------------|
| | | Consolidated financial statements | | | |
| | As at December | During the year | | | As at December |
| | 31, 2019 | Additions | Deduction | Reclassification | 31, 2020 |
| <u>At cost</u> | | | | | |
| Land | 603,802 | - | - | - | 603,802 |
| Building, petrol station and oil storage | 963,011 | 8,368 | (68,742) | - | 902,637 |
| Total | 1,566,813 | 8,368 | (68,742) | - | 1,506,439 |
| <u>Accumulated depreciation and impairment</u> | | | | | |
| Land | (5,557) | - | - | - | (5,557) |
| Building, petrol station and oil storage | (706,704) | (36,376) | 78,805 | - | (664,275) |
| Total | (712,261) | (36,376) | 78,805 | - | (669,832) |
| Investment properties - net | 854,552 | | | | 836,607 |

| | | Thousand Baht | | | |
|--|----------------|-------------------------------|-----------|------------------|----------------|
| | | Separate financial statements | | | |
| | As at December | During the year | | | As at December |
| | 31, 2020 | Additions | Deduction | Reclassification | 31, 2021 |
| <u>At cost</u> | | | | | |
| Land | - | - | - | 286,906 | 286,906 |
| Building, petrol station and oil storage | 184,125 | 15,761 | - | 13,090 | 212,976 |
| Total | 184,125 | 15,761 | - | 299,996 | 499,882 |
| <u>Accumulated depreciation and impairment</u> | | | | | |
| Land | - | - | - | (484) | (484) |
| Building, petrol station and oil storage | (113,066) | (8,907) | - | - | (121,973) |
| Total | (113,066) | (8,907) | - | (484) | (122,457) |
| Investment properties - net | 71,059 | | | | 377,425 |

| | Thousand Baht | | | |
|--|-------------------------------|-----------------|-----------|----------------|
| | Separate financial statements | | | |
| | As at December | During the year | | As at December |
| | 31, 2019 | Additions | Deduction | 31, 2020 |
| <u>At cost</u> | | | | |
| Building, petrol station and oil storage | 178,857 | - | - | 184,125 |
| Total | 178,857 | - | - | 184,125 |
| <u>Accumulated depreciation</u> | | | | |
| Building, petrol station and oil storage | (105,218) | (7,848) | - | (113,066) |
| Total | (105,218) | (7,848) | - | (113,066) |
| Investment properties - net | 73,639 | | | 71,059 |

During the year 2021, the Company sold land to third parties at the selling price net cost to sell of Baht 10.66 million. The said land has a book value of Baht 6.64 million, therefore, the Company has gain from disposal of assets in the amount of Baht 4.02 million which has been included in other income in profit or loss for the years ended December 31, 2021.

Fair value

As at December 31, 2021 and 2020, the fair value of investment properties of Baht 1,172 million and Baht 1,172 million, respectively.

Measurement of fair value - fair value hierarchy

The fair value of investment property was determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in location and category of the property being valued. The independent valuers provide the fair value of the Group's investment property portfolio on a regular basis.

The fair value measurement for investment property of Baht 1,172 million was the fair value of land for Baht 1,025 million which has been categorised as a Level 2 fair value based on the market value inputs to the valuation techniques used and the fair value of building, petrol station and oil storage for Baht 147 million based on Depreciated Replacement Value which has been categorised as a Level 3 fair value.

15. PROPERTY PLANT AND EQUIPMENT

Property plant and equipment consisted of:

| | Thousand Baht | | | | |
|--|-----------------------------------|--------------------------|-----------|----------------------|-------------------|
| | Consolidated financial statements | | | | |
| | As at | Movement during the year | | | As at |
| | December. 31, 2020 | Additions | Deduction | Transferred in (out) | December 31, 2021 |
| <u>At cost</u> | | | | | |
| Land | 1,078,227 | 326 | (1,436) | - | 1,077,117 |
| Building and petrol station | 1,259,837 | 45,286 | (17,933) | 232,904 | 1,507,003 |
| Oil storage, dispensing pump, operating | | | | | |
| Equipment, electricity system, | | | | | |
| and others | 848,652 | 47,456 | (18,113) | - | 877,995 |
| Furniture and fixture | 82,241 | 5,096 | (1,804) | 393 | 85,926 |
| Vehicles | 30,704 | 5 | (1,103) | - | 34,861 |
| Assets under construction and installation | 87,235 | 227,481 | - | (233,297) | 81,419 |
| Total | 3,386,896 | 325,650 | (40,389) | - | 3,664,321 |
| <u>Accumulated depreciation and impairment</u> | | | | | |
| Land | (30,637) | - | - | - | (30,637) |
| Building and petrol station | (885,699) | (66,057) | 14,329 | - | (937,427) |
| Oil storage, dispensing pump, operating | | | | | |
| Equipment, electricity system, | | | | | |
| and others | (696,722) | (41,680) | 16,463 | - | (721,939) |
| Furniture and fixture | (68,059) | (6,004) | 1,348 | - | (72,715) |
| Vehicles | (30,817) | (1,626) | 1,102 | - | (34,654) |
| Total | (1,711,934) | (115,367) | 33,242 | - | (1,797,372) |
| Property, plant and equipment, net | 1,674,962 | | | | 1,866,949 |

Thousand Baht

| | Consolidated financial statements | | | | | |
|--|-----------------------------------|--------------------------|-----------|----------------------|------------------|-------------------|
| | As at | Movement during the year | | | | As at |
| | December. 31, 2019 | Additions | Deduction | Transferred in (out) | Reclassification | December 31, 2020 |
| At cost | | | | | | |
| Land | 1,067,727 | 10,500 | - | - | - | 1,078,227 |
| Building and petrol station | 1,183,473 | 23,763 | (743) | 48,076 | 5,268 | 1,259,837 |
| Oil storage, dispensing pump, operating | | | | | | |
| Equipment, electricity system, | | | | | | |
| and others | 832,458 | 23,720 | (12,793) | - | 5,267 | 848,652 |
| Furniture and fixture | 79,912 | 5,088 | (3,496) | - | 737 | 82,241 |
| Vehicles | 51,600 | 33 | (4,941) | - | (15,988) | 30,704 |
| Assets under construction and installation | 16,249 | 124,330 | - | (48,076) | (5,268) | 87,235 |
| Total | 3,231,419 | 187,434 | (21,973) | - | (9,984) | 3,386,896 |
| Accumulated depreciation and impairment | | | | | | |
| Land | (30,637) | - | - | - | - | (30,637) |
| Building and petrol station | (828,826) | (57,285) | 412 | - | - | (885,699) |
| Oil storage, dispensing pump, operating | | | | | | |
| Equipment, electricity system, | | | | | | |
| and others | (662,851) | (41,517) | 12,774 | - | (5,128) | (696,722) |
| Furniture and fixture | (63,839) | (6,614) | 3,131 | - | (737) | (68,059) |
| Vehicles | (40,395) | (1,675) | 4,942 | - | 6,311 | (30,817) |
| Total | (1,626,548) | (107,091) | 21,259 | - | 446 | (1,711,934) |
| Property, plant and equipment, net | 1,604,871 | | | | | 1,674,962 |

| | Separate financial statements | | | | |
|--|-------------------------------|--------------------------|-----------|----------------------|-------------------|
| | As at | Movement during the year | | | As at |
| | December 31, 2020 | Additions | Deduction | Transferred in (out) | December 31, 2021 |
| | | | | | |
| <u>At cost</u> | | | | | |
| Land | 1,067,549 | 326 | (1,436) | - | 779,533 |
| Building and petrol station | 1,203,874 | 39,881 | (14,160) | 232,904 | 1,449,408 |
| Oil storage, dispensing pump, operating | | | | | |
| Equipment, electricity system, | | | | | |
| and others | 596,443 | 47,455 | (17,266) | - | 626,632 |
| Furniture and fixture | 74,007 | 5,066 | (605) | 393 | 78,861 |
| Vehicles | 30,762 | 5 | (591) | - | 35,431 |
| Assets under construction and installation | 87,235 | 227,481 | - | (233,297) | 81,419 |
| Total | 3,059,870 | 320,214 | (34,058) | - | 3,051,284 |
| <u>Accumulated depreciation and impairment</u> | | | | | |
| Land | (30,637) | - | - | - | (30,153) |
| Building and petrol station | (849,114) | (61,624) | 13,987 | - | (896,751) |
| Oil storage, dispensing pump, operating | | | | | |
| Equipment, electricity system, | | | | | |
| and others | (499,905) | (36,655) | 17,173 | - | (519,387) |
| Furniture and fixture | (60,175) | (5,984) | 564 | - | (65,595) |
| Vehicles | (30,656) | (1,626) | 591 | - | (35,004) |
| Total | (1,470,487) | (105,889) | 32,315 | - | (1,546,890) |
| Property, plant and equipment, net | 1,589,383 | | | | 1,504,394 |

| Thousand Baht | | | | | | |
|--|--------------------|--------------------------|-----------|----------------------|------------------|-------------------|
| Separate financial statements | | | | | | |
| | As at | Movement during the year | | | | As at |
| | December. 31, 2019 | Additions | Deduction | Transferred in (out) | Reclassification | December 31, 2020 |
| <u>At cost</u> | | | | | | |
| Land | 1,057,049 | 10,500 | - | - | - | 1,067,549 |
| Building and petrol station | 1,132,778 | 23,763 | (743) | 48,076 | - | 1,203,874 |
| Oil storage, dispensing pump, operating | | | | | | |
| Equipment, electricity system, | | | | | | |
| and others | 585,394 | 23,842 | (12,793) | - | - | 596,443 |
| Furniture and fixture | 72,417 | 5,086 | (3,496) | - | - | 74,007 |
| Vehicles | 50,845 | 33 | (4,128) | - | (15,988) | 30,762 |
| Assets under construction and installation | 16,249 | 124,330 | - | (48,076) | (5,268) | 87,235 |
| Total | 2,914,732 | 187,554 | (21,160) | - | (21,256) | 3,059,870 |
| <u>Accumulated depreciation and impairment</u> | | | | | | |
| Land | (30,637) | - | - | - | - | (30,637) |
| Building and petrol station | (795,858) | (53,668) | 412 | - | - | (849,114) |
| Oil storage, dispensing pump, operating | | | | | | |
| Equipment, electricity system, | | | | | | |
| and others | (477,465) | (35,214) | 12,774 | - | - | (499,905) |
| Furniture and fixture | (56,962) | (6,344) | 3,131 | - | - | (60,175) |
| Vehicles | (39,422) | (1,674) | 4,129 | - | 6,311 | (30,656) |
| Total | (1,400,344) | (96,900) | 20,446 | - | 6,311 | (1,470,487) |
| Property, plant and equipment, net | 1,514,388 | | | | | 1,589,383 |

During the year 2021, the Company sold land to third parties at the selling price net cost to sell of Baht 40.10 million. The said land has a book value of Baht 1.44 million, therefore, the Company has gain from disposal of assets in the amount of Baht 38.66 million which has been included in other income in profit or loss for the years ended December 31, 2021.

As at December 31, 2021 and 2020, a portion of the Company's lands with book value of Baht 583 million and Baht 649 million, respectively were pledged to as collateral for credit facilities from bank.

As at December 31, 2021 and 2020 the Company and its subsidiaries had assets which were fully depreciated but they are still in use with gross carrying amount of Baht 1,320 million and Baht 1,283 million, respectively (for the Company amounting to Baht 1,296 million and Baht 1,264 million, respectively).

16. RIGHF-OF-USE ASSETS

Right-of-use assets consisted of:

| Thousand Baht | | | | | | |
|--|--------------------|--------------------------|-----------|----------------------|------------------|-------------------|
| Consolidated financial statements | | | | | | |
| | As at | Movement during the year | | | | As at |
| | December. 31, 2020 | Additions | Deduction | Transferred in (out) | Reclassification | December 31, 2021 |
| <u>At cost</u> | | | | | | |
| Petrol station | 1,692,285 | 292,113 | (28,266) | - | - | 1,956,132 |
| Vehicles | 21,112 | 2,089 | - | - | (5,255) | 17,946 |
| Leasehold rights | 1,394,405 | 87,330 | (76,414) | - | - | 1,405,321 |
| Total | 3,107,802 | 381,532 | (104,680) | - | (5,255) | 3,379,399 |
| <u>Accumulated depreciation and impairment</u> | | | | | | |
| Petrol station | (592,438) | (149,767) | 30,869 | - | - | (711,336) |
| Vehicles | (8,840) | (2,576) | - | - | 3,313 | (8,103) |
| Leasehold rights | (869,095) | (54,962) | 76,413 | - | - | (847,644) |
| Total | (1,470,373) | (207,305) | 107,282 | - | 3,313 | (1,567,083) |
| Right-of-use assets, net | 1,637,429 | | | | | 1,812,316 |

| Thousand Baht | | | | | | |
|--|-----------------|--------------------------|-----------|----------------------|------------------|-------------------|
| Consolidated financial statements | | | | | | |
| | As at | Movement during the year | | | | As at |
| | January 1, 2020 | Additions | Deduction | Transferred in (out) | Reclassification | December 31, 2020 |
| <u>At cost</u> | | | | | | |
| Petrol station | 1,423,550 | 268,735 | - | - | - | 1,692,285 |
| Vehicles | - | 5,124 | - | - | 15,988 | 21,112 |
| Leasehold rights | 1,343,554 | 65,593 | (14,742) | - | - | 1,394,405 |
| Total | 2,767,104 | 339,452 | (14,742) | - | 15,988 | 3,107,802 |
| <u>Accumulated depreciation and impairment</u> | | | | | | |
| Petrol station | (531,269) | (123,508) | 62,339 | - | - | (592,438) |
| Vehicles | - | (2,529) | - | - | (6,311) | (8,840) |
| Leasehold rights | (815,490) | (69,357) | 15,752 | - | - | (869,095) |
| Total | (1,346,759) | (195,394) | 78,091 | - | (6,311) | (1,470,373) |
| Right-of-use assets, net | 1,420,345 | | | | | 1,637,429 |



| Thousand Baht | | | | | | |
|--|--------------------|--------------------------|-----------|----------------------|------------------|-------------------|
| Separate financial statements | | | | | | |
| | As at | Movement during the year | | | | As at |
| | December. 31, 2020 | Additions | Deduction | Transferred in (out) | Reclassification | December 31, 2021 |
| <u>At cost</u> | | | | | | |
| Petrol station | 1,563,151 | 297,172 | (28,266) | - | - | 1,832,057 |
| Vehicles | 21,112 | 2,089 | - | - | (5,255) | 17,946 |
| Leasehold rights | 565,850 | 87,330 | (69,811) | - | - | 583,369 |
| Total | 2,150,113 | 386,591 | (98,077) | - | (5,255) | 2,433,372 |
| <u>Accumulated depreciation and impairment</u> | | | | | | |
| Petrol station | (411,498) | (165,313) | 30,869 | - | - | (545,942) |
| Vehicles | (8,840) | (2,576) | - | - | 3,313 | (8,103) |
| Leasehold rights | (196,324) | (36,040) | 69,810 | - | - | (162,554) |
| Total | (616,662) | (203,929) | 100,679 | - | 3,313 | (716,599) |
| Right-of-use assets, net | 1,533,451 | | | | | 1,716,773 |

| Thousand Baht | | | | | | |
|--|-----------------|--------------------------|-----------|----------------------|------------------|-------------------|
| Separate financial statements | | | | | | |
| | As at | Movement during the year | | | | As at |
| | January 1, 2020 | Additions | Deduction | Transferred in (out) | Reclassification | December 31, 2020 |
| <u>At cost</u> | | | | | | |
| Petrol station | 1,294,869 | 268,282 | - | - | - | 1,563,151 |
| Vehicles | - | 5,124 | - | - | 15,988 | 21,112 |
| Leasehold rights | 500,257 | 65,593 | - | - | - | 565,850 |
| Total | 1,795,126 | 338,999 | - | - | 15,988 | 2,150,113 |
| <u>Accumulated depreciation and impairment</u> | | | | | | |
| Petrol station | (313,095) | (156,022) | 57,619 | - | - | (411,498) |
| Vehicles | - | (2,529) | - | - | (6,311) | (8,840) |
| Leasehold rights | (165,327) | (32,007) | 1,010 | - | - | (196,324) |
| Total | (478,422) | (190,558) | 58,629 | - | (6,311) | (616,662) |
| Right-of-use assets, net | 1,316,704 | | | | | 1,533,451 |

17. INTANGIBLE ASSETS

Intangible assets consisted of:

| Thousand Baht | | | | |
|-----------------------------------|-------------------|---------------------------|-----------|-------------------|
| Consolidated financial statements | | | | |
| | As at | Movements during the year | | As at |
| | December 31, 2020 | Additions | Deduction | December 31, 2021 |
| <u>At cost</u> | | | | |
| Software licenses | 47,661 | 3,065 | - | 50,726 |
| Trademarks | 2,250 | - | - | 2,250 |
| The right to use the trademark | 838 | - | - | 838 |
| Rights to manage gas stations | 120,000 | - | - | 120,000 |
| Total | 170,749 | 3,065 | - | 173,814 |
| <u>Accumulated amortization</u> | | | | |
| Software licenses | (40,723) | (3,492) | - | (44,215) |
| Trademarks | (2,250) | - | - | (2,250) |
| The right to use the trademark | (484) | (112) | - | (596) |
| Rights to manage gas stations | (64,744) | (6,698) | - | (71,442) |
| Total | (108,201) | (10,302) | - | (118,503) |
| Intangible assets, net | 62,548 | | | 55,311 |

| Thousand Baht | | | | |
|-----------------------------------|-------------------|---------------------------|-----------|-------------------|
| Consolidated financial statements | | | | |
| | As at | Movements during the year | | As at |
| | December 31, 2019 | Additions | Deduction | December 31, 2020 |
| <u>At cost</u> | | | | |
| Software licenses | 63,625 | 3,584 | (19,548) | 47,661 |
| Trademarks | 2,250 | - | - | 2,250 |
| The right to use the trademark | 838 | - | - | 838 |
| Rights to manage gas stations | 120,000 | - | - | 120,000 |
| Total | 186,713 | 3,584 | (19,548) | 170,749 |
| <u>Accumulated amortization</u> | | | | |
| Software licenses | (56,404) | (3,867) | 19,548 | (40,723) |
| Trademarks | (1,895) | (355) | - | (2,250) |
| The right to use the trademark | (372) | (112) | - | (484) |
| Rights to manage gas stations | (58,046) | (6,698) | - | (64,744) |
| Total | (116,717) | (11,032) | 19,548 | (108,201) |
| Intangible assets, net | 69,996 | | | 62,548 |



| | Thousand Baht | | | |
|---------------------------------|-------------------------------|---------------------------|-----------|-------------------|
| | Separate financial statements | | | |
| | As at | Movements during the year | | As at |
| | December 31, 2020 | Additions | Deduction | December 31, 2021 |
| <u>At cost</u> | | | | |
| Software licenses | 32,480 | 3,065 | - | 35,545 |
| Trademarks | 2,250 | - | - | 2,250 |
| Total | 34,730 | 3,065 | - | 37,795 |
| <u>Accumulated amortization</u> | | | | |
| Software licenses | (25,547) | (3,488) | - | (29,035) |
| Trademarks | (2,250) | - | - | (2,250) |
| Total | (27,797) | (3,488) | - | (31,285) |
| Intangible assets, net | 6,933 | | | 6,510 |

| | Thousand Baht | | | |
|---------------------------------|-------------------------------|---------------------------|-----------|-------------------|
| | Separate financial statements | | | |
| | As at | Movements during the year | | As at |
| | December 31, 2019 | Additions | Deduction | December 31, 2020 |
| <u>At cost</u> | | | | |
| Software licenses | 29,169 | 3,584 | (273) | 32,480 |
| Trademarks | 2,250 | - | - | 2,250 |
| Total | 31,419 | 3,584 | (273) | 34,730 |
| <u>Accumulated amortization</u> | | | | |
| Software licenses | (22,649) | (3,171) | 273 | (25,547) |
| Trademarks | (1,895) | (355) | - | (2,250) |
| Total | (24,544) | (3,526) | 273 | (27,797) |
| Intangible assets, net | 6,875 | | | 6,933 |

18. DEFERRED TAX ASSETS AND DEFERRED TAX LIABILITIES

Deferred tax assets and deferred tax liabilities consisted of:

| | Thousand Baht | | | |
|---|-----------------------------------|----------|-------------------------------|--------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Deferred tax assets | 49,977 | 44,442 | 40,281 | 34,296 |
| Deferred tax liabilities | (79,147) | (77,922) | (220) | (220) |
| Deferred tax assets (liabilities) - net | (29,170) | (33,480) | 40,061 | 34,076 |

Movements for the years ended December 31, 2021 and 2020 were summarized as follows:

| | Thousand Baht | | | |
|--|-----------------------------------|------------------------------------|----------------------------------|-------------------|
| | Consolidated financial statements | | | |
| | Balance as at | Revenue (expenses) during the year | | Balance as at |
| | December 31, 2020 | In profit or loss | In other comprehensive income | December 31, 2021 |
| Deferred tax assets: | | | | |
| Trade and other current payables | 9,285 | (590) | - | 8,695 |
| Investments in equity instruments | 711 | - | - | 711 |
| Right-of-use assets | 14,218 | 1,891 | - | 16,109 |
| Provisions for employee benefit | 13,583 | 4,809 | - | 18,392 |
| Total | 37,797 | 6,110 | - | 43,907 |
| Deferred tax liabilities: | | | | |
| Investments in equity instruments | (38,075) | - | (4,336) | (42,411) |
| Property, plant and equipment and investment properties | (7,523) | (960) | - | (8,483) |
| Right-of-use assets | (25,451) | 3,497 | - | (21,954) |
| Other non-current assets | (220) | - | - | (220) |
| Other payable | (8) | (1) | - | (9) |
| Total | (71,277) | 2,536 | (4,336) | (73,077) |
| Deferred tax assets (liabilities) - net | (33,480) | | | (29,170) |

| | Thousand Baht | | | | |
|---|-----------------------------------|-------------|------------------------------------|----------------------|---------------|
| | Consolidated financial statements | | | | |
| | Balance as at | The impacts | Revenue (expenses) during the year | | Balance as at |
| | December | of TFRS 16 | In profit or loss | In other | December |
| | 31, 2019 | | | comprehensive income | 31, 2020 |
| Deferred tax assets: | | | | | |
| Trade and other current payables | 2,685 | - | 6,600 | - | 9,285 |
| Investments in equity instruments | 711 | - | - | - | 711 |
| Right-of-use assets | - | 11,703 | 2,515 | - | 14,218 |
| Provisions for employee benefit | 10,291 | - | 3,292 | - | 13,583 |
| Total | 13,687 | 11,703 | 12,407 | - | 37,797 |
| Deferred tax liabilities: | | | | | |
| Investments in equity instruments | (53,885) | - | - | 15,810 | (38,075) |
| Property, plant and equipment and investment properties | (5,362) | - | (2,161) | - | (7,523) |
| Right-of-use assets | (29,054) | - | 3,603 | - | (25,451) |
| Other non-current assets | (220) | - | - | - | (220) |
| Other payable | (6) | - | (2) | - | (8) |
| Total | (88,527) | - | 1,440 | 15,810 | (71,277) |
| Deferred tax assets (liabilities) – net | (74,840) | | | | (33,480) |

| Thousand Baht | | | | |
|--|------------------------------------|------------------------------------|----------------------------------|------------------------------------|
| Separate financial statements | | | | |
| | Balance as at December 31, 2020 | Revenue (expenses) during the year | | Balance as at December 31, 2021 |
| | | In profit or loss | In other comprehensive income | |
| Deferred tax assets: | | | | |
| Trade and other account receivables | 3,904 | (597) | - | 3,307 |
| Investments in equity instruments | 711 | - | - | 711 |
| Property, plant and equipment and investment properties | 7,264 | (555) | - | 6,709 |
| Right-of-use assets | 9,255 | 4,818 | - | 14,073 |
| Employee benefit obligations | 13,162 | 2,319 | - | 15,481 |
| Total | 34,296 | 5,985 | - | 40,281 |
| Deferred tax liabilities: | | | | |
| Other non-current assets | (220) | - | - | (220) |
| Total | (220) | - | - | (220) |
| Deferred tax assets (liabilities) - net | 34,076 | | | 40,061 |

| | Thousand Baht | | | | |
|--|---------------------------------------|---------------------------|------------------------------------|----------------------------------|---------------------------------------|
| | Separate financial statements | | | | |
| | Balance as at December 31, 2019 | The impacts of TFRS 16 | Revenue (expenses) during the year | | Balance as at December 31, 2020 |
| | | | In profit or loss | In other comprehensive income | |
| Deferred tax assets: | | | | | |
| Trade and other current payables | 2,184 | - | 1,720 | - | 3,904 |
| Investments in equity instruments | 711 | - | - | - | 711 |
| Property, plant and equipment and investment properties | 7,668 | - | (404) | - | 7,264 |
| Right-of-use assets | 202 | 6,023 | 3,030 | - | 9,255 |
| Non-current provisions for employee benefit | 9,932 | - | 3,230 | - | 13,162 |
| Total | 20,697 | 6,023 | 7,576 | - | 34,296 |
| Deferred tax liabilities: | | | | | |
| Other non-current assets | (220) | - | - | - | (220) |
| Total | (220) | - | - | - | (220) |
| Deferred tax assets (liabilities) - net | 20,477 | | | | 34,076 |

As at December 31, 2021 and 2020, several subsidiaries had an accumulated loss (in tax) that was still unused of approximately Baht 47 million and Baht 59 million, respectively. The subsidiaries above did not record deferred tax assets from such loss because there was an uncertainty whether the subsidiary would have enough profit to utilize the benefits from deferred tax assets or not.

19. BANK OVERDRAFTS AND SHORT-TERM LOAN FROM FINANCIAL INSTITUTION

Bank overdrafts and short-term loan from financial institution consisted of:

| | Thousand Baht | | | |
|-----------------|----------------------|---------|----------------------|---------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Promissory note | 280,000 | 100,000 | 280,000 | 100,000 |
| Total | 280,000 | 100,000 | 280,000 | 100,000 |

As at December 31, 2021 and 2020, The Company has short-term credit facilities with a bank which consist of letter of credit and/or trust receipts and promissory note at the amount of Baht 2,291 million and Baht 3,213 million, respectively.

20. TRADE AND OTHER CURRENT PAYABLES

Trade and other current payables consisted of:

| | Thousand Baht | | | |
|---|-----------------------------------|----------------|-------------------------------|------------------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Trade payables | | | | |
| Related parties | 3,101 | 5,735 | 1,264,903 | 1,253,414 |
| Other parties | 940,944 | 545,357 | 525,159 | 270,729 |
| | 944,045 | 551,092 | 1,790,062 | 1,524,143 |
| Other current payables | | | | |
| other payables | 72,371 | 101,765 | 61,421 | 94,054 |
| advance income | 120,443 | 44,874 | 113,819 | 37,816 |
| Payable - deposit | 22,716 | 20,032 | 22,263 | 19,531 |
| Performance insurance | 27,837 | 16,476 | 27,827 | 16,470 |
| Accrued expenses | 32,359 | 35,369 | 28,736 | 31,148 |
| Other | 251 | 299 | 21 | 15 |
| | 275,977 | 218,815 | 254,087 | 199,034 |
| Total trade payable and other current payables | 1,220,022 | 769,907 | 2,044,149 | 1,723,177 |



21. LONG-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS

Long-term loans from financial institutions consisted of:

| | Thousand Baht | | | |
|-------------------------------------|-----------------------------------|----------------|-------------------------------|----------------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Beginning balance | 350,000 | 250,000 | 350,000 | 250,000 |
| Increase | 80,000 | 200,000 | 80,000 | 200,000 |
| Decrease | (176,154) | (100,000) | (176,154) | (100,000) |
| <u>Less</u> Deferred financial cost | (571) | (1,954) | (571) | (1,954) |
| Ending balance | 253,275 | 348,046 | 253,275 | 348,046 |
| <u>Less</u> Current portion | (32,201) | (114,377) | (32,201) | (114,377) |
| Long-term loans - net | <u>221,074</u> | <u>233,669</u> | <u>221,074</u> | <u>233,669</u> |

On April 10, 2020, the Company entered into a long-term loan agreement from a local financial institution with a credit line of Baht 500 million at THBFIX 6M+fixed increase ratio. The Company withdrew such amount Baht 200 million. Such loan has an objective to support retail business expansion through petrol stations. The principal repayment term is 26 periods with payment of 3 months per period and installment 1- 25 at Baht 7.69 million. Last installment is agreed to pay with the outstanding principal starting the first payment in July 2021.

On March 25, 2021, the Company has drawn up an additional loan of Baht 80 million (under the credit line of Baht 500 million) at THBFIX 6M+fixed increase ratio. Such loan has an objective to support retail business expansion through petrol stations. The principal repayment term is 26 periods with payment of 3 months per period and installment 1- 25 at Baht 3.08 million. Last installment is agreed to pay with the outstanding principal starting the first payment in January 2022.

The Company must comply with the significant conditions specified in the loan agreement, ie maintaining the debt to equity ratio (D/E Ratio) and the debt service coverage ratio as the ratio specified in the agreement.

Long-term loans are secured by land which has a collateral value of Baht 589 million.

22. LEASE LIABILITIES

The carrying amounts of lease liabilities and the movement for the years ended December 31, 2021 and 2020 are presented below.

| | บาท | | | |
|--------------------------------------|------------------------|-----------|----------------------|-----------|
| | Consolidated financial | | Separate | |
| | statements | | financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| As at January 1, | 1,069,239 | 889,733 | 1,102,162 | 931,694 |
| Increase | 310,546 | 296,659 | 315,534 | 316,737 |
| Increase from interest | 44,925 | 36,987 | 44,493 | 37,326 |
| Payment | (162,899) | (146,038) | (193,256) | (175,493) |
| Decrease from contract cancellation | - | (8,102) | - | (8,102) |
| Balance as at December 31, | 1,261,811 | 1,069,239 | 1,268,933 | 1,102,162 |
| Less Current portion within one year | (142,369) | (126,132) | (120,782) | (105,764) |
| Net | 1,119,442 | 943,107 | 1,148,151 | 996,398 |

The Company and its subsidiaries had total cash outflows for leases for year ended December 31, 2021 and 2020 in amount of Baht 117.97 million and Baht 146.04 million (separate company: Baht 148.76 million and Baht 175.49 million) and also had non-cash additions to right-of-use assets and lease liabilities of Baht 310.55 million and Baht 296.66 million (separate company: Baht 315.53 million and Baht 316.74 million) respectively.

The following are the amounts for the year ended December 31, 2021 and 2020 recognized in profit or loss:

| | Thousand Baht | | | |
|--|----------------------|---------|----------------------|---------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Depreciation of right-of-use assets | 207,305 | 195,394 | 203,929 | 190,558 |
| Interest expense on lease liabilities | 44,925 | 36,987 | 44,493 | 37,326 |
| Expenses related to short-term leases | 8,718 | 8,694 | 8,313 | 8,113 |
| Expenses related to the lease of assets low value referrals | 5,598 | 7,395 | 5,292 | 6,925 |
| Total | 266,546 | 248,470 | 262,027 | 242,922 |



23. NON-CURRENT PROVISIONS FOR EMPLOYEE BENEFITS

The statements of financial position

| | Thousand Baht | | | |
|--|----------------------|---------|----------------------|---------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Defined benefits obligation at beginning balance | 68,467 | 61,290 | 65,812 | 59,306 |
| Benefits paid by the plan | (2,272) | (5,705) | (2,109) | (5,625) |
| Current service costs and interest | 14,650 | 12,882 | 13,703 | 12,131 |
| Defined benefits obligation at ending balance | 80,845 | 68,467 | 77,406 | 65,812 |

Expense recognized in the statements of comprehensive income:

For the year ended December 31, 2021 and 2020

| | Thousand Baht | | | |
|------------------------|----------------------|--------|----------------------|--------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Current service cost | | | | |
| Service cost | 13,653 | 12,030 | 12,745 | 11,308 |
| Interest on obligation | 997 | 852 | 958 | 823 |
| Total | 14,650 | 12,882 | 13,703 | 12,131 |

Sensitivity analysis

The results of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligations as at December 31, 2021 and 2020 are summarized below:

| | Thousand Baht | | | |
|----------------------|----------------------------------|-------------|-------------------------------|-------------|
| | 2021 | | | |
| | Consolidate financial statements | | Separate financial statements | |
| | 1% increase | 1% decrease | 1% increase | 1% decrease |
| Discount rate | (6,282) | 7,092 | (5,907) | 6,650 |
| Salary increase rate | 8,828 | (7,868) | 8,320 | (7,435) |
| Turnover rate | (6,692) | 1,621 | (6,289) | 1,524 |

| Thousand Baht | | | | |
|----------------------|----------------------------------|-------------|-------------------------------|-------------|
| 2020 | | | | |
| | Consolidate financial statements | | Separate financial statements | |
| | 1% increase | 1% decrease | 1% increase | 1% decrease |
| Discount rate | (5,442) | 6,147 | (5,168) | 5,825 |
| Salary increase rate | 6,901 | (6,191) | 6,554 | (5,892) |
| Turnover rate | (5,808) | 1,472 | (5,512) | 1,394 |

Principal actuarial assumptions at the reporting date

For the years ended December 31, 2021 and 2020

| | 2021 | | 2020 | |
|------------------------|--|--|--|--|
| | Percentage | | Percentage | |
| | Consolidated | Separate | Consolidated | Separate |
| | financial statements | financial statements | financial statements | financial statements |
| Discount rate | 1.46 - 1.75 | 1.46 | 1.46 - 1.75 | 1.46 |
| Salary increase rate | 5 | 5 | 5 | 5 |
| Employee turnover rate | | | | |
| Below 31 years | 31 - 51 | 51 | 31 - 51 | 51 |
| 31 - 40 years | 22 - 32 | 30 | 22 - 32 | 30 |
| 41 - 50 years | 0 - 22 | 17 | 0 - 22 | 17 |
| Above 50 years | - | - | - | - |
| Disability rate | 5.00 of mortality rate | 5.00 of mortality rate | 5.00 of mortality rate | 5.00 of mortality rate |
| Mortality rate | 100.00 of Thai mortality table 2019 | 100.00 of Thai mortality table 2019 | 100.00 of Thai mortality table 2019 | 100.00 of Thai mortality table 2019 |

24. WARRANTS

On February 5, 2015, the Company issued warrants to purchase new ordinary shares of the Company. The details of warrants are as follows;

| | |
|---------------------------|--|
| Name of warrants | : Warrants to purchase the new ordinary shares of SUSCO Public Company Limited No.1 (SUSCO-W1) |
| Allocated to | : Existing common shareholders |
| Number of warrants issued | : 275,000,000 units |
| Offering price | : Baht 0.10 per unit |
| Number of listed warrants | : 274,977,311 units |
| Maturity | : 4 years |



| | |
|-------------------------|---|
| Exercise price | : Baht 4 per share |
| Exercise right per unit | : Warrant 1 unit to 1 ordinary share |
| Exercise period | : The holders of warrants are able to exercise the warrant on the last business day of March, June, September and December each year and the last exercise date will be on 4 February 2019. |

The Company received Baht 27.50 million from the offering of such warrants and presented such items under the shareholders' equity.

During the exercise date to February 4, 2019 (late exercise date), there were the warrant holders for 5,556 units to exercise the right to purchase 5,556 ordinary shares of the Company. Therefore, the remaining balance of unexercised warrants was 274,971,755 units or Baht 27.50 million. The Company stated the transactions of expired warrants in the shareholders' equity.

25. TREASURY SHARES

2nd time

According to the resolution of the Board of Directors Meeting No. 8/2020 on August 27, 2020, the Board of Directors passed a resolution to approve the Company to purchase the treasury share not exceeding 55 million shares or not exceeding Baht 180 million. As at December 31, 2020, the Company has 46.90 million treasury shares, with an average cost of Baht 2.78 per share, amounting to Baht 130.18 million. The remaining treasury shares of 46.90 million shares at 1 baht per share represent 4.26% of the paid-up capital of the company.

During the year 2021, the Company repurchased 3.10 million shares, with an average cost of Baht 2.95 per share, totaling Baht 9.13 million. The Company has total purchased 50 million treasury shares, equivalent to 4.55 percent of the outstanding and paid-up shares, with a total of Baht 139.31 million. Therefore, the Company, announced the suspension of share repurchase on March 12, 2021.

The Company has appropriated retained earnings to reserve for treasury shares in the amount of Baht 139.31 million. This reserve will not be paid as dividends until the treasury shares are sold or reduced paid-up capital by write off the remaining shares that can not be sold within the period of not over than 3 years, whichever is the case.

The company is able to hold 50 million treasury shares during September 2020 to March 2021 for no more than 3 years from the date of purchase or can be held until within March 2024.

1st time

According to the resolution of the Board of Directors Meeting No. 2/2019 on February 28, 2019, the Board of Directors passed a resolution to approve the Company to purchase the treasury share not exceeding 110 million shares or not exceeding Baht 325 million. As at September 30, 2019, the Company has 50.01 million treasury shares, with an average cost of Baht 3.02 per share, amounting to Baht 151.00 million. The remaining treasury shares of 50.01 million shares at 1 baht per share represent 4.55% of the paid-up capital of the company.

The Company has appropriated retained earnings to reserve for treasury shares in the amount of Baht 151 million. This reserve will not be paid as dividends until the treasury shares are sold or reduced paid-up capital by write off the remaining shares that can not be sold within the period of not over than 3 years, whichever is the case.

The company is able to hold 50.01 million treasury shares during March to September 2019 for no more than 3 years from the date of purchase or can be held until within September 2022.

26. SHARE PREMIUM

According to the provision of the Public Limited Companies Act, the Company is required to set aside share subscription monies received in excess of the par value of the shares issued to a reserve account. Share premium is not available for dividend distribution.

27. SHARE PREMIUM ON TREASURY SHARES

The share premium on treasury shares represents the accumulated surplus on sale of treasury shares, net of any deficits on sale or cancellation of treasury shares. The share premium on treasury shares is not available for dividend distribution.

28. LEGAL RESERVE

According to the provision of the Public Limited Companies Act, the Company is required to set aside as statutory reserve at least 5% of its net income after deduction accumulated deficit brought forward (if any), until the reserve reaches 10% of the registered capital. The legal reserve is not available for dividend distribution.

29. DIVIDEND

Year 2021

At the Annual Shareholder's Meeting held on April 27, 2021, the shareholders approved the dividend of the second half year of 2020 at Baht 0.09 per share, totaling Baht 90 million, which will be paid on May 13, 2021.

At the Annual Shareholder's Meeting held on August 26, 2021, the shareholders approved the interim dividend of the year of 2021 at Baht 0.08 per share, totaling Baht 80 million, which will be paid on September 23, 2021



Year 2020

At the Annual Shareholder's Meeting held on April 23, 2020, the shareholders approved the dividend of the second half year of 2019 at Baht 0.11 per share, totaling Baht 115 million, which will be paid on May 11, 2020

At the Board of Directors Meeting held on August 27, 2020, the shareholders approved the interim dividend of year of 2020 at Baht 0.02 per share, totaling Baht 21 million. Legal reserve is set aside in the amount of Baht 11.03 million, which will be paid on September 25, 2020.

30. OPERATING SEGMENT

The Company and its subsidiaries operate in a single line of business, namely the fuel and energy business. The products were sold through two main channels, wholesale and retail. Both channels has similar group of customers and products; therefore, the management considers that the Company and its subsidiaries operate in one major business segment.

The operating segment's performance is regularly reviewed by the chief operating decision maker who is the Executive Directors in order to make decisions about the allocation of resources to the segment and assess its performance. The Company and its subsidiaries assess the performance of the operating segment by using the operating profit or loss as the same basis to assess operating profit or loss in the financial statements.

Information about geographical areas

The Company and its subsidiaries' revenue from sales separated by geographical area for the years ended December 31, 2021 and 2020, were summarized as follows:

| Location | Thousand Baht | |
|----------|-----------------------------------|------------|
| | Consolidated financial statements | |
| | 2021 | 2020 |
| Thailand | 12,989,856 | 11,999,979 |
| Cambodia | 6,134,188 | 4,172,578 |
| Myanmar | 617,223 | 163,878 |
| Laos | 95,353 | 118,135 |
| China | 29,217 | 28,369 |
| Total | 19,865,837 | 16,482,939 |

Information about major customers

The Company and its subsidiaries' revenue from sales from their major customers which more than 10% of total revenue from sales for the years ended December 31, 2021 and 2020, were summarized as follows:

| Major customer | Number of customers | | Thousand Baht | |
|-----------------------|-----------------------------------|------|-----------------------------------|-----------|
| | Consolidated financial statements | | Consolidated financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Customers in Cambodia | 2 | 2 | 6,134,188 | 4,172,578 |

31. OTHER INCOME

Other income consisted of:

| | Thousand Baht | | | |
|---------------------------------------|-----------------------------------|--------|------------------------------|---------|
| | Consolidated financial statements | | Separate financial statement | |
| | 2021 | 2020 | 2021 | 2020 |
| Management fee | - | - | 40,860 | 39,996 |
| Gain on disposal of assets | 44,270 | - | 40,402 | 1,284 |
| Utilities charges | 18,593 | 17,615 | 27,650 | 25,876 |
| Reversal loss on impairment of assets | 6,994 | 17,917 | 2,220 | 3,584 |
| Gain on exchange rate | 14,537 | 8,007 | 14,537 | 8,007 |
| Through-put charge services | 11,048 | 9,700 | 11,048 | 9,700 |
| Revenue from sale of beverage | 3,965 | 5,670 | 3,965 | 5,670 |
| Transportation income | 3,314 | 3,713 | 2,857 | 3,191 |
| Interest income | 1,436 | 1,639 | 1,232 | 1,031 |
| Others | 45,424 | 34,178 | 32,898 | 22,125 |
| Total | 149,581 | 98,439 | 177,669 | 120,464 |

32. CONTRIBUTION COSTS

Contribution costs consisted of:

| | Thousand Baht | | | |
|-----------------------------------|-----------------------------------|---------|------------------------------|---------|
| | Consolidated financial statements | | Separate financial statement | |
| | 2021 | 2020 | 2021 | 2020 |
| Personnel expenses | 277,399 | 269,829 | 250,374 | 242,347 |
| Depreciation and amortization | 317,691 | 294,159 | 291,730 | 259,672 |
| Rental expenses | 8,250 | 9,979 | 7,473 | 8,888 |
| Transportation expenses | 116,863 | 104,015 | 114,476 | 101,222 |
| Utilities and facilities expenses | 60,501 | 64,949 | 57,181 | 61,205 |
| Promotion expenses | 60,165 | 43,142 | 48,706 | 39,741 |
| Maintenance expenses | 12,440 | 12,170 | 10,033 | 9,651 |
| Others | 53,614 | 65,908 | 37,924 | 42,671 |
| Total | 906,926 | 864,151 | 817,897 | 765,397 |



33. ADMINISTRATIVE EXPENSES

Administrative expense consisted of:

| | Thousand Baht | | | |
|----------------------------------|-----------------------------------|---------|------------------------------|---------|
| | Consolidated financial statements | | Separate financial statement | |
| | 2021 | 2020 | 2021 | 2020 |
| Personnel expenses | 202,412 | 193,039 | 194,755 | 183,993 |
| Depreciation and amortisation | 52,369 | 58,307 | 36,018 | 41,735 |
| Loss on disposal of assets | - | 2,545 | - | - |
| Bank charges | 20,741 | 19,252 | 20,314 | 18,828 |
| Maintenance expenses | 28,222 | 29,641 | 27,305 | 28,772 |
| Loss on impairment of investment | - | - | 12,053 | 3,993 |
| Rental expenses | 6,066 | 6,110 | 6,132 | 6,150 |
| Others | 47,813 | 61,604 | 35,781 | 33,425 |
| Total | 357,623 | 370,498 | 332,358 | 316,896 |

34. EMPLOYEE BENEFIT EXPENSE

Employee benefit expense consisted of:

| | Thousand Baht | | | |
|--------------------|-----------------------------------|---------|------------------------------|---------|
| | Consolidated financial statements | | Separate financial statement | |
| | 2021 | 2020 | 2021 | 2020 |
| Wages and salaries | 372,469 | 359,381 | 343,440 | 329,409 |
| Provident fund | 9,539 | 8,958 | 9,288 | 8,727 |
| Others | 97,803 | 94,529 | 92,401 | 88,204 |
| Total | 479,811 | 462,868 | 445,129 | 426,340 |

Provident fund

The Company established a contributory registered provident fund covering all permanent employees in accordance with the Provident Fund Act B.E.1990.

Under the provident fund plan, employees' and Company's contributions are equivalent to certain percentages of employees' basic salaries. The employees are entitled to the Company's contributions in accordance with the rules and regulations of the fund and on the length of service with the Company. The Company appointed a fund manager to manage the fund in accordance with the terms and conditions prescribed in the Provident Fund Act.

35. EXPENSES BY NATURE

Expense by nature consisted of:

| | Thousand Baht | | | |
|--|-----------------------------------|------------|------------------------------|------------|
| | Consolidated financial statements | | Separate financial statement | |
| | 2021 | 2020 | 2021 | 2020 |
| Changes in inventories of finished goods | (81,389) | 222,539 | (47,927) | 50,143 |
| Cost of sales of finished goods | 18,631,129 | 14,997,802 | 15,286,924 | 11,079,772 |
| Personal expenses | 479,811 | 462,868 | 445,129 | 426,340 |
| Depreciation and amortisation | 370,060 | 352,466 | 327,748 | 301,407 |
| Rental expenses | 21,655 | 23,041 | 13,605 | 15,038 |
| Transportation expenses | 116,863 | 104,015 | 114,476 | 101,222 |
| Utilities and facilities expenses | 68,376 | 73,809 | 63,635 | 68,390 |
| Promotion expenses | 60,165 | 43,142 | 48,706 | 39,741 |
| Maintenance expenses | 40,662 | 41,811 | 37,338 | 38,423 |
| Loss on impairment of investment | - | - | 12,053 | 3,993 |
| Others | 106,957 | 133,497 | 87,565 | 87,740 |
| Total | 19,814,289 | 16,454,990 | 16,389,252 | 12,212,209 |

36. FINANCE COSTS

Finance costs consisted of:

| | Thousand Baht | | | |
|-------------------|-----------------------------------|--------|------------------------------|--------|
| | Consolidated financial statements | | Separate financial statement | |
| | 2021 | 2020 | 2021 | 2020 |
| Interest expenses | | | | |
| Related parties | - | - | 8,313 | 9,331 |
| Other parties | 59,398 | 51,585 | 52,215 | 43,820 |
| Total | 59,398 | 51,585 | 60,528 | 53,151 |

37. TAX EXPENSE (TAX INCOME)

37.1 Major components of income tax expense (tax income) for the years ended December 31, 2021 and 2020 consisted of:

| | Thousand Baht | | | |
|--|-----------------------------------|----------|-------------------------------|---------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Income tax expense (income) shown in profit or loss : | | | | |
| Current tax expense: | | | | |
| Income tax expense for the period | 73,410 | 69,335 | 44,768 | 39,249 |
| Deferred tax expense (income): | | | | |
| Changes in temporary differences relating to the original recognition and reversal | (8,646) | (13,847) | (5,985) | (7,576) |
| Total | 64,764 | 55,488 | 38,783 | 31,673 |
| Income tax relating to components of other comprehensive income: | | | | |
| Gain (loss) on remeasuring of investment in equity instruments | 4,335 | (15,810) | - | - |
| Total | 4,335 | (15,810) | - | - |

37.2 A numerical reconciliation between tax expense (income) and the product of accounting profit multiplied by the applicable tax rate for the years ended December 31, 2021 and 2020 which were summarized as follows:

| | Thousand Baht | | | |
|---|-----------------------------------|----------|-------------------------------|----------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Accounting profit (loss) for the year | 298,291 | 273,143 | 303,975 | 284,993 |
| The applicable tax rate | 20% | 20% | 20% | 20% |
| Tax expense (income) at the applicable tax rate | 59,658 | 54,628 | 60,795 | 56,999 |
| Reconciliation items: | | | | |
| Tax effect of expenses that are not deductible in determining tax profit: | | | | |
| - Expenses not allowed as expenses in determining taxable profit | 45,851 | 45,373 | 50,732 | 45,229 |
| Tax effect of income that are not required in determining taxable profit and expenses allowed as additional in determining tax profit | (32,101) | (30,628) | (66,760) | (62,979) |
| Deferred tax expense arising from the write-down of deferred tax asset | (8,644) | (13,885) | (5,984) | (7,576) |
| Total reconciliation items | 5,106 | 860 | (22,012) | (25,326) |
| Total tax expense (income) | 64,764 | 55,488 | 38,783 | 31,673 |

37.3 A numerical reconciliation between tax average effective tax rate and the application tax rate for the years ended December 31, 2021 and 2020 were summarized as follows:

| Consolidated financial statements | | | | |
|--|-------------------------------|-----------------|-------------------------------|-----------------|
| | 2021 | | 2020 | |
| | Tax amount (Thousand Baht) | Tax rate (%) | Tax amount (Thousand Baht) | Tax rate (%) |
| Accounting profit (loss) before tax expense for the year | 298,291 | | 273,143 | |
| Tax expense (income) at the applicable tax rate | 59,658 | 20.00 | 54,628 | 20.00 |
| Reconciliation items | 5,106 | 1.71 | 860 | 0.31 |
| Tax expense (income) at the average effective tax rate | 64,764 | 21.71 | 55,488 | 20.31 |

| Separate financial statement | | | | |
|--|-------------------------------|-----------------|-------------------------------|-----------------|
| | 2021 | | 2020 | |
| | Tax amount (Thousand Baht) | Tax rate (%) | Tax amount (Thousand Baht) | Tax rate (%) |
| Accounting profit (loss) before tax expense for the year | 303,975 | | 284,993 | |
| Tax expense (income) at the applicable tax rate | 60,795 | 20.00 | 56,999 | 20.00 |
| Reconciliation items | (22,012) | (7.24) | (25,326) | (8.89) |
| Tax expense (income) at the average effective tax rate | 38,783 | 12.76 | 31,673 | 11.11 |

38. BASIC EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit for the period by the weighted average number of ordinary shares which are issued and paid-up during the year.

| For the nine-month period ended September 30, | | | | | |
|--|-------------------|-----------------------------------|-----------|-------------------------------|-----------|
| | | Consolidated financial statements | | Separate financial statements | |
| | | 2021 | 2020 | 2021 | 2020 |
| Profit for the period of parent company | (Thousand Baht) | 233,527 | 217,655 | 265,192 | 253,320 |
| Weighted average number of ordinary shares | (Thousand shares) | 1,003,100 | 1,050,000 | 1,003,100 | 1,050,000 |
| Less Treasury shares | (Thousand shares) | (3,067) | (7,139) | (3,067) | (7,139) |
| Total weighted average number of ordinary shares | (Thousand shares) | 1,000,033 | 1,042,861 | 1,000,033 | 1,042,861 |
| Basic earnings per share | (Baht per share) | 0.23 | 0.21 | 0.27 | 0.24 |



39. CLASSIFICATION AND MEASUREMENT OF FINANCIAL ASSETS AND LIABILITIES

As at December 31, 2021, the significant financial assets and financial liabilities classified and measurement were as follows:

| | Thousand Baht | | | | |
|-------------------------------------|-----------------------------------|-----------------------------|----------------|-------------------|------------------|
| | Consolidated financial statements | | | | |
| | FVPL | Fair value - Derivatives | FVOCI | Amortized cost | Total |
| <u>Financial assets</u> | | | | | |
| Cash and cash equivalents | - | - | - | 360,077 | 360,077 |
| Short-term loans | - | - | - | 6,500 | 6,500 |
| Trade and other current receivables | - | - | - | 706,306 | 706,306 |
| Other current financial assets | 76,600 | 66 | - | - | 76,666 |
| Vat refund | - | - | - | 145,628 | 145,628 |
| Other current assets | - | - | - | 3,680 | 3,680 |
| Investments in equity investments | 248 | - | 325,125 | - | 325,373 |
| Other non-current assets | - | - | - | 43,863 | 43,863 |
| | <u>76,848</u> | <u>66</u> | <u>325,125</u> | <u>1,266,054</u> | <u>1,668,093</u> |

| | Thousand Baht | | |
|--|-----------------------------------|-------------------|------------------|
| | Consolidated financial statements | | |
| | Fair value - Derivatives | Amortized cost | Total |
| <u>Financial liabilities</u> | | | |
| Bank overdrafts and short-term borrowing from financial institutions | - | 280,000 | 280,000 |
| Trade and other current payables | - | 1,220,022 | 1,220,022 |
| Other current financial liabilities | 449 | - | 449 |
| Other current liabilities | - | 30,562 | 30,562 |
| Long-term borrowing from financial institutions | - | 253,275 | 253,275 |
| Lease liabilities | - | 1,261,811 | 1,261,811 |
| Other non-current liabilities | - | 42,063 | 42,063 |
| | <u>449</u> | <u>3,087,733</u> | <u>3,088,182</u> |

| | Thousand Baht | | | | |
|-------------------------------------|-------------------------------|-----------------------------|----------|-------------------|----------------|
| | Separate financial statements | | | | |
| | FVPL | Fair value - Derivatives | FVOCI | Amortized cost | Total |
| <u>Financial assets</u> | | | | | |
| Cash and cash equivalents | - | - | - | 218,171 | 218,171 |
| Short-term loans | - | - | - | 6,500 | 6,500 |
| Trade and other current receivables | - | - | - | 431,646 | 431,646 |
| Other current financial assets | 76,600 | 66 | - | - | 76,666 |
| Vat refund | - | - | - | 118,178 | 118,178 |
| Other current assets | - | - | - | 2,519 | 2,519 |
| Investments in equity investments | 117 | - | - | - | 117 |
| Other non-current assets | - | - | - | 30,269 | 30,269 |
| | <u>76,717</u> | <u>66</u> | <u>-</u> | <u>807,283</u> | <u>884,066</u> |

| | Thousand Baht | | |
|--|-------------------------------|-------------------|------------------|
| | Separate financial statements | | |
| | Fair value - Derivatives | Amortized cost | Total |
| <u>Financial liabilities</u> | | | |
| Bank overdrafts and short-term borrowing from financial institutions | - | 280,000 | 280,000 |
| Short-term borrowing | - | 299,000 | 299,000 |
| Trade and other current payables | - | 2,044,149 | 2,044,149 |
| Other current financial liabilities | 449 | - | 449 |
| Other current liabilities | - | 26,317 | 26,317 |
| Long-term borrowing from financial institutions | - | 253,275 | 253,275 |
| Lease liabilities | - | 1,268,933 | 1,268,933 |
| | <u>449</u> | <u>4,171,674</u> | <u>4,172,123</u> |

As at December 31, 2020, the significant financial assets and financial liabilities classified and measurement were as follows:

| | Thousand Baht | | | | |
|-------------------------------------|-----------------------------------|-----------------------------|----------------|-------------------|------------------|
| | Consolidated financial statements | | | | |
| | FVPL | Fair value - Derivatives | FVOCI | Amortized cost | Total |
| <u>Financial assets</u> | | | | | |
| Cash and cash equivalents | - | - | - | 302,236 | 302,236 |
| Trade and other current receivables | - | - | - | 593,526 | 593,526 |
| Other current financial assets | - | 126 | - | - | 126 |
| Vat refund | - | - | - | 49,116 | 49,116 |
| Other current assets | - | - | - | 3,511 | 3,511 |
| Investments in equity investments | 248 | - | 303,450 | - | 303,698 |
| Other non-current assets | - | - | - | 65,225 | 65,225 |
| | <u>248</u> | <u>126</u> | <u>303,450</u> | <u>1,013,614</u> | <u>1,317,438</u> |

| | Thousand Baht | | |
|--|-----------------------------------|-------------------|------------------|
| | Consolidated financial statements | | |
| | Fair value - Derivatives | Amortized cost | Total |
| <u>Financial liabilities</u> | | | |
| Bank overdrafts and short-term borrowing from financial institutions | - | 100,000 | 100,000 |
| Trade and other current payables | - | 769,907 | 769,907 |
| Other current financial liabilities | 8 | - | 8 |
| Other current liabilities | - | 33,660 | 33,660 |
| Long-term borrowing from financial institutions | - | 348,046 | 348,046 |
| Lease liabilities | - | 1,069,239 | 1,069,239 |
| Other non-current liabilities | - | 47,959 | 47,959 |
| | <u>8</u> | <u>2,368,811</u> | <u>2,368,819</u> |



| | Thousand Baht | | | | |
|-------------------------------------|-------------------------------|-----------------------------|-------|-------------------|---------|
| | Separate financial statements | | | | |
| | FVPL | Fair value - Derivatives | FVOCI | Amortized cost | Total |
| Financial assets | | | | | |
| Cash and cash equivalents | - | - | - | 169,323 | 169,323 |
| Trade and other current receivables | - | - | - | 379,158 | 379,158 |
| Other current financial assets | - | 126 | - | - | 126 |
| Vat refund | - | - | - | 42,519 | 42,519 |
| Other current assets | - | - | - | 2,316 | 2,316 |
| Investments in equity instruments | 117 | - | - | - | 117 |
| Other non-current assets | - | - | - | 52,420 | 52,420 |
| | 117 | 126 | - | 645,736 | 645,979 |

| Thousand Baht | | | | |
|--|--|-----------------------------|-------------------|------------------|
| Separate financial statements | | | | |
| | | Fair value - Derivatives | Amortized cost | Total |
| <u>Financial liabilities</u> | | | | |
| Bank overdrafts and short-term borrowing from financial institutions | | - | 100,000 | 100,000 |
| Short-term borrowing from related parties | | - | 269,000 | 269,000 |
| Trade and other current payables | | - | 1,723,177 | 1,723,177 |
| Other current financial liabilities | | 8 | - | 8 |
| Other current liabilities | | - | 23,650 | 23,650 |
| Long-term borrowing from financial institutions | | - | 348,046 | 348,046 |
| Lease liabilities | | - | 1,102,162 | 1,102,162 |
| | | <u>8</u> | <u>3,566,035</u> | <u>3,566,043</u> |

40. FINANCIAL INSTRUMENTS

40.1 Risk management

The Company and its subsidiaries manage their financial risk exposure on financial assets and financial liabilities in the normal business by its internal management and control system, and the Company and its subsidiaries do not hold or issue derivative financial instruments for speculative or trading purposes.

40.2 Interest rate risk

The Company and its subsidiaries are exposed to interest rate risk relates primarily to its cash at banks, bank overdrafts, short-term loans and long-term. However, most of the Company's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market. However, the management believed that the future fluctuation on market interest rate would not provided significant effect to their operations and cash flows, therefore; no financial derivative was adopted to manage such risks.

As at December 31, 2021, the significant financial assets and financial liabilities classified by types of interest rates were as follows:

| Thousand Baht | | | | | |
|---|---------------|---------------|----------|-----------|---------------|
| Consolidated financial statements | | | | | |
| | Floating | Fixed | Interest | Total | Interest rate |
| | interest rate | interest rate | - free | | (% per annum) |
| <u>Financial assets</u> | | | | | |
| Cash and cash equivalents | 293,511 | - | 66,566 | 360,077 | 0.13 - 2.00 |
| Short-term loans to related parties | - | 6,500 | - | 6,500 | 3.50 - 4.70 |
| <u>Financial liabilities</u> | | | | | |
| Bank overdraft and short-term borrowing | | | | | |
| from financial institutions | - | 280,000 | - | 280,000 | 1.00 - 1.45 |
| Lease liabilities | 1,261,811 | - | - | 1,261,811 | 0.00 - 4.17 |
| Long-term borrowing | - | 253,275 | - | 253,275 | 2.46 |
| Thousand Baht | | | | | |
| Separate financial statements | | | | | |
| | Floating | Fixed | Interest | Total | Interest rate |
| | interest rate | interest rate | - free | | (% per annum) |
| <u>Financial assets</u> | | | | | |
| Cash and cash equivalents | 156,779 | - | 61,392 | 218,171 | 0.13 - 2.00 |
| Short-term loans to related parties | - | 6,500 | - | 6,500 | 3.50 - 4.70 |
| <u>Financial liabilities</u> | | | | | |
| Bank overdraft and short-term borrowing | | | | | |
| from financial institutions | - | 280,000 | - | 280,000 | 1.00 - 1.45 |
| Short-term borrowing to related parties | - | 299,000 | - | 299,000 | 1.25 |
| Lease liabilities | 1,268,933 | - | - | 1,268,933 | 0.00 - 4.17 |
| Long-term loans | - | 253,275 | - | 253,275 | 2.46 |

As at December 31, 2020, the significant financial assets and financial liabilities classified by types of interest rates were as follows:

| | Thousand Baht | | | | |
|---|-----------------------------------|---------------|----------|-----------|---------------|
| | Consolidated financial statements | | | | |
| | Floating | Fixed | Interest | Total | Interest rate |
| | interest rate | interest rate | - free | | (% per annum) |
| <u>Financial assets</u> | | | | | |
| Cash and cash equivalents | 252,276 | - | 49,960 | 302,236 | 0.13 - 1.50 |
| <u>Financial liabilities</u> | | | | | |
| Bank overdraft and short-term borrowing | | | | | |
| from financial institutions | - | 100,000 | - | 100,000 | 1.85 |
| Lease liabilities | 1,069,239 | - | - | 1,069,239 | 0.00 - 4.17 |
| Long-term borrowing | - | 348,046 | - | 348,046 | 2.50 - 3.67 |

| | Thousand Baht | | | | |
|---|-------------------------------|---------------|----------|-----------|---------------|
| | Separate financial statements | | | | |
| | Floating | Fixed | Interest | Total | Interest rate |
| | interest rate | interest rate | - free | | (% per annum) |
| <u>Financial assets</u> | | | | | |
| Cash and cash equivalents | 128,252 | - | 41,071 | 169,323 | 0.13 - 1.50 |
| <u>Financial liabilities</u> | | | | | |
| Bank overdraft and short-term borrowing | | | | | |
| from financial institutions | - | 100,000 | - | 100,000 | 1.85 |
| Short - term loan from related parties | - | 269,000 | - | 269,000 | 1.25 |
| Lease liabilities | 1,102,162 | - | - | 1,102,162 | 0.00 - 4.17 |
| Long-term borrowing | - | 348,046 | - | 348,046 | 2.50 - 3.67 |

40.3 Credit risk

The Company and its subsidiaries are exposed to credit risk primarily relating to trade accounts receivable. The management of the Company and its subsidiaries manage this risk by establishing appropriate credit control policies and procedures. Therefore, it does not expect to incur material losses from debt collection more than the amount already provided in the allowance for doubtful accounts.

40.4 Foreign currency risk

The Company and its subsidiary companies incurred risk foreign currencies exchange due to the Company and its subsidiaries had transaction of sales which were denominated in foreign currencies. the Company and its subsidiaries had hedged as they believed appropriate the foreign currencies risk using forward contract against risk on exchange rates. As of December 31, 2021, and 2020, the Company and its subsidiaries had outstanding foreign exchange contracts and constitutes foreign currencies assets which mainly due within one year as follows:

| | Thousand Baht | | | |
|--|-----------------------------------|-----------|-------------------------------|-----------|
| | Consolidated financial statements | | Separate financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Trade account receivables - US Dollars | | | | |
| Carrying amount on statement of financial position | 148,717 | 101,453 | 148,717 | 101,453 |
| Currency forwards | (119,659) | (105,595) | (119,659) | (105,595) |
| Net exposure | 29,058 | (4,142) | 29,058 | (4,142) |

Derivatives

Derivatives are forward foreign exchange contracts used for economic hedging purposes and not as speculative investments. However, derivatives do not meet the hedge accounting criteria, therefore they are classified as 'held for trading' for accounting purposes and are accounted for at fair value through profit or loss. They are presented as current assets or liabilities to the extent they are expected to be realized within 12 months after the end of the reporting period.

As at December 31, 2021 the Company had gain and loss from changes in fair value of derivatives in the amount of Baht 0.07 million and Baht 0.45 million respectively.

Foreign exchange gains (losses)

For the years ended December 31, 2021 and 2020, the aggregate net foreign exchange gains (losses) recognized in profit or loss are as follow:

| | Thousand Baht | | | |
|---|----------------------|-------|----------------------|-------|
| | Consolidated | | Separate | |
| | financial statements | | financial statements | |
| | 2021 | 2020 | 2021 | 2020 |
| Gain (loss) on exchange rates | (501) | 461 | (501) | 461 |
| Gain (loss) on exchange rates | | | | |
| - Sales | 14,968 | 7,546 | 14,968 | 7,546 |
| - Cost of sales | - | - | - | - |
| Total net gain (loss) on exchange rate recognized in profit before income tax | 14,467 | 8,007 | 14,467 | 8,007 |

40.5 Liquidity risk

The Company and its subsidiaries manages its liquidity risk by maintaining adequate level of cash and cash equivalents to support the Company's and its subsidiaries' operations as well as securing short-term credit facilities from financial institutions for reserve as necessary and to reduce the impact of fluctuations in cash flow.

40.6 FINANCIAL INSTRUMENTS

As at December 31, 2021, the Company and its subsidiaries had the following assets that were measured at fair value using different levels of inputs as follows:

| Asset | Carrying amount | Thousand Baht | | | |
|---|--------------------|-----------------------------------|---------|---------|---------|
| | | Consolidated financial statements | | | |
| | | Fair Value | | | |
| | | Level 1 | Level 2 | Level 3 | Total |
| Other current financial assets | 76,600 | 76,600 | - | - | 76,600 |
| Available-for-sale investment-equity securities | 325,125 | 325,125 | - | - | 325,125 |
| Forward foreign exchange contracts | - | - | 119,275 | - | 119,275 |

| Asset | Carrying amount | Thousand Baht | | | |
|------------------------------------|--------------------|-------------------------------|---------|---------|---------|
| | | Separate financial statements | | | |
| | | Fair Value | | | |
| | | Level 1 | Level 2 | Level 3 | Total |
| Other current financial assets | 76,600 | 76,600 | - | - | 76,600 |
| Forward foreign exchange contracts | - | - | 119,275 | - | 119,275 |

As at December 31, 2020, the Company and its subsidiaries had the following assets that were measured at fair value using different levels of inputs as follows:

| Asset | Carrying amount | Thousand Baht | | | |
|---|--------------------|-----------------------------------|---------|---------|---------|
| | | Consolidated financial statements | | | |
| | | Fair Value | | | |
| | | Level 1 | Level 2 | Level 3 | Total |
| Available-for-sale investment-equity securities | 303,450 | 303,450 | - | - | 303,450 |
| Forward foreign exchange contracts | - | - | 105,595 | - | 105,595 |

| Asset | Carrying amount | Thousand Baht | | | |
|------------------------------------|--------------------|-------------------------------|---------|---------|---------|
| | | Separate financial statements | | | |
| | | Fair Value | | | |
| | | Level 1 | Level 2 | Level 3 | Total |
| Forward foreign exchange contracts | - | - | 105,595 | - | 105,595 |

During the year, there were no change in the classification of financial assets.

The fair values of equity securities available for sale are based on the net asset value as of the reporting date

Level 2 fair values for simple over-the-counter derivative financial instruments are based on broker quotes. Those quotes are tested for reasonableness by discounting expected future cash flows using market interest rate for a similar instrument at the measurement date. Fair values reflect the credit risk of the instrument and include adjustments to take account of the credit risk of the Company and its subsidiaries and counterparty when appropriate.

41. CAPITAL MANAGEMENT

The primary objective of capital management of the Company and its subsidiaries is to ensure that it has an appropriate financial structure and preserves the ability to continue its business as a going concern. According to the statement of financial position as at December 31, 2021, the Company and its subsidiaries's debt-to-equity ratio was 0.93 : 1 (as at December 31, 2020 was 0.74 : 1) and the Company's was 1.74 : 1 (as at December 31, 2020 was 1.55 : 1)

42. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Changes in the liabilities arising from financing activities for the years ended December 31, 2021 and 2020 are as follows:

| | Thousand Baht | | | |
|--|-------------------------------------|---------------------------------------|---|---------------------------------------|
| | Consolidated financial statements | | | |
| | 2021 | | | |
| | Balance as at January 1, 2021 | Cash flows Increase (decrease)* | Non-cash transaction Increase Translation on exchange rate | Balance as at December 31, 2021 |
| Bank overdrafts and Short-term borrowing from financial institutions | 100,000 | 180,000 | - | 280,000 |
| Long-term borrowing from financial institutions | 348,046 | (94,771) | - | 253,275 |
| Lease liabilities | 1,069,239 | (117,974) | 310,546 | 1,261,811 |
| Total | 1,517,285 | (32,745) | 310,546 | 1,795,086 |

| | Thousand Baht | | | | |
|---|-------------------------------|-------------|----------------------|----------------|---------------|
| | Separate financial statements | | | | |
| | 2021 | | | | |
| | Balance as at | Cash flows | Non-cash transaction | | Balance as at |
| | January 1, | Increase | Increase | Translation on | December 31, |
| | 2021 | (decrease)* | | exchange rate | 2021 |
| Bank overdrafts and Short-term borrowing from | | | | | |
| financial institutions | 100,000 | 180,000 | - | - | 280,000 |
| Short-term borrowing from related parties | 269,000 | 30,000 | - | - | 299,000 |
| Long-term borrowing from financial institutions | 348,046 | (94,771) | - | - | 253,275 |
| Lease liabilities | 1,102,162 | (148,763) | 315,534 | - | 1,268,933 |
| Total | 1,819,208 | (33,534) | 315,534 | - | 2,101,208 |

| | Thousand Baht | | | | |
|--|-----------------------------------|-------------|----------------------|----------------|---------------|
| | Consolidated financial statements | | | | |
| | 2020 | | | | |
| | Balance as at | Cash flows | Non-cash transaction | | Balance as at |
| | January 1, | Increase | Increase | Translation on | December 31, |
| | 2020 | (decrease)* | | exchange rate | 2020 |
| Bank overdrafts and Short-term borrowing from financial institutions | 171,786 | (71,786) | - | - | 100,000 |
| Long-term borrowing from financial institutions | 247,825 | 100,221 | - | - | 348,046 |
| Lease liabilities | 7,521 | (146,038) | 1,207,756 | - | 1,069,239 |
| Total | 427,132 | (117,603) | 1,207,756 | - | 1,517,285 |

| | Thousand Baht | | | | |
|---|-------------------------------|-------------|----------------------|----------------|---------------|
| | Separate financial statements | | | | |
| | 2020 | | | | |
| | Balance as at | Cash flows | Non-cash transaction | | Balance as at |
| | January 1, | Increase | Increase | Translation on | December 31, |
| | 2020 | (decrease)* | | exchange rate | 2020 |
| Bank overdrafts and Short-term borrowing from | | | | | |
| financial institutions | 171,786 | (71,786) | - | - | 100,000 |
| Short-term borrowing from related parties | 209,000 | 60,000 | - | - | 269,000 |
| Long-term borrowing from financial institutions | 247,825 | 100,221 | - | - | 348,046 |
| Lease liabilities | 7,521 | (175,493) | 1,270,134 | - | 1,102,162 |
| Total | 636,132 | (87,058) | 1,270,134 | - | 1,819,208 |

* Financing cash flows included net proceed and repayment cash transactions in the statement of cash flows.

43. COMMITMENTS AND CONTINGENT LIABILITIES

43.1 Significant Agreements

Aviation Fuels Sale Agreements

As at December 31, 2021, a subsidiary, SUSCO Dealers Co., Ltd., had Aviation Fuels Sale Agreements with several Airlines. SUSCO Dealers Co., Ltd. has commitments to sell aviation fuels at quantity and price as specified in the agreements. Selling prices are determined based on oil price in Singapore market and fixed margin per unit as agreed. The agreements are for the period between 1 - 2 years, commencing from the date specified in the agreements.

Oil hedging contracts

As at December 31, 2021, the Company had no obligations on the forward oil price contracts. However, the Company still pledges its Bank Deposit Book with a local bank as collateral for future forward oil price contracts.

Forward foreign exchange contracts

As at December 31 2021, the Company had forward exchange contracts with financial institutions totaling U.S. Dollar 3.57 million (equal to Baht 119.66 million) with maturity date in January 2021.

Construction contracts

As at December 31 2021, the Company had obligation on construction contracts of petrol station in the amount of Baht 39.08 million. The such agreement did not specify payment date but divided the installments depending on completion of work according the agreement. Payment will be controlled by agreement to withdraw from engineering department.

Marketing assistance program agreement

As at December 31 2021, the Company had commitment under the marketing assistance program agreement with a company which it has to purchase oil at the minimum amount (litre) as specified by the agreement. Such agreement has a term of 10 years.

43.2 Letter of guarantee from banks

As at December 31 2021, the Company and its subsidiaries had contingent liabilities for the letter of guarantees issued by the bank in the total amount of Baht 1,705.49 million. (for the Company amount of Baht 1,704.82 million).

44. APPROVAL OF THE FINANCIAL STATEMENTS

These financial statements were authorised for issue by the Company's board of directors on February 22, 2022.



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