



บริษัท เอ็นเอฟซี จำกัด (มหาชน)  
**รายงานประจำปี 2563**

**One Report 2021**



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Enclosure 1	Details of Directors, Executives, Persons with Controlling Authority Person assigned the highest responsibility in accounting and finance Persons assigned to be directly responsible for overseeing bookkeeping Company secretary and coordinating agent in case of foreign company
Enclosure 2	Details of the directors of the subsidiaries
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Enclosure 6	Audit Committee Report

## **Messages from the Chairman**



NFC Public Company Limited's business in 2021 under the situation of the outbreak of New Coronavirus 2019 (COVID-19) has effect to the economy, society of the country and the world, The Company still emphasizes on the business of distributing chemicals, warehouse services, logistics and liquid warehouse services, including berth services and implemented a long-term business policy and plan to develop businesses that have potential to continuously increase the value of the businesses by focusing on improvement of existing assets for maximum benefits and reducing any unnecessary burdens from operations, investing in new projects that raise the value of the organization, As can be seen from NFCT Company Limited ("NFCT"), a subsidiary company which is 100 percent owned by the Company, invested in tanks for fuel oil storage project ("Project"), to provide liquid storage for oil storage and logistic services in transportation of oil through pipelines for the Shell Company of Thailand Limited. Currently, the Project is under construction as according to the plan, At the end of 2021 the progress is more than 70% and which is expected to be open for service in the 4<sup>th</sup> quarter of 2021

Furthermore, In 2021 NFCW Company limited ("NFCW") a subsidiary which is 100 percent by the Company, invested in area development to support and service for the operators of structure assembly and pipe system yare, and the operators of dismantling/cutting yard for the conveying pipe part of oil rig project ("Project"), located in the general industrial zone, no.2 I-2 Road, Map Ta Phut Industrial Estate, Map Ta Phut Sub-district, Mueang Rayong District, Rayong Province, on the leased land according to the industrial land lease agreement from Map Ta Phut Industrial Estate for a lease period 30 years to provide area development service for customers who want to use area behind the port, operators of structure assembly and pipe system yard, and the operators of dismantling/cutting yard for the conveying pipe part of oil rig project with full facilities. In this regard, the Company applies feasibility study tools to assess any projects before investing which will help to control and limit the risk to an acceptable level.

In the company's point of view, the situation of the outbreak of New Coronavirus 2019 (COVID-19) especially the new outbreaks in country while increasing number of infected people will continue impact on the economy of the country and it will inevitably impact on the Company's future business operations. However, The Board of Directors is confident and committed to perform our duties with cautiousness, discretion and dedication to lead the Company through obstacles and making more progress and emphasizing good corporate governance to ensure an efficient, transparent and verifiable management system in order to gain confidence from shareholders, investors and stakeholders so that the Company achieve strong and sustainable growth. Finally, on behalf of the Board of Directors, may we express our appreciation to all shareholders, investors, valued customers and financial institutions for your continued trust putting in the Company.

Gen. 

Montree Sungkasap

Chairman



## **Audit Committee's Report**



The Audit Committee of NFC Public Company Limited has been appointed by the Board of Directors consisting of 3 honorary independent directors have all the qualifications stipulated in the Audit Committee Charter and comply with the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand, whose names are as follows:

Mr. Virasak	Sutantawibul	The Chairman of the Audit Committee
Assoc. Prof. Dr. Seri	Wongmonta	Audit Committee
Mrs. Aree	Termwattanapakdee	Audit Committee

The Audit Committee has performed its duties independently and uprightly in accordance with the scope of responsibilities assigned by the Board of Directors and according to the charter of the Audit Committee in accordance with the regulations of the Securities and Exchange Commission (SEC) and the Stocks Exchange of Thailand (SET). In 2020, the Audit Committee held a total of 5 meetings to discuss and exchange ideas with the management, the internal auditor and the auditor which summarizes the important aspects of performing duties for 2021 as follows:

### **Review of the financial report**

The Audit Committee have reviewed and considered financial reports highlights of the Company's and its subsidiaries' both quarterly and annually of 2021 including reviewing of important accounting policy issues and observations of the auditor as well as disclosure of information in the notes to the financial statements of the Company which have been reviewed and audited by the auditor, in this regard, the management team and the auditor are invited to provide information and clarification every time before giving opinions and presenting them to the Board of Directors for approval. The Audit Committee is of the opinion agreed with the auditor that the Company's financial statements have been accurately presented in material aspects in accordance with financial reporting standards and there are sufficient and appropriate disclosure of data which the auditor had performed their duties and independently expressed their opinions for the preparation of the complete,

timely, reliable, beneficial financial statements to the investors and any users of financial statements. In this regard, the Audit Committee has conducted a meeting with just the auditor 1 time without the participation of the management to freely discuss any material aspects for the preparation of the financial statements and the annual audit plan.

#### **Review of the risk management**

The Audit Committee, the Risks Management Committee and the management have focused on risk management, incidences that will affect business operations by establishing risks management policies and risks management plans by the Risk Management Committee responsible for overseeing the Company's risks management and the Risk Management Sub Committee responsible for preparing the risks report and jointly considering the risks from significant internal and external factors and future chances to prevent or reduce the impact that may occur to business operations. In this regard, the Audit Committee has audited the effectiveness of risk management from the reporting of the Company's business operations, from the results of internal audit and from the Company's auditor assuring that the Company has managed the risks to an acceptable level.

#### **Review of the internal control System**

The Audit Committee has audited and approved the assessment report of the internal control system of the management by using the adequacy assessment form in accordance with the regulations of the Securities and Exchange Commission (SEC) and verified the audit reports of the internal audit and the auditor of every quarter which there are no issues or defects that may significantly affect the Company as well as the management has continuously improved according to the recommendations of the Audit Committee, auditors and internal audit to be in compliance with related laws and regulations. Thus, the Audit Committee is of the opinion that the Company has an appropriate and sufficient internal control system for business operations without finding any significant issues that may affect the Company's operations.

#### **Review of the related parties transaction**

The Audit Committee has audited the related parties transaction or the transaction that may cause conflict of interests to the Company to be in accordance with the regulations of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET) by monitoring of the related parties transactions report of every quarter and is of the opinion that the Company has complied with general trade conditions which are fair, reasonable, rendering the highest benefit mainly to the operations and shareholders of the Company provided that transactions are initially approved by the management or the Board of Directors before making transactions and also complete and sufficient information are disclosed.

#### **Supervision of internal audit Department**

The Audit Committee has supervised the internal audit to conduct the internal audit operations to be independent and effective, achieve international standards and create added value to the organization by reviewing the charter of the internal audit on an annual basis, approving an annual internal audit plan which is prepared according to the significant risks of the Company including the appropriateness of the budget on expenditure and personnel of the internal audit as well as supervising the internal audit and supporting to enhance the quality of the internal audit in terms of personnel and regular operations.

**Review of the good corporate governance**

The Audit Committee has audited the operations of the Company to conduct its businesses under the principles of Good Corporate Governance in compliance with the governing laws on securities and stock exchange, regulations of the Securities and Exchange Commission (SEC), regulations of the Stock Exchange of Thailand (SET) and other laws related to the Company's businesses operations. The audit results show that the Company operates with transparency and reasonableness to benefit the business operations of the Company and shareholders as a whole including correct scheduled disclosure of information are performed.

**Consideration for the appointment of auditors and the annual remuneration of the auditor for 2022**

The Audit Committee has considered the appointment of auditors based on performance, experience, independence and appropriateness of the audit fees. Therefore, resolved to propose to the Board of Directors for consideration and thereafter request for an approval from the Annual General Meeting of Shareholders of 2022 to appoint the auditor of Karin Audit Company Limited and approve the audit fees for 2022.

In summary of 2021, the Audit Committee performed its duties and responsibilities in accordance with the Audit Committee Charter which approved by the Board of Directors by using their knowledge, caution, prudence and adequate independence to monitor the operations of the Company as well as giving creative advice and suggestions to benefit the interested parties equally. The Audit Committee is of an opinion that the Board of Directors including the management of the Company are determined to perform their duties in order to achieve the goals by focusing on business operations under strict internal control and risk management, possessing adequate Good Corporate Governance and ensuring development and improvement of business operation system to continually improve its efficiency and the maximum benefit of shareholders as a whole.



Mr. Virasak Sutantawibul

Chairman of the Audit Committee

# Business Operations and Operating Results

## 1.) Structure and operation of the group of companies

### **Policy and Overview of Business Operations**

NFC Public Company Limited (“the Company”) has the main business for distribution of chemicals products such as Ammonium, Ammonium Hydroxide and Sulfuric acid and Services such as Warehouse services, Logistics and Liquid storage service and Port service in Map Ta Phut Industrial Estate, Rayong.

The Company was first established under the name of National Fertilizer Company Limited on 11 November 1982 (under a national fertilizer project of a government sector). It was a joint investment between the government sector and a private sector for manufacturing purpose of bulk blending fertilizers replacing chemical fertilizers imported from overseas. The Company is located at Map Ta Phut Industrial Estate, Rayong Province with an initial registered capital of 50 million Baht and, consequently, has been promoted by the Board of Investment (BOI).

Latterly, in January 1993, the Company began to sell fertilizers to the market by the import of prefabricated chemical fertilizers under the trademark of “National Fertilizer” in order to create a market base at the beginning before the Company was manufacturing and distributing the products made from the Company’s factory. The Company submitted the Ministry of Commerce to increase its registered capital from 2,250 million Baht to 4,000 million Baht on October 13, 1995 and has been transformed into a public limited company under the name of National Fertilizer Public Company Limited then has been listed in the Stock Exchange of Thailand from 26 August 1996.

In 1997, the Company faced financial problem due to a lack of liquidity that resulted from the Baht devaluation of Thailand's currency and, in the meantime, depression did arise to all countries over the world since 1998 onwards. While the Company had begun its factory’s construction in 1995 and such construction had a completion schedule in April 1997, the Company’s contractor performed the construction in delay and was unable to deliver the work within the contractual deadline. From the Baht devaluation announced by the government, the Company costs and expenses of the operating performance were continuously loss. Therefore, the Company entered into the business rehabilitation proceedings of the Central Bankruptcy Court in 2003.

In 2004, The Company has restructured its capital structure and debt restructuring as set in the rehabilitation plan, which Mr. Nuttaphob Ratanasuwanthawee as a major shareholder of the Company at that time after the capital restructuring and debt restructuring, and the Company’s business rehabilitation achieved the plan on September 2004. In addition, the Company changed its name from National Fertilizer Public Company Limited to NFC Fertilizer Public Company Limited.

In 2005, the Company began to face a problem of depreciated condition of the machinery, and the products made from the factory had no consistent quality, lack of working capital to invest for repair the major machinery. The Company stopped producing chemical fertilizer from the main machinery temporarily in early 2006 as a result, the Company had a financial



position in 2007 which had been audited by the auditor stated the equity was lower than zero and the auditor did not express an opinion on the financial statements of the Company for the consecutive years from 2007 to 2014.

In 2008, the Company filed a petition for business rehabilitation with the Central Bankruptcy Court due to the problems of deteriorated factory condition, and a new property appraisal state that the net appraisal value was lower than book value. Therefore, the Company had to record impairment loss on assets as a result, the Company had more debt than the properties, and in 2009, the Central Bankruptcy Court ordered to NFC Fertilizer Public Company Limited to be under the business rehabilitation and appointed NFC Fertilizer Public Company Limited to be the Business Rehabilitation Planner. However, some creditors filed their objections to the Central Bankruptcy Court's order to the Supreme Court.

The Company had carried out various activities for the delisting of the Company's securities from the SET and the Company is eligible for the delisting. In 2010, the Central Bankruptcy Court ordered to approve the said business rehabilitation plan and appointed the Company to be the Plan Administrator which the Company has restructured its capital by reducing the par value from 1 Baht per share to 0.16 Baht per share and repayment by debt to equity conversion with creditors as set out in the plan.

In 2015, the Supreme Court ordered the Company's rehabilitation petition, as some creditors have filed their objection to the Supreme Court. Thus, the judgment revoking the request for rehabilitation would not affect with the action by the Official receiver or the Company as the plan administrator had done before the Supreme Court has the order. Subsequently, the Company sold 2,125 million shares to the private placement, at the offering price of 0.16 Baht per share, the total offering price of the Company's shares was 340 million Baht to Inter Spec Global Company Limited and Mr. Pittayakorn Naothaworn who was the private placement made the Company's paid-up capital changed to 1,076.89 million Baht. The Company raised the proceeds from the sale of such newly issued shares to repay the debt to the creditors in a one-time repayment plan with the condition to rest of the remaining debts amounted to approximately 190.18 million Baht.

In 2016, the Company had expanded the import business of Ammonia distribution to provide fully integrated end-user services by the acquisition and partial transfer of some business from Chemical and Aromatics (Thailand) Co., Ltd. ("C&A"). The Company had issued the new shares to private placement for paying the acquisition and partial transfer of some business to C&A and to register the change of paid-up capital 282.90 million Baht, resulting in paid-up capital changed to 1,359.79 million Baht. At present, C&A does not run any business and is in the process of other business practices study, which is not related to the distribution of Ammonia chemicals, and Ammonium Hydroxide or approach to liquidation.

In addition, the Company had registered to change the par value of shares and the number of shares from 0.16 Baht per share to 0.50 Baht per share by adjusting the number of registered and paid-up shares from 8,498.70 million shares to 2,719.58 million shares.

In 2017, the Company changed of par value and the number of shares from 0.50 Baht per share to 1.25 Baht per share, the Company changed the registered and paid-up shares from 2,719.58 million shares to 1,087.83 million shares. Subsequently, the Company decreased its registered and paid-up capital by 543.92 million Baht from the registered capital and the registered and paid-up capital of the Company of 1,359.79 million Baht to the registered and paid-up capital of 815.87 million Baht from 1.25 Baht per share to 0.75 Baht per share to compensate for the Company's deficit, which the Company still had 1,087.83 million registered and paid-up shares.

Moreover, the Company had changed its name from NFC Fertilizer Public Company Limited to NFC Public Company Limited, and also change the seal of the Company to be consistent with the current business.

In 2018, The Stock Exchange of Thailand (SET) has approved the Company removed the cause of possible delisting and resumed the securities of NFC to trade on SET (Resume Trading) under Industrials Industry in Petrochemicals & Chemicals Sector from 15 June 2018 onwards and 1 of NFC's a strategic shareholder, holding NFC's ordinary share including the amount of capital increase shares of the shareholders totaling 598.31 million shares or 55% of the paid-up capital in that period would be prohibited on the silent period for 1 year from the first trading date of the Company and would be allowed to trade 25% of all shares that are subject to the prohibition of sale after 6 months.

In August 2018, The Company has established 2 subsidiaries, namely, NFCT Co., Ltd, operating a liquid warehouse service, and NFCW Co., Ltd, operating a warehouse and yard service which NFC Public Company Limited has shareholder in both of 99.97 % and registered capital Bath 1,000,000 per company.

At the Extraordinary General Meeting 1/2018 on November 2018, had a resolution in purchasing all ordinary shares of SC Carrier Company Limited ("SCC"), which run a business on transportation and logistics services of the hazardous, petroleum, and chemical products. This will increase the profitability in the chemical selling business, income, and the performance of the Company, as well as raise the value of the Company. It also creates an opportunity to expand the business line to the related profession, diverse the risk of the Company, and provides a chance to be a complete service provider on logistics, which is the acquisition of assets type 1 and a connected transaction.

Also, the Company increased the registered capital by 81,587,479.50 Baht from the existing registered capital of 815,874,792 Baht to the newly registered capital of 897,462,271.50 Baht by issuing 108,783,306 newly issued ordinary shares at the par value of 0.75 Baht per share to reserve for the exercise of warrants to purchase ordinary shares of the Company No.1 (NFC-W1) on December 2018 of not exceeding 108,783,306 units to the existing shareholders of the Company proportionate to their respective shareholding (Rights Offering) at the ratio of 10:1 with the term for 3 years from the issuance date of the Warrant.

In 2019, the Board of Directors meeting had a resolution to terminate the shares purchasing agreement with SCC because the condition precedent enforcement process set in the contract was not completed, including the essential condition precedent about the consent from the financial institutional creditors which is responsible by the two sellers. Later, a significantly negative incident to SCC, due to the law with ambiguous guidelines and the changes in officers' guidelines, had occurred which caused uncertainty and risk to in their income, as well as, business. Therefore, after consultation between the Board of Directors and the firm's legal advisor, they found that the happening would be negatively effect to SCC and the Company if we maintain the transaction for the SCC shares so they decided to terminate the purchasing contract.

In the Extraordinary General Meeting on June 2019, there was an approval for the NFCT Co., Ltd, held 100% shares by the Company, to invest in the Fuel Tank Farm Project which located in a general industrial area; No.2 Map Ta Phut Industrial Estate, I-2 road, Map Ta Phut Sub-District, Mueang Rayong District, Rayong Province, in order to provide services on fuel liquid storage and logistics by transporting through the pipeline. At the same time, there was a decision from the Board of Directors meeting on raising the registered capital and paying for the full value of NFCT shares for 325 million Baht to support the Fuel Tank Farm Project.

On July 2019, the Company made a payment for paid up capital 325 million Baht to NFCT Co., Ltd. Then, NFCT Co., Ltd has increased their registered capital by 325 million Baht, from 1 million Baht to 326 million Baht, and issued newly ordinary shares for 3,250,000 shares at par value 100 Baht per share, to support the capital raising from the Company.

Furthermore, NFCT Co., Ltd. also signed the land lease agreement for industrial, at Map Ta Put Industrial Estate, to run the Fuel Tank Farm for The Shell Company of Thailand Ltd. according to Storage Facility Services Agreement with a service of 12+5 years.

In November 2019, NFCT Co., Ltd signed the EPC Contract for NFCT Fuel Tank Farm Project with an EPC contractor for lump sum turn keys construction. Moreover, the target completion date of the project is on 1 June 2021. The project would also be ready to start the operation on the following date.

In October 2020, there was approval in the Extraordinary General Meeting for the NFCW Co., Ltd, held 100% shares by the Company, to invest in area development to support and service for the operators of structure assembly and pipe system yard and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig structure Project which located in a general industrial area; No.2 Map Ta Phut Industrial Estate, I-2 road, Map Ta Phut Sub-District, Mueang Rayong District, Rayong Province, in order to provide area development service for customers who want to use area behind the port, operators of structure assembly and pipe system yard, and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig project with full facilities and in the same month, there was also a decision from the Board of Directors meeting on raising the registered capital of NFCW shares for 195 million Baht to support the area development to support and service for the operators of structure assembly and pipe system yard and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig structure Project.

In November 2020, NFCW Co., Ltd signed the land lease agreement for industrial, at Map Ta Phut Industrial Estate, phase 1 in area approximately 50-1-44 rai to area development service for customers who want to use area behind the port, operators of structure assembly and pipe system yard, and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig project with full facilities.

Furthermore, the Company also signed the memorandum of understanding attached the land lease agreement for industrial, Map Ta Phut Industrial Estate to return partial leasehold rights approximately 30 rai to the IEAT., subject to the public port management, Map Ta Phut Industrial Estate.

In December 2020, the company paid for some of the capital increase shares in the company. NFCW Co., Ltd. in the total amount of 117 million baht for use in the project to develop the area to support the service providers of structural assembly and pipe systems and operators of dismantling / disassembling pipelines. oil rig structure For the remainder of the share price, the company will make additional payments as necessary for the next project.

In 2021, the company paid for the capital increase of NFCW Co., Ltd., total paid-up capital 25,350,000 million baht.

1st installment on December 3, 2020, total amount 78 million baht, share value 40 baht

2nd installment on December 18, 2020, total amount 39 million baht, share value 20 baht

3rd installment dated 14 January 2021 total amount 5.85 million baht, share value 3 baht

4th installment dated July 7, 2021, amounting to 9.75 million baht, with a par value of 5 baht per share.

5th installment dated November 1, 2021, amounting to 25.35 million baht, with a par value of 13 baht per share.

In May 2021, the Board of Directors' meeting resolved to approve the establishment of NFCT Songkhla Company Limited to operate liquid warehousing and transportation services by NFC Public Company Limited holding 100% of shares and having a registered capital of 1 million. baht

In December 2021, the court ordered the cancellation of the bankruptcy of Rayong Port Company Limited.  
liquidate bankruptcy In the Government Gazette on February 15, 2022

#### **Vision Mission Organization Culture and Business Plan**

**Vision :** Operate an integrated business of production, trading, handling and storage services, liquid warehousing for chemicals, petrochemicals, petroleum, and providing integrated yard and wellhead platforms in the sustainable and profitable ASEAN region.

#### **Mission :**

- 3.1 In order to achieve the vision, we would sustainably, continuously, and constantly grow and develop.
- 3.2 In order to acquire the proper investment return, we would transparently implement our business.
- 3.3 Continuously develop personnel to be on par with ASEAN
- 3.4 We consistently implement our business based on the social responsibility.

#### **Value :**

Operate the business to achieve the vision and mission based on the satisfaction and maximum benefit of the stakeholders through the operation.

- 3.5 Determined to achieve short-term and long-term goals
- 3.6 With ethical, moral and professional standards
- 3.7 With confidence, dare to think, dare to do and dare to make decisions, work as a team.
- 3.8 By supporting human resources to use their full potential
- 3.9 With generosity to employees and society

#### **Business Plan :**

- 3.10 Distributing chemical products such as ammonia, ammonium oxide, and sulfuric acid
- 3.11 Providing services on warehouse, logistics and liquid storage including port services

#### **Major changes and developments**

Over the past 5 years, the Company has significant changes and developments related to the Shareholding Structure, Management and business operations as follows:

On April 29, 2016, the Ordinary General Meeting of Shareholders resolved to approve the Company to proceed as follows:

Increased capital to Private Placement of 282.90 million Baht by issuing ordinary shares, approximately 1,768,106,235 shares at a par value of 0.16 Baht per share, and the share allotment will be approved to Chemical and Aromatics (Thailand) Co., Ltd. ("C&A") for the distribution of acquisition and partial transfer from C&A on the business of ammonia and ammonium hydroxide.

Change in par value from 0.16 Baht per share to 0.50 Baht.

On June 1, 2019, the Company purchased and accepted the partial business transfer from the business related to the distribution of ammonia and ammonium hydroxide from C&A.

On June 2, 2016, the Company had allocated 1,768.11 million new ordinary shares at a par value of 0.16 Baht per share, totaling 282.90 million Baht, and registered the paid-up capital of 1,359.79 million Baht divided into 8,498.70 million shares at par value of 0.16 Baht.

On June 10, 2016, the Company changed the par value from 0.16 Baht per share to 0.50 Baht per share, resulting in a change in share capital from 0.16 Baht per share 8,498.70 million shares to 2,719.58 million shares

On 29 July 2016, Tender Offer of Mr. Nuttaphob Ratanasuwanthawee and C&A, as a related party had ended. The purchased securities totally 2.73 million shares.

On 28 June 2017, the Company had changed its name from NFC Fertilizer Public Company Limited to NFC Public Company Limited, and also change the seal of the Company to be consistent with the current business. The Company registered the change in par value and number of shares from 0.50 Baht per share to Baht 1.25 per share.

On 6 September 2017, Then, the Company had decreased its registered and paid-up capital of the Company amount of 543.92 million Baht from its registered and paid-up capital of 1,359.79 million Baht to the new registered and paid-up capital of 815.87 million Baht by reducing the value of shares from 1.25 Baht per share to 0.75 Baht per share to compensate for the Company's deficit

On 29 March 2018, the Company submitted a letter requesting the Company's securities to enter the period of procedure for qualification to resume stage with the Stock Exchange of Thailand.

On 31 May 2018, the Company submitted a letter requesting to remove the cause of possible delisting and resumed the securities of NFC to trade (Resume Trading) in the Stock Exchange of Thailand

On 8 June 2018, The Stock Exchange of Thailand (SET) has approved the Company removed the cause of possible delisting and resumed the securities of NFC to trade on SET (Resume Trading) under Industrials Industry in Petrochemicals & Chemicals Sector from 15 June 2018 onwards and 1 of NFC's a strategic shareholder, holding NFC's ordinary share including the amount of capital increase shares of the shareholders totaling 598.31 million shares or 55% of the paid-up capital in that period would be prohibited on the silent period for 1 year from the first trading date of the Company and would be allowed to trade 25% of all shares that are subject to the prohibition of sale after 6 months.

On 2 August 2018, the Company has established 2 subsidiaries, namely, NFCT Co., Ltd, operating a liquid warehouse service, and NFCW Co., Ltd, operating a warehouse and yard service which NFC Public Company Limited has shareholder in both of 99.97 % and registered capital Bath 1,000,000 per company.

On 21 November 2018, the resolution from the Extraordinary General Meeting 1/2018 was to purchase all ordinary shares of SC Carrier Company Limited ("SCC"), which run a business on transportation and logistics services of the hazardous, petroleum, and chemical substances. This will increase the profitability in the chemical selling business, income, and the performance of the Company, as well as raise the value of the Company. It also creates an opportunity

to expand the business line to the related profession, diverse the risk of the Company, and provides a chance to be a complete service provider on logistics, consequently be the acquisition of assets type 1 and a connected transaction.

On 6 December 2018, the Company increased the registered capital by 81,587,479.50 Baht from the existing registered capital of 815,874,792 Baht to the newly registered capital of 897,462,271.50 Baht by issuing 108,783,306 newly issued ordinary shares at the par value of 0.75 Baht per share to reserve for the exercise of warrants to purchase ordinary shares of the Company No. 1 (NFC-W1) on December 2018 of not exceeding 108,783,306 units to the existing shareholders of the Company proportionate to their respective shareholding (Rights Offering) at the ratio of 10:1 with the term for 3 years by exercising twice a year at the exercise price of 6.50 Baht.

On 9 April 2019, the Board of Directors meeting had a resolution to terminate the share purchasing agreement on all SCC's stocks because the condition precedent enforcement process set in the contract was not completed, including the essential condition precedent about the consent from the financial institutional creditors which is responsible by the two sellers. Later, a significantly negative incident to SCC, due to the law with ambiguous guidelines and the changes in officers' guidelines, had occurred which caused uncertainty and risk to in their income, as well as, business. Therefore, after consultation between the Board of Directors and the firm's legal advisor, they found that the happening would be negatively effect to SCC and the Company if the Company maintain the transaction for the SCC shares so they decided to terminate the purchasing agreement.

On 21 June 2019, there was approval in the Extraordinary General Meeting for the NFCT Co., Ltd, held 100% shares by the Company, to invest in the Fuel Tank Farm Project which located in a general industrial area; No.2 Map Ta Phut Industrial Estate, I-2 road, Map Ta Phut Sub-District, Mueang Rayong District, Rayong Province, in order to provide services on fuel liquid storage and logistics by transporting through the pipeline.

On 21 June 2019, there was also a decision from the Board of Directors meeting on raising the registered capital and paying for the full value of NFCT shares for 325 million Baht to support the Fuel Tank Farm Project. Furthermore, NFCT Co., Ltd has got approval in the Extraordinary General Meeting on the same day.

On 19 July 2019, the Company made a payment for paid up capital 325 million Baht to NFCT Co., Ltd.

On 23 July 2019, NFCT Co., Ltd has increased their registered capital by 325 million Baht, from 1 million Baht to 326 million Baht, and issued newly ordinary shares for 3,250,000 shares at par value 100 Baht per shares, to support the capital increasing from the Company.

On 25 July 2019, NFCT Co., Ltd signed the land lease agreement for industrial, at Map Ta Phut Industrial Estate, to run the Fuel Tank Farm for The Shell Company of Thailand Ltd. according to Storage Facility Services Agreement with a service of 12+5 years.

On 6 November 2019, NFCT Co., Ltd signed the EPC Contract for NFCT Fuel Tank Farm Project with an EPC contractor for lump sum turnkey construction. The target completion date of the project is on 1 June 2021. The project would also be ready to start the operation on the following date.

On 19 October 2020, there was approval in the Extraordinary General Meeting for the NFCW Co., Ltd, held 100% shares by the Company, to invest in area development to support and service for the operators of structure assembly and pipe system yard and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig structure Project which located in a general industrial area; No.2 Map Ta Phut Industrial Estate, I-2 road, Map Ta Phut Sub-District, Mueang Rayong District, Rayong Province, in order to provide area development service for customers who



want to use area behind the port, operators of structure assembly and pipe system yard, and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig project with full facilities.

On 19 October 2020, there was also a decision from the Board of Directors meeting on raising the registered capital of NFCW shares for 195 million Baht to support the area development to support and service for the operators of structure assembly and pipe system yard and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig structure Project.

On 20 October 2020, NFCW Co., Ltd has increased their registered capital by 195 million Baht, from 1 million Baht to 196 million Baht, and issued newly ordinary shares for 1,950,000 shares at par value 100 Baht per shares, to support the capital increasing from the Company.

On 27 November 2020, NFCW Co., Ltd signed the land lease agreement for industrial, at Map Ta Phut Industrial Estate, phase 1 in area approximately 50-1-44 rai to area development service for customers who want to use area behind the port, operators of structure assembly and pipe system yard, and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig project with full facilities.

On 3 December 2020, the Company made a payment for paid up capital (1st installment) 78 million Baht to NFCW Co., Ltd., totaling paid-up capital 79 million Baht for the Project.

On 18 December 2020, the Company made a payment for paid up capital (2nd installment) 39 million Baht to NFCW Co., Ltd., totaling paid-up capital 118 million Baht for the Project.

On January 14, 2022, the company made payment for the third installment of the capital increase of 5.85 million baht, with a share value of 3 baht, totaling 123,850,000 baht in paid-up capital.

On May 14, 2021, the Board of Directors' meeting resolved to approve the establishment of NFCT Songkhla Company Limited to operate liquid warehousing and transportation services by NFC Public Company Limited holding 100% of shares and having registered capital. amount 1 million baht

On July 7, 2021, the company made payment for the 4<sup>th</sup> installment of capital increase shares in the amount of 9.75 million baht, at a par value of 5 baht per share, totaling 133,600,000 baht in paid-up capital.

On November 1, 2021, the company paid the 5th installment amounting to 25.35 million baht, at a par value of 13 per share. baht, totaling 158,950,000 baht of registered and paid-up capital

On December 7, 2021, the court ordered the cancellation of the bankruptcy of Rayong Port Company Limited by announcing the termination of bankruptcy. In the Government Gazette on February 15, 2022

#### **Relationship with the major shareholder's business.**

The Company's major shareholder is Mr. Nuttaphob Ratanasuwanthawee, the major shareholders of the SC Group which, the Company relies on and operates a business related to its major shareholders, due to Financial Statement as of December 31, 2021 as follows:

<b>Company</b>	<b>Type of Business</b>	<b>Relationship</b>
Rayong Bulk Terminal Co., Ltd	Provide wharf frontage services and warehouse services	Subsidiary company and co-directors/co-management team
NFCT Co., Ltd.	Liquid warehouse services business	Subsidiary company and co-directors/co-management team
NFCW Co., Ltd.	Warehouse and Yard services business.	Subsidiary company and co-directors/co-management team

Company	Type of Business	Relationship
SC Management Co., Ltd.	Water carriage	Co-shareholders and directors/ co-management team
SC Carrier Co., Ltd.	Land carriage	Directors and co-management team
Chemicals and Aromatics (Thailand) Co., Ltd.	Distribution of chemicals	Directors and co-management team
Strategic Port Link Co., Ltd.	Land carriage	Co-shareholders and directors/ co-management team
SCG Logistics Co., Ltd.	Land and water carriage	Co-shareholders and directors/ co-management team
SC Offshore Services Co., Ltd.	Offshore marine services	Co-shareholders and directors/ co-management team
NP Marine Logistics Co., Ltd.	Land and water carriage	Co-shareholders and directors/ co-management team
SCENA Offshore Co., Ltd.	Offshore marine services	Co-shareholders and directors/ co-management team
Thai International Dockyard Co., Ltd.	Operated shipyards, repair and maintenance for all types of boat engines.	Co-shareholders and directors/ co-management team
N Holding Co., Ltd.	Provide office space rental service and facilities to use the office space.	Co-shareholders and directors/ co-management team
SC Auto Logistics Co., Ltd.	Land and water carriage	Co-shareholders and directors/ co-management team
SC Corporation Co., Ltd.	Provide liquid petroleum warehouse services	Co-shareholders and directors
NP Marine Co., Ltd.	Provide wharf frontage services, warehouse services and water carriage	Co-shareholders and directors

## **Nature of Business Operations**

### **Revenue's Structure**

Unit: Million Baht	For the year ended		For the year ended		For the year ended	
	December 31, 2019		December 31, 2020		December 31, 2021	
	Amount	%	Amount	%	Amount	%
<b><u>Revenue from Sale chemical products</u></b>	1,080.75	91.46	615.68	85.60	1,265.58	92.77
Ammonia	408.61	37.63	271.85	44.15	351.27	27.76
Ammonium Hydroxide	27.06	2.49	28.67	4.66	40.27	3.18
Sulfuric acid	645.08	59.40	315.16	51.19	874.04	69.06
<b><u>Revenue from Services</u></b>	100.90	8.54	103.61	14.40	98.57	7.23
Warehouse services	35.77	38.02	39.85	38.46	33.88	34.37
Logistics and Liquid storage service	54.96	58.42	54.96	53.05	55.78	56.59

Port service	10.17	10.81	8.80	8.49	8.91	9.04
<b>Total revenue</b>	<b>1,181.65</b>	<b>100.00</b>	<b>719.29</b>	<b>100.00</b>	<b>1,364.15</b>	<b>100.00</b>
<b>Others income</b>						
Gypsum revenues net of related expenses	18.39	67.34	0.06	0.37	0.06	0.01
Profit from disposal of fixed assets	0.00	0.00	0.00	0.00	2.83	0.60
foreign exchange profit	0.03	0.11	2.96	17.97	12.68	2.68
Income from bank deposit interest	4.16	15.23	1.12	6.83	0.39	0.08
Reverse back-up items, damaged or obsolete inventories.	0.00	0.00	0.00	0.00	0.43	0.09
Profit from disposal of investment	4.38	16.04	0.00	0.00	0.00	0.00
Income from the sale of leasehold rights	0.00	0.00	0.00	0.00	452.92	95.62
Accrued expenses (reversal)	0.00	0.00	9.72	59.03	0.00	0.00
Other miscellaneous income (for example, scrap sales)	0.35	1.28	2.60	15.80	4.36	0.92
<b>Total Others income</b>	<b>27.31</b>	<b>100.00</b>	<b>16.46</b>	<b>100.00</b>	<b>473.67</b>	<b>100.00</b>

## **Types of Products and Services**

### **Economic and industrial conditions affecting operations**

#### **Ammonia**

Thailand cannot produce Ammonia, therefore, it must be imported from abroad. The importer must import the goods by vessels and have invested in preparing a storage tank including having their own product delivery system or having a contract to rent the storage for the store of products, especially in industries that use Ammonia as the main raw material, such as the production of Caprolactam which computed to 84 % of the total Ammonia import volume. However, the number of imports will increase or decrease depending on the situation of the price and demand of Caprolactam in the world market.

The remaining import quantity is imported for distribution in various manufacturing industries, such as Monosodium glutamate production, Latex and Refrigerant industry etc. Especially, the Monosodium glutamate manufacturer which improved the production system to be more effective while applied Ammonia less than ordinary system and the competition begins to change from the former to a semi-monopoly market, becoming a more free-market causing customers to have more negotiation power because there are importers and distributors and there is increased price competition. As a result, the trend of import and distribution of Ammonia products may be reduced from both the market share and the selling price.

#### **Ammonium hydroxide**

At present, the amount of demand for Ammonium hydroxide in the country is constant. The market will consider the product price as the main factor in the purchase. As a result, the Company uses pricing strategies to maintain the customer base and market share. In the future, there may be more demand if customers have established a new factory.

#### **Sulfuric acid**

The Company distributes Sulfuric acid both in the country and abroad. In the past year, the amount of demand for Sulfuric acid was increased due to the increased sales volume in the abroad.

In the 2nd quarter of 2020, Sulfuric Acid was lower from the continuously decrease of global price due to the epidemic of COVID-19 which effected to market forces, the oversupply of Sulfuric Acid also made the price much lower than usual. However, at the bottom year 2020, the price of Sulfuric Acid started increase.

#### **Distribution of chemicals.**

The Company is the importer and distributor of chemicals stored in the liquid storage of the Company in Map Ta Phut Industrial Estate to sale and distribute products to domestic customers. At present, the main chemicals the Company distributes are Ammonia, Ammonium hydroxide, and Sulfuric acid.

**Ammonia** the Company imports Ammonia from Malaysia to sell to domestic customers for Monosodium glutamate industry, Latex industry, Refrigerant industry and Chemical industry, by distribution through customer group of Trader and distributed directly to End User.

**Ammonium hydroxide** the factory is located in Pathum Thani province to sell to domestic customers for Power plants/Gas separation plants, Pollution Control industry, Rubber industry, Textile industry and Rubber planters, by distribution through customer group of Trader and distributed directly to End User.

**Sulfuric acid** the Company imported Sulfuric acid from Switzerland, Korea and United Arab Emirates to sell to the customer group of Trader in the country.

#### **Services**

**Warehouse services** The Company has the available space in the warehouse building to serve customers who need to store that space for materials and finished goods such as Plastic beads and Silica etc., for import/export and distribution, with the warehouse space of approximately 90,000 square meters, including provide an Open Yard, such as machinery and equipment etc.

**Logistics and Liquid storage service** The Company also provide Logistics and Liquid storage to store Ammonia and Sulfuric acid to customers who need liquid storage and also provide inventory management services to meet the needs of our customers, including liquid cargo services for transportation by vehicles. At present, the Company has a total of 56,835 tons of liquid storage services, divided into storage for Ammonia and Sulfuric acid with the capacity of 21,835 tons and 35,000 tons, respectively.

**Port services** the Company provide the dedicated port service for the products of Company including services to customers in the Map Ta Phut Industrial Estate due to bulk cargo and liquid cargo that can accommodate 60,000 DWT cargo vessels but port must be approved by the Industrial Estate Authority of Thailand ("IEAT") from time to

time, such as Cold rolled coils, Hot Rolled Coil, Structural steel, Coal, Gypsum, etc., as well as jetty and utilities services provided.

## **Marketing and Competition**

### **Target customers**

#### **Distribution of chemicals**

Currently, the Company sells 3 chemicals, namely Ammonia, Ammonia Hydroxide and Sulfuric acid which the 53 customers base divided into the following groups:

#### **Ammonia**

In 2021, Ammonia revenue was 351.27 85 million Baht, or 27.76 of the total sales of chemicals revenue. There are 37 customers, including Trader and End User, which can be divided into industry segments as follows:

Industry group	Amount (Million Baht)	(%)
● Monosodium glutamate	187.39	53.35
● Latex	130.61	37.18
● Refrigerant	24.58	7.00
● Chemicals	2.89	0.82
● Others	5.78	1.65
<b>Total</b>	<b>351.27</b>	<b>100.00</b>

The major customers are IVIC (Thailand) Co., Ltd., representing 51.48 of the income from Ammonia sales.

#### **Ammonium hydroxide**

In 2021, Ammonium hydroxide revenue was 40.27 million Baht, or 3.18 of total sales of chemicals revenue. There are 15 customers, including Trader and End User, which can be divided into industry segments as follows:

Industry group	Amount (Million Baht)	(%)
1. Power plants/Gas separation plants	10.85	26.94
2. Pollution Control	17.57	43.63
3. Rubber	9.26	22.99
4. Rubber planters	0.99	2.46
5. rubber planters	0.48	1.19
6. Others	1.12	2.79
<b>Total</b>	<b>40.27</b>	<b>100.00</b>

The major customers are Asian Scientific Co., Ltd., representing 26.09 of the income from Ammonium hydroxide sales.

#### Sulfuric acid

In 2021, Sulfuric acid revenue was 874.04 million Baht, or 69.06 of total sales of chemicals revenue. There are 2 customers of Trader, which can be divided into industry segments as follows:

ลูกค้า		รายได้ (ล้านบาท)	สัดส่วน (%)
7.	Saksri Industry Co., Ltd	694.66	79.48
8.	Sumitomo Corporation Thailand Co., Ltd	179.38	20.52
<b>Total</b>		<b>874.04</b>	<b>100.00</b>

## 2 Services

In 2021, the Company provides the following services to the customers:

### 1) Target customer of warehouse services

In 2021, the revenue from warehouse services was 33.88 million Baht, representing 34.37 of total service revenue. There are 16 customers who are customers in Map Ta Phut Industrial Estate. The major customers are GC Logistics Solution Co., Ltd., computing to 86.75 of total revenue from warehouse services.

### 2) Target customer of Logistics and Liquid storage service

In 2021, the revenues from Logistics and Liquid storage service was 55.78 million Baht, representing 56.59 of total service revenue. There are 43 customers who are customers in Map Ta Phut Industrial Estate. The major customers are SC Management Co., Ltd computing to 80.67 of total revenue from Port service.

### 3) Target customer of Port services

In 2021, the revenues from Port service was 8.91 million Baht, representing 9.04 of total service revenue. There are 43 customers who are customers in Map Ta Phut Industrial Estate. The major customers are SC Management Co., Ltd computing to 72.60 of total revenue from Port service.

## B. Distribution

### Distribution of chemicals

#### Ammonia

In the year 2021, there are 35 customers were sold through the Trader and End User segments, which were classified as follows.



กลุ่มลูกค้า	รายได้ (ล้านบาท)	สัดส่วน (%)
● Trader	214.74	61.13
● End User	136.53	38.87
<b>Total</b>	<b>351.27</b>	<b>100.00</b>

The distribution was made through the 9 Trader segment, representing 61.13 of the total revenue from sales of Ammonia. The Company and Suppliers plan together to forecast the amount of using Ammonia annually and monthly delivery plan. The disposal of 26 end users, computing to 38.87 of the revenues from the sale of Ammonia. The Company sells the Ammonia to various customers and delivery according to customer's requirement. The Company has facilitated the supply and installation of storage tanks for customers which can make a good relationship for customer loyalty. At present, the Company has the storage tank inventories ready for installation service of new customers group to meet the needs of customers.

#### **Ammonium hydroxide**

In the year 2021, there are 15 customers were sold through the Trader and End User segments, which were classified as follows.

Customer segment	Amount (Million Baht)	(%)
1. Trader	19.64	48.77
2. End User	20.63	51.23
<b>Total</b>	<b>40.27</b>	<b>100.00</b>

The Company sells Ammonium hydroxide to meet the needs of their customers under the customer's packaging for the sale to End User, the Company performs bidding on the contract period of each customer on average 1-2 years.

#### **Sulfuric acid**

The Company sells to 2 Trader customers in the country with yearly contracts.

#### **Services**

Warehouse Services and Logistics and Liquid storage service had a period contract which agreed with the customer. In the Port services, the Company provides services to customers located in Map Ta Phut Industrial Estate which is the type of bulk cargo such as Cold rolled coils, Hot Rolled Coil, Structural steel, Coal, Gypsum, etc., that the Company have a team of experienced and proficient in providing business services on berths.

#### **Distribution**

##### **Distribution of chemicals**

##### **Ammonia**

The Ammonia market in Thailand is a niche market with low growth rates, and it is not worth investing in an ammonia production facility in the country so all Ammonia must be imported from abroad.

In the years 2018 – 2021, Thailand imported 481,642 tons, 428,473 tons and 350,462 tons of Ammonia, respectively, mainly from Malaysia, Indonesia, Australia and Saudi Arabia (Source: [www.customs.go.th](http://www.customs.go.th)). Most Ammonia is imported

by operators using Ammonia in their production process of Caprolactam Acrylonitrile and Methyl methacrylate. The rest are imported Ammonia for sale to other industrial operators such as Monosodium glutamate industry and Latex industry.

Currently, there are only 3 major importers of Ammonia. The Company has a market share approximately 30% of total market value because the Company has a large liquid storage of Ammonia at Map Ta Phut Industrial Estate with a total volume of 21,570 tons and ready availability of berths with facilities for importing such goods including most of our clients are customers who have a relationship for more than 10 years.

### **Ammonium hydroxide**

Ammonium hydroxide or Water Ammonia is the main raw material for production to react with water, the concentration of Ammonium hydroxide depends on the proportion of Ammonia mixed. Ammonium hydroxide is used in the Textile Industry, Pharmaceuticals, Rubber, Detergents, Gas separation plants, Power plants, Dyes and cleaning agents, etc. Ammonium hydroxide used in Thailand mostly produced locally from imported Ammonia. For direct import of Ammonium hydroxide in 2018 - 2021, Thailand imported 59 tons, 117 tons and 414 tons of Ammonium hydroxide, respectively, mainly from China approximately 57 % of total import volume (Source: [www.customs.go.th](http://www.customs.go.th)).

The Company has imported Ammonia to sell and have the raw materials used for the production of Ammonium hydroxide, and also can produce Ammonium hydroxide with the concentration that customers required as a result, the Company has expanded its customer base. In 2021, the Company sold 8,202 tons of Ammonium hydroxide.

### **Sulfuric acid**

Sulfuric acid is the raw material for many basic industries such as Fertilizers, Batteries, Textiles, Pulp, Tissue, Alum, Rubber, etc. In Thailand, Sulfuric acid is not sufficient to domestic demand so it also depends on the import.

Sulfuric acid is the raw material for many basic industries such as Fertilizers, Batteries, Textiles, Pulp, Tissue, Alum, Rubber, etc. In Thailand, Sulfuric acid is not sufficient to domestic demand so it also depends on the import. 790,737 tons, 681,054 tons and 649,087 681,495 tons of Sulfuric Acid, respectively, mainly from Japan, South Korea and the Philippines (Source: [www.customs.go.th](http://www.customs.go.th)).

In 2021, The Company imported Sulfuric acid for sale, representing 36% of Sulfuric acid for sale.

Currently, there are 4 major suppliers of Sulfuric acid and the Company has a 55% of total market share value because the Company has large liquid storage at Map Ta Phut Industrial Estate with a total capacity of 35,000 tons, as well as a wharf that accommodates large vessels with facilities for importing such goods including the Company's customers are customers who have relationships for more than 10 years.

## **2. Services**

### **Warehouse services**

Due to the situation of the outbreak of New Coronavirus 2019 (COVID-19) in 2020, as a result, Thailand and global economic condition will slow down, many businesses have encountered business problems. However, the warehouse market that stores certain types of products is continue on the rising trend. Some businesses expands during the COVID-19 situation especially business related to medical device, foods and beverages business. Nevertheless, the growth of the warehouse business depends on business conditions or production and commercial activities which is often in line with

the economic growth and international trade direction. Thailand's international trade value of 2020 on imports and exports have declined. In this regard, the Economic Intelligence Center: EIC by SCB forecast the trend of Thai exports will return to growth rate of about 4-5% and the forecast of IMF on global economy shows that only China tends to recover faster, the rest (Which is Thai's trading partners) is likely to recover slowly (Source: [www.scbeic.com](http://www.scbeic.com)). Although the Company has encountered challenges from the COVID-19 epidemic, the company is still able to maintain its existing customer base, the response was therefore as expected, as a result, the Company is less affected.

With the need for warehouse space of industrial sector, more warehouse management technologies are used to increase storage efficiency of their products, making it possible to save more warehouse space and increase the efficiency of products storage causing warehouse operators to be able to compete both in terms of price, service and management efficiency. However, with the potential of the Company's warehouse located in an opportunistic area for continuous growth and investment which is an area of production activities, loading and unloading activities, and alongside transport routes activities which can be a distribution area of goods to different regions or abroad including at border areas in border provinces connecting with neighboring countries.

#### Logistics and Liquid storage service and Port services

IEAT is the management and operator of the 12 East Coast Terminal in the Map Ta Phut Industrial Estate, which is the main port for providing cargo handling services for both raw materials and finished goods to the factories in Map Ta Phut Industrial Estate and other industrial areas nearby. By dividing the management of 12 docks into 2 types as follows.

27 Public Terminal (PT), which is an unlimited number of customers for berths. IEAT invested in the construction of basic facilities for both berths, warehouses, port areas and facilities as follows:

27.1 General Cargo Berth: Thai Prosperity Terminal Co., Ltd. (TPT) has the right to manage the berth.

27.2 Liquid Cargo Berth: Thai Tank Terminal Ltd. (TTT) has the right to manage the berth.

27.3 Map Ta Phut Industrial Terminal or second General cargo Berth operated by IEAT.

28 Dedicated Terminal (DT) which is a port that invested and built by business and limited access to the service, and provides only a group of operators. However, the port operator may request to provide services to others from time to time, with the approval of IEAT that are 9 dock (Company's port included).

The location of the Company has strategic advantages in the Map Ta Phut Industrial Estate that is the production base of the major petrochemical and chemical industries. The Company also has a large berth (Panamax) and there is space behind the docks ready to develop to support and enhance service to customers. It has a competitive advantage in offering services such as logistics services to meet the needs of customers especially customer for import and export. There are also railroads attached to the area of the Company that will be able to develop the main rail connection. (Map Ta Phut Station), which will enhance the competitiveness in the future.

### **Products and Services Supply**

#### **Distribution of chemicals**

##### **Ammonia**

The Company imported Ammonia from 1 overseas supplier such as Petronas Group, Malaysia which the seller is an agent located in the country, which imported from Malaysia computing to 100% of the total import volume. The Company has a

license to import Ammonia hazardous substances from various sources of reserves totally 8 sources and manufacturing plant licenses to operate Ammonia filling business including a business license that is harmful to health.

#### **Ammonium hydroxide**

The Company produces Ammonium hydroxide at Rangsit factory, Pathum Thani province with the license to operate Ammonia filling business. Production of Ammonium hydroxide 27%, 25%, 20% and 19% by weight, including health hazard license, etc., which the Company will produce according to the customer's requirements under customer's packaging.

#### **Sulfuric acid**

The Company importer Sulfuric acid from 4 overseas suppliers such as Switzerland, Korea, Japan and United Arab Emirates which most of them are yearly contract. Imported from the Japan representing 48.54% of total import volume. The Company has a license to import hazardous materials, Sulfuric acid from 18 different reserved sources.

#### **Services**

For Warehouse Services, Logistics and Liquid storage service and Port services are located on the area of 398 Rai 0 Ngan 38. Square wah of land lease agreement for industry, Map Ta Phut Industrial Estate. The lease agreement will be expired in 2021, but the contract states a promise that if the Company wishes to lease land will be written in writing to the IEAT, and IEAT will consider renting for the next 30 years, according to the rental rates and conditions that notified by IEAT. The Company has also entered into a Joint Operation Agreement for the construction of a Port with IEAT where the terminal area is approximately 265 meters in length for 30 years, by ending in 2026 and before the expiry date less than 1 year, the Company has the right to apply to IEAT to ask IEAT consider expansion the duration of use in the development area and such port. The Company and IEAT will agree on the details of the period and such benefits to be received in the next order.

#### **Future investment plans**

Due to the situation of the outbreak of New Coronavirus 2019 (COVID-19) in early 2020 which has had a significant impact on national economy. In particular, a new wave of outbreaks in the country of the infected cases have increased significantly and are becoming more severe which will continue to make the Thai economy tend to slow down and further below the potential level affecting public and all business sectors, which encounter liquidity problems and debt repayment including the appreciation of the Thai Baht causing the Company to adjust its operating plan in order to pass through the COVID-19 epidemic which is a critical condition for future investment planning and business plan adjustments. Thus, the Company has to prepare important measures and strategies for future operations/investment plans which will be able to provide sustainable returns in the long term including risk management of financial and liquidity.

Recently, the Company has implemented a long-term business policy and plan to develop businesses that have potential to continuously increase the value of the businesses, investing in new projects that raise the value of the organization to increase the earning income and increase the profitability of the Company, In this regard, the Company considers the investment portion on the attainment of basic principle of stable and sustainable growth, the risk that may arise, the profitability and financial status of the Company before deciding to invest in various projects. Investment decisions must be approved by the Board of Directors and / or the Shareholders' Meeting. (Depending on the case). As can be seen from NFCT Company Limited ("NFCT"), a subsidiary company which is 100 percent owned by the Company, invested in tanks for fuel oil storage project ("Project"), on the leased land according to the industrial land lease agreement from Map Ta Phut

Industrial Estate for a lease period 30 years to provide liquid storage for oil storage and logistic services in transportation of oil through pipelines for the Shell Company of Thailand Limited for 17 years in total, it provide a certain return and sustainable throughout the project period. Currently, the Project is under construction as according to the plan, At the end of 2021 the progress is more than 70% and which is expected to be open for service in the 3<sup>th</sup> quarter of 2022.

Furthermore, In 2020 NFCW Company limited (“NFCW”) a subsidiary which is 100 percent by the Company, invested in area development to support and service for the operators of structure assembly and pipe system yare, and the operators of dismantling/cutting yard for the conveying pipe part of oil rig project (“Project”), on the leased land according to the industrial land lease agreement from Map Ta Phut Industrial Estate for a lease period 30 years to provide area development service for customers who want to use area behind the port, operators of structure assembly and pipe system yard, and the operators of dismantling/cutting yard for the conveying pipe part of oil rig project with full facilities, which is to utilize the Company’s asset for maximum benefits, however, it provides a certain return throughout the period. The appropriate Project Internal Rate of Return (Project IRR) is 21.04% per annum and the payback period is 3.27 years. The Project is recently developing and improving the area and expects to start the operation on the 2<sup>h</sup> quarter of 2022 onwards.

However, the expansion of the Company’s investment is still based on stable and sustainable growth. Therefore, the Company assigned the management to study in detail of the economic situation, industries, law and regulations, business operation, and risks that might occur, in order to develop the investment with a worthwhile return and on the basis of the risk appetite in the risk management policy.

### **Assets used in business**

#### **Land, buildings and machinery**

NFC Public Company Limited has assets for business use. which has a net book value as of December 31, 2021, with details as follows:

<b>Asset</b>	<b>location</b>	<b>Nature of ownership</b>	<b>Book value (Baht)</b>
Land improvement	Map Ta Phut Industrial Estate Rayong	company owned	75,388,362
2. Buildings and building improvements	Map Ta Phut Industrial Estate Rayong	company owned	21,766,086
3. Port	Map Ta Phut Industrial Estate Rayong	company owned	43,267,539
4. Machinery and equipment	Map Ta Phut Industrial Estate Rayong	company owned	60,924,804
	Rangsit Warehouse	company owned	22,486,188
	Ammonia customer eastern region	company owned	3,466,645
	Ammonia customers in the south	company owned	9,147,292
	Ammonia Customer North	company owned	210,391
5. Decorations and appliances	Head office	company owned	213,180

Asset	location	Nature of ownership	Book value (Baht)
6. Office equipment	Map Ta Phut Industrial Estate Rayong	company owned	468,560
	Head office	company owned	731,970
	Rangsit Warehouse	company owned	8,671
7. Vehicles	Map Ta Phut Industrial Estate Rayong	company owned	2,448,005
	Head office	company owned	64,636
8. Work during installation	Map Ta Phut Industrial Estate Rayong	company owned	1,551,217,154
9. Factory spare parts	Map Ta Phut Industrial Estate Rayong	company owned	127,307
10. Land lease right	Map Ta Phut Industrial Estate Rayong	Long-term lease with Industrial Estate of Thailand	835,333,488*
11. Land with buildings on the land	Surat Thani Warehouse	Long-term lease with NP Marine Company Limited	2,289,508*
12. Land with buildings	Rangsit Warehouse	Long-term lease with SC Management Company Limited	3,434,262*
13. Leasehold right of an office building	Head office	Long-term lease with N Holding Company Limited	7,311,538*

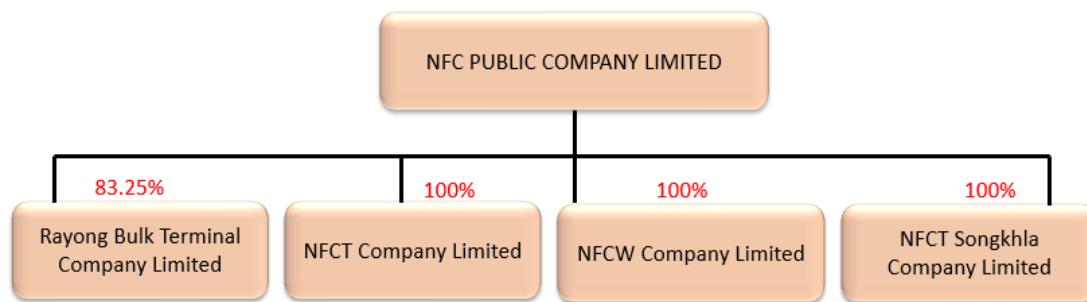
Note \* The Company recorded it as a right-of-use asset. According to the financial reporting base No. 16 on the lease agreement.

## **Shareholding Structure of the Group**

The Company has 4 subsidiary companies as follows:

Business name	Type of business	registered capital (million baht)	paid-up capital (million baht)	proportion investment
Rayong Bulk Terminal Company Limited,)*	which is operated in the business of pier area and warehouses.	764	764	83.25%
NFCT Company Limited	which is operated in the business of a liquid warehouse service.	326	326	100.00%
NFCW Company Limited	which is operated in the business of a warehouse and yard service.	196	159	100.00%
NFCT Songkhla Company Limited	Provide liquid warehousing and transportation services.	1	1	100.00%





### **Investment Policy in Subsidiaries and associated companies**

On March 3, 2015, the Central Bankruptcy Court dismissed the petition because it considered that the receiver's order was valid. At present, Rayong Port Company Limited has to temporarily suspend its port service business as the subsidiary is still subject to absolute receivership and the power to manage assets rests with the Competent Officer.

Therefore, the Company does not have any plans to invest in Rayong Port Company Limited in any way and has considered setting aside investment reserves in Rayong Port Company Limited in full.

On August 2, 2018, the Company established 2 subsidiaries, namely NFC Co., Ltd. to operate liquid warehouse services and NFCW Co., Ltd. to provide warehouse and storage services by NA Company. FC Public Company Limited holds 99.97% shares and has a registered capital of 1 million baht per company.

On July 23, 2019, NFCT Company Limited registered a capital increase of 325 million baht from the capital.

The original registered amount of 1 million baht to a new registered capital of 326 million baht by issuing 3,250,000 new ordinary shares with a par value of 100 baht per share to support the capital increase from the company.

On October 20, 2020, NFCW Company Limited registered a capital increase of 195 million baht from the capital.

The original registered amount of 1 million baht to a new registered capital of 196 million baht by issuing new ordinary shares of 1,950,000 shares with a par value of 100 baht per share to support the capital increase from the company.

### **Subsidiary supervision**

The Board of Directors has a supervisory policy that enables them to control, supervise, manage and be responsible for the operations of subsidiaries and associates, to maintain the benefits of the Company's investment by

1. A person is sent to represent the company, to become a director, an executive or a person with control over the said company in proportion to their shareholding which must be approved by the Board of Directors meeting.
2. The scope of powers, duties and responsibilities of directors and executives representing the company are defined, according to the authority of each company
3. There is a regulatory mechanism that results in the disclosure of financial position and results of operations. Transaction between the said company and the connected person Acquisition or disposition of assets or any other important transactions of such companies to be complete and accurate and to use the rules relating to disclosure of information and transactions in the aforementioned manner similar to those of the Company.

4. There is an appropriate and sufficiently concise internal control system in the subsidiary by testing the internal control system and auditing by the internal audit department of the company.

### **Amount of registered and paid-up capital**

As of December 31, 2021, the company has a registered capital of 897.46 million baht and a paid-up capital of 815.87 million baht, divided into 1,087.83 million ordinary shares with a par value of 0.75 baht per share, using the name of the offering of securities as “NFC”.

### **Dividend Policy**

The company has a dividend payment policy. It is set to pay at least 50 percent of the net profit after tax and all reserves of the company as required by law and the company, by referring to the Company's separate financial statements. However, the dividend payment will depend on the investment plan. Other necessity and suitability In the future, the Company may determine that the dividend payment rate is lower than the rate specified above. If the Company has any other necessity to use the said net profit for further expansion of the Company's operations

### **Risk Management Services**

Performance report of the Risk Management Committee for the year 2021

Dear shareholders The Board of Directors has appointed the Risk Management Committee of NFC Public Company Limited, comprising 4 qualified members, namely Mr. Weerasak. Sutantawiboon is the Chairman of the Risk Management Committee, and 3 risk management committees is Dr. Sunee Sornchaitanasuk Mr. Wiboon Rasmeepaisarn and Mr. Yongyos Palanitisena

The roles, duties and responsibilities of the Risk Management Committee is to formulate and review the organization's risk management policy. Supervise and monitor risk management plans and support cooperation in risk management at all levels in the organization. This ensures that NFC has a comprehensive risk management system covering all core activities, as well as in line with the strategic direction and goals of NFC.

In 2021, there were 2 meetings, which can be summarized as follows:

Review the organization's risk management framework and policies to propose to the Board of Directors for approval.

Consider, review and approve improvements to the organization's risk assessment criteria to be appropriate and consistent with the NFC business context.

Determine the organization's key risks and review Key Risk Indicators to be appropriate and consistent with the acceptable risk level of the organization (Risk Appetite).

Monitor the risk status, progress of risk management and changing corporate risks.

Assess the adequacy of risk management measures. Including the efficiency of the company's risk management and giving suggestions for improvement in accordance with the framework and risk management policy.

Consider, review and approve the Business Continuity Plan to be consistent with the current situation.

Report the performance of the Risk Management Committee to the Board of Directors every quarter The Risk Management Committee is committed to performing its duties responsibly. Manage risks in accordance with corporate governance principles and good internal control principles to ensure that NFC have risk management productive and

control risks to an acceptable level for NFC business to operate. according to strategic plans and achieve objectives throughout the organization including being able to adapt to With the changes in the current situation, in order for NFC to be able to conduct business continuously and grow sustainably, the NFC Risk Management Policy and Framework refer to the risk management guidelines according to the COSO international standard. (The Committee of Sponsoring Organizations of the Treadway Commission), which covers the following five components:

#### **Control environment**

NFC has established an organizational structure. chain of command, powers, approvals and procedures consistent with the duties and Responsibilities of each department, vision, mission and goals are communicated to management and employees. Everyone ensures that the objectives of each department are consistent. Policies, regulations and guidelines are also set. To ensure that NFC operations are in accordance with the principles Good corporate governance and an appropriate internal control system.

In addition to formulating good corporate governance policies and In addition to the Code of Business Conduct, NFC has established a policy on Conflicts of interest and anti-corruption for all employees to strictly adhere to and there are penalties that appropriate and clear for the offense.

#### **Risk assessment**

NFC attaches importance to risk management in order to achieve its missions, objectives, goals and operates its business at an acceptable risk level. Manage risk to take care of NFC risk management. to be efficient and effective. The risks at both the organizational level and the departmental level have been established. To identify the duties and responsibilities of management and employees at all levels and to encourage awareness and ability to analyze Potential risks arising from both internal and external factors NFC has conducted a risk assessment based on the level the likelihood and impact of such risks, including the formulation of appropriate risk management measures and plans; to reduce or control risks to an acceptable level of NFC.

#### **Control activities**

NFC has established operational control measures that cover All operational processes are appropriate and adhered to. in principle of good internal control Control measures that NFC has set in writing It contains the policies, regulations, operations and guidelines of each line as appropriate. In addition, NFC has segregation of duties and authority. in conducting financial transactions Procurement and management are clearly and appropriately controlled. performance to ensure that NFC has operated its business with transparency, fairness and accountability. entering into related transactions to supervise and control access Make related transactions in accordance with the laws and regulations.

#### **Information and communication**

NFC has developed and managed information systems to be accurate, reliable and easily accessible for executives and relevant stakeholders. to make operational decisions risk assessment or to accommodate business opportunities appropriately and in time for use. In addition, NFC There are guidelines and processes for communicating information, policies, rules and guidelines through internal channels. including providing channels Clear and appropriate communication for complaints or whistleblowing for employees and third parties This ensures that complaints are treated transparently, honestly, fairly and confidentially. within a reasonable time.

#### **Follow-up evaluation**

NFC has a process to monitor and assess the adequacy of internal control Internal Audit which is an independent agency directly reporting to the Audit Committee check Review and evaluate the effectiveness of internal control. of various activities in accordance with the audit plan approved by the Audit Committee and provide recommendations to support internal control to ensure that the existing internal control is sufficient, appropriate and is consistently performed. as well as presenting the results of the audit and further review Audit Committee to consider

#### **Risk factor**

NFC places an emphasis on enterprise-wide risk management. which is the key to enabling NFC to achieve its goals in Long-term business operations by NFC identifies and analyzes the business environment, both internal and external factors. continue to assess business-related risks. In addition, NFC Identify risk factors that are important to business operations. including following up on risk management plans to reduce opportunities and Potential impact on business operations including able Monitor the efficiency and effectiveness of the management plan. risk The major risk factors for NFC can be summarized as follows:

#### **Strategic Risk**

Economic risks amid the crisis of the Covid-19 epidemic that affects the global economy. Consumer confidence, purchasing power, and spending declined. One such event In negative factors for NFC's business, especially in the second half of 2021 Although it is expected that the epidemic situation And the economy will be able to recover in 2021 from the availability of vaccines, but the situation ahead is still uncertain. This may result in a continuous decline in consumer confidence and purchasing power and affect NFC's business. NFC has given importance to and closely monitors the situation. and continually review the organization's strategy and marketing strategy to ensure that the strategies In line with the current situation, readiness to adjust through new business developments and diversification to reduce potential business impacts. happen in the future.

#### **Human Resources Risk**

The success of NFC business operations depends on the continued efforts, efficiency and competence of NFC management and staff. Employees in the company's industry is at a relatively high level and senior personnel and Few of them are highly experienced in the industry. Therefore, if NFC is unable to attract, develop, motivate, hire and retain qualified executives and employees, then the number of people who are highly experienced in the industry are few and far between. have expertise and/or experience, or if we are unable to respond to changes in the environment business in a timely manner, NFC may be affected.

#### **Business continuity risk**

Natural disasters, epidemics, political violence, unrest, terrorism strike and other events out of control This may affect NFC operations, such as a shortage of operators. Therefore, NFC requires a business continuity management plan. (Business Continuity Plan) to enable all parties to cope and deal with crises or emergency situations that may arise. and minimize the impact of business or service interruptions. as well as to build confidence for our stakeholders.

### 3 Business Driving for Sustainability

#### About the content under this heading

Sustainability is at the heart of NFC's mid- and long-term business strategy and is integrated into every corner of the organisation. important to the society, environment and corporate governance of NFC corporate strategy and expectations of stakeholders The NFC Sustainability Report 2021 is based on international reporting standards such as Global Reporting Standard (GRI) and the SEC's Guidelines, Form 56-1 One Report.

#### Reporting guidelines

Reporting on Management Approaches and Performance on Significant Issues Materiality is defined through a materiality assessment process based on the Global Reporting Initiative (GRI), while human rights content is based on the UN Guiding Principles Reporting Framework for Business.

#### Content scope

Content scope is determined by business relevance. The availability of data and the degree of impact on NFC's business operations and branding can be summarized as the scope of the report to include NFC headquarters, Bangna sorting and distribution center. as well as the main business lines which can be reflected an overview of the entire organization.

#### Stakeholder Engagement and Significant Issues

stakeholder participation

Throughout 2021, NFC has worked with various stakeholders. to maintain a good relationship and receive feedback or guidance on their expectations of NFC by the five main stakeholder groups listed in the table below. It reflects the NFC ecosystem, where each stakeholder has a key role to play in creating long-term value and sustaining NFC business growth.

Stakeholder group	Participation guidelines	Issues of Interest/Expectations	NFC's response to those issues
Customers	30 customer interview/ service inspection	31 quality of service 32 Data Protection customer's personal	33 Commitment and relentlessness. in providing quality service Best with transparency and honesty 34 Secret Classification and access to data (Data Classification)
1. Staff	35 Channels for submitting suggestions and complaints (via the company website) 36 Ways to contact Personnel Development Agency 37 satisfaction survey	38 Compensation and fair benefits and able to compete with the market 39 Career Advancement 40 Employee competency development 41 Safety and Occupational Hygiene	42 Compensation, promotion, and welfare that are fair and motivating. 43 Leadership Development Program and ability according to the responsibilities 44 Safety at work
2. Business partners	45 Business visit and joint	47 Ability development	50 Training and development

	meeting 46 Channels for submitting suggestions. and complaints	business partner 48 Fair business practices. 49 Building strategic partnerships.	business partner 51 Fair purchasing policy 52 Collaboration Strategic with potential partners
3. Community and Society	53 Opportunity visits. 54 Organizing activities with the community	55 Opportunity to work with NFC 56 Community well-being	57 Provide an opportunity to work with NFC 58 Donations, community development and support
4. Government sector	a) Opportunity to meet and visit	59 Compliance with the law. and related regulations 60 Good Corporate Governance	61 Supervise the compliance with laws and regulations. 62 Related 63 Building a foundation good corporate governance

### Important issues

### Materiality Assessment

a) Identifying issues	2. Prioritization	3. Validation
Identify issues that may have an impact.to society and the environment from NFC operation using Method of analysis and inquiry from stakeholders and taken into account along with business strategy and direction of the organization as well as Important risk factors for both short term medium and long term	Check the results obtained from the first process. compared to external variables that may be Impact on business and stakeholders of the organization both in the short term, medium term and long term, and issues arising from perspectives of external organizations in the country and abroad which looks at the business should be taken into account	presented and considered together with the management high level in the organization then present to the relevant executives to jointly check one more time.

### Important issues

	Responsive Strategy	Target
<b>Environmental</b>		
Climate change	Driving business through innovation environmentally friendly	Supporting Global Goals and Goals of the country according to the Paris Agreement on Climate change to try control the global temperature to a maximum



		2 degrees Celsius by driving business with environmentally friendly innovations.
<b>Social</b>		
Occupational Safety and Health	Raise awareness of road safety participatory and sustainable	Improved framework according to the safety and occupational policy Health care to be more intense. • Accidents on the road. Road Zero (0)
	<b>Responsive Strategy</b>	<b>Target</b>
<b>Social (continued)</b>		
Community well-being	Create equal opportunities and promote knowledge to the community	E-commerce business support and social commerce in the country
Potential and Leadership Development of employees	Develop employees to be ready to support business needs Drive to develop the potential of employees. 4 Increase employee productivity.	Have employee development strategies and courses that correspond to business needs
Human rights and practices per employee	Build knowledge on human rights and labor rights Promote example employees who have values. Treat employees fairly.	No sexual abuse and no Discrimination in the workplace Achieve campaign objectives. HI STEP The Idol Employee Engagement Score towards the organization equivalent to the average of Thailand
<b>Corporate Governance</b>		
Build business standards ethical	Promote policies and practices in good corporate governance throughout the organization	The number of employees who pass the ethics assessment according to the Sunshine training program 100%
Promote the quality of service excellence	Offer excellent service beyond customer expectation	Speed and punctuality in the delivery of services and products
Protection of customer personal information	Requires data retention Personal is a matter of organization, must be focused and contained in NFC risk management	9. Update the policy accordingly, with the Personal Data Protection Act 10. No leakage of personal information

		of customers.
Sustainable business cooperation	Promote sustainable business cooperation	<ul style="list-style-type: none"> <li>● Fair procurement.</li> <li>● Promote cooperation with partners. potential business</li> </ul>

## **Performance in 2021**

### **Environmental**

Moving towards Digital Meetings As of 2020, NFC has adopted a Digital Meeting Policy applied to every meeting in the organization, from the Board of Directors meeting level. The goal is to create an effective meeting in terms of both attendees. and the person who prepares the meeting documents including reducing the use of paper to zero

The meeting will be conducted via electronic media (Microsoft Team system) where meeting documents can be uploaded to conduct meetings. meeting recording Vote and creating channels for the committees to discuss matters related to the meeting

### **Social**

#### **Safety Priority and occupational health of employees**

COVID-19 Prevention Measures NFC has a fast and strict prevention process. The spread and infection of employees in the organization as well. Considering the safety of employees family person and society as a whole The protection committee was set up. and control the outbreak of COVID-19 (COVID Prevention Committee)

since the beginning of 2019 to make the duty of issuing the policy and preventive measures employee campaign Follow government and NFC measures, including monitoring the results of operations by example. NFC measures to prevent COVID-19 include a ban on traveling across provinces. unless there is a reasonable cause to be allowed However, authorized employees must There is a quarantine before returning to work. and will have to go to check for infection at the hospital to bring the results to the supervisors

Distributing masks to employees continuously Setting up an alcohol gel service point and temperature measuring point at every customer service center found that from the operation As mentioned in this policy, NFC employees are not infected by performance It only comes from close family members, which account for less than 1% of all employees in the organization. However, when it is found that any employee is infected The company will close the office at the said employee. Regularly and spray disinfectant for 1 - 3 days, including ordering all employees working in the same place to be quarantined for 14 days and must see a doctor to check for the infection. at the hospital and bring it to the company.

### **Personnel development**

NFC places importance on continuous employee development by arranging employee potential development plans. to prepare for the changes that will occur in the future as follows:

#### **Soft Skill Development Course**

- Emphasis on organizational culture and basic skills that employees must possess such as safety, occupational health and environment. knowledge of thinking Critical Thinking, project management, etc.
- Leadership Skill Development courses to support succession plans. and career growth for employees
- Functional Skill Development Courses

**Focus on human rights**

NFC employees vary in age, education, gender, religion, and the idea of raising employees' understanding and awareness of the rights of others. In order for NFC to be a livable organization for all, it is important. We have assigned the personnel development department, which is the first Touch Point of employees. A study was conducted and collected on human rights issues through random interviews with employees at each level. Going down to look at the actual place of work and collecting complaints through channels company website

**Good corporate governance**

Encouraging the organization to have ethical conduct The company has trained in compulsory training courses. Ethical aspects that have been developed by all employees In the organization must be assessed from the first day of work. It will also be reviewed every year covering business ethics, respect for human rights, anti-corruption, etc.

**Protection of customer personal information**

The protection of the customer's personal information is a matter of the Company. attach great importance We have therefore issued a data protection policy. Personal and Information Technology Security Determines the secret class of information (Data classification) people who will access information in each hierarchy. data access process Each class includes security verification and training to keep employees aware of the threats of malware and computer viruses. and regular maintenance of personal information of customers

## **(Management Discussion and Analysis: MD&A)**

**Management Discussion and Analysis – For Year 2021****Operating Performance**

For the year ended 31 December 2021, the Company's net profit attributable to equity holders of the Company was 352.89 MB., net profit increased 361.65 MB. or 4,128.42% compared to last year.

- Gross Profit decreased by 32.69 MB. or 19.16 %
- Other Income increased by 457.20 MB. or 2,777.64%
- Total Expenses decreased by 17.45 MB. or 9.48%
- Financial Cost increased by 11.35 MB. or 74.57%
- Tax expenses increased by 69.17 MB or 2,385.17%
- Portion of non-controlling interests in subsidiaries loss increased by 0.20 MB. or 40.82%

Details are as followings:

**Revenues from sales and services**

For the year ended 31 December 2021, the Company had total revenue from sales and services of 1,364.15 MB., increased by 644.87 MB. or 89.65% compared to last year because

- Revenue from sales of chemical products was 1,265.58 MB., increased by 649.90 MB. or 105.56% compared to last year due to
  - Sales of Sulfuric acid increased by 558.89 MB. or 177.34%. due to the sulfuric acid price increased because the global market price increased. Sales volume decreased by 8,350 tons or 2.35%.
  - Sales of Ammonia increased by 79.42 MB. or 29.21%. because the global market price increased. While the average sale price per tons is also increased and sale volume increased by 155 tons or 1.15%
  - Sales of Ammonium Hydroxide increased by 11.59 MB. or 40.41% due to the higher sale volume of 2,394 tons or 41.21% and lower average sale price per ton.
- Total service income was 98.57 MB., decreased by 5.03 MB. or 4.86% compared to last year due to
  - Revenue from warehouse service decreased by 5.96 MB. or 14.96% due to expansion of service area and number of customers decreased.
  - Revenue from Logistic & Liquid warehouse service increased by 0.82 or 1.49%.
  - Revenue from Port Service increased by 0.11 MB. or 1.25% due to the increased of company's terminal revenue.

#### **Cost of sales and services and gross margin**

For the year ended 31 December 2021, the Company's cost of sales and services was 1,226.22 MB., increased by 677.56 MB. or 123.49% compared to last year while gross margin was decreased to 10.11% against last year at 23.72% due to

- Cost of chemical products increased by 682.59 MB. or 129.95% compared to last year due to
  - Cost of sale Sulfuric acid increased by 592.97 MB. or 189.00% due to the increased in the price of imported chemical products in accordance with the market price trend.
  - Cost of sale Ammonia increased by 70.63 MB. or 37.56%
  - Cost of sale Ammonium Hydroxide increased by 18.99 MB. or 80.91%
- The gross margin of chemical products decreased by 31.69 MB. or 36.15% effecting to gross margin ratio decreased to 4.56% compared to last year at 14.69% due to the higher cost of chemical products.
- Cost of services decreased by 5.03 MB. or 4.86% compared to last year due to decreased warehouse service cost.

#### **Other income**

For the year ended 31 December 2021, the Company had income that not related to the main business of 507.09 MB., increased by 457.20 MB. or 2,777.64% compared to last year, resulting from

- Revenue from sales of leasehold rights by 452.92 MB.
- Gain from exchange rate increased by 9.72 MB.
- Gain from disposal of assets by 2.83 MB.
- Other income increased by 1.76 MB.
- Reduce the reserve for obsolete inventories increased by 0.43 MB.
- Interest income decreased by 0.74 MB.

- Accrued expenses (Reversed) decreased by 9.72 MB.

### **Total expenses**

For the year ended 31 December 2021, the Company had total expenses of 166.55 MB., decreased by 17.45 MB. or 9.48% compared to last year due to

- Selling expenses increased by 1.29 MB. or 3.74%, due to transportation to the customer increased.
- Administrative expenses decreased by 18.74 MB. or 12.53% resulting from
  - Employee expenses decreased by 8.55 MB.
  - Depreciation decreased by 8.20 MB.
  - Other administrative expenses decreased by 6.63 MB.
  - Professional service expenses decreased by 2.80 MB.
  - Provision for impairment of assets increased by 7.44 MB.

### **Financial Costs**

For year ended 31 December 2021, the Company had Financial Costs of 26.57 MB., increased by 11.35 MB. or 74.57% when compared to last year from right of use increased by 10.45 MB. From TFRS 16. due to the Company increased credit facilities utilization with Financial Institutions by 0.90 MB.

### **Tax expense**

For year ended 31 December 2021, the Company had Tax expense of 66.27 MB. or 2,385.17%. due to the Company has a net profit that must be taxed 57.20 MB. and tax on deferred tax assets and deferred tax liabilities by 9.07 MB.

### **Financial Position**

From the Company's financial statement as at ended 31 December 2021, the Company had total assets of 3,696.94 MB., total liabilities of 2,420.06 MB., Non-controlling interests of subsidiaries loss 2.86 MB. and shareholders' equity of 1,279.74 MB. or book value of 1.18 Baht per share, and at the end of 2020, the Company had total assets of 2,848.31 MB., total liabilities of 1,922.97 MB., Non-controlling interests of subsidiaries loss 2.17 MB. and shareholders' equity of 927.51 MB. or book value of 0.85 Baht per share.

As at 31 December 2021, the Company had a working capital in cash of 224.66 MB., with enough for current operation business. The significant change for financial position of the Company are as follows.

- As of 31 December 2021, the Company's total assets were 3,696.94 MB., increased by 848.63 MB. or 29.79% compared to the end of year 2020 as per following details
  - Cash and cash equivalents of 224.66 MB., increased by 115.89 MB. or 106.55% from net cash provided from operating activities compared to last year.
  - Trade accounts receivable and other current account receivables were by 612.51 MB., increased by 433.48 MB. or 242.13% from other current receivables increased by 407.36 MB., Net trade accounts receivable increased by 24.93 MB.

- Inventories were 101.58 MB., increased by 59.81 MB. or 143.19% from. Goods in transit Sulfuric acid increased by 46.06 MB., Ammonia increased by 12.56 MB. Supplies and others increased by 1.33 MB., Ammonium Hydroxide increased by 0.03 MB., Gypsum bags decreased by 0.17 MB.
  - Others current financial asset of 21.84 MB., increased by 12.45 MB. or 132.59% from the Deposit as collateral for Trade Credit Facilities with Financial Institutions increased.
  - Property, plant and equipment (PPE) of by 1,791.94 MB., increased by 473.01 MB. or 35.86% due to from Purchase and investment of PPE during the year of 418.50 MB., which consists of invest Fuel Tank Farm project of NFCT about 333.25 MB., NFCW by 28.83 MB. the purchase of assets and equipment of NFC 56.42 MB., net depreciation decreased by 18.20 MB.
  - Right of use asset by 848.37 MB., decreased by 128.60 or 13.16% from TFRS 16.
  - Other non-current asset of Baht 55.94 MB. decreased 105.88 MB. or 65.43% due to amortized for the advance of subsidiaries' construction Fuel Tank Farm project.
- As of 31 December 2021, the Company had total liabilities of 2,420.49 MB., increased by 497.52 MB. or 25.87% compared to the end of year 2020.
- Bank overdraft and short-term loan from financial institution of 220.88 MB., increased by 127.37 MB. or 136.21% from increased usage credit facilities (LC/TR) with financial institutions by 60.77 MB. and promissory note (P/N) from Fuel Tank Farm project of NFCT.
  - Trade accounts payable and other current account payable of 194.31 MB., decreased by 180.39 MB. or 48.14% due to net trade account payable increased by 63.07 MB., Other trade payable decreased by 243.46 MB. of project NFCT Fuel Tank Farm decreased by 249.31 MB., from liability payable to IEAT decreased by 27.60 MB., advance service income increased by 22.07 MB. and other account payable increased by 11.38 MB.
  - Current portion of long - term liabilities by 66.23 MB. from Fuel Tank Farm project of NFCT.
  - Current portion of lease liabilities decreased by 13.19 MB. or 31.56% from TFRS 16.
  - Corporate income tax liabilities by 54.19 MB. due to the company's net profit.
  - Long-term loans from financial institutions increased by 531.89 MB. or 108.74% from Fuel Tank Farm project NFCT.
  - Lease liabilities by 790.22 MB. decreased by 94.02 MB. or 10.63% from TFRS 16.
- As of 31 December 2021, the Company had shareholders' equity of 1,276.88 MB., increased by 351.54 MB. or 37.99 % compared to the end of year 2020 due to the Company's comprehensive profit of 351.54 MB. or 37.99% Other components of shareholder's equity caused by the surplus from the revaluation of assets decreased by 28.14 MB. mainly caused by demolition unused factory buildings and disposal scrap metal after demolition to unrelated company and a portion of non-controlling interests in subsidiaries of loss 0.69 MB. or 31.80% the Company has a paid-up capital 815.87 MB. ordinary shares 1,087.83 Million shares at par value 0.75 Baht.

#### **Cash flow Statement of the Company**

For the year ended 31 December 2021, the Company had net increased in cash and equivalents by 115.89 MB., cash and cash equivalents at the beginning of the period was by 108.77 MB. As a result, cash and cash equivalents at the end of the period was 224.66 MB. due to.

- Cash flow used in from the operating 102.85 MB. resulting from effective other current receivables increased.
- Cash flow used in from investing 418.53 MB., mostly due to investment in the Fuel Tank Farm project NFCT 333.25 MB., NFCW by 28.83 MB., purchase of assets and equipment of NFC 56.42 MB., purchase intangible assets by 0.03 MB.,
- Cash flow provided from financing activities 637.27 MB. resulting from received long-term loans from financial institutions 598.12 MB for NFCT project net-of received on trade credit facilities LC/TR to Financial Institutions 127.36 MB. and pay rental fees payment 88.21 MB.

### **Significant Financial Information**

#### **Financial Statement**

##### **Auditors**

The auditors of NFC Public Company Limited for the year 2019-2020 Mr.Jadesada Hungsapruerk Certified Public Accountant No. 3759, 2020 Mr.Jirote Sirirorote Certified Public Accountant 5113 and 2021 Mr. Komin Linphrachaya Certified Public Accountant No.3675 from Karin Audit Company Limited

##### **Summary of Auditor's Report**

##### **Accounting Period 1 January - 31 December 2021**

The auditor has expressed his opinion on the consolidated financial statements of NFC Public Company Limited and its subsidiary as at 31 December 2021, the consolidated and the separate statements of comprehensive income, the consolidated and the separate statements of changes in shareholders 'equity, Consolidated and separate statements of cash flows for the year then ended, Notes to the consolidated, the consolidated and the separate operating results, the financial statements are prepared in accordance with Thai Financial Reporting Standards.

Key audit matters to investigate were 1) The Company has income from operations with an unrelated company to have the right to lease area from the Company amount of Baht 452,621,417 ( 25% of total income in the consolidated financial statements). The leasehold transfer agreement specifies several important terms and conditions that both parties must comply with in order to achieve the objective of the leasehold transfer. The successful implementation of the terms and conditions in the agreement affects the determination of the revenue recognition point. In addition, as a result of compliance with terms and conditions in the agreement, the Company has to provisions from obligations to perform. 2) The company has not yet recorded deferred tax asset amount Baht 154.10 million Because recognition of deferred tax assets needs to be based on the probability of utilization which is subject to management's judgment. Expectation of such assets utilization is depended on many factors, including appropriateness of temporary difference, and sufficiency of future taxable profit. 3) The Company values its plant and equipment, including those assets acquired in a business combination, at fair value which is determined by an independent appraiser. The valuation process requires judgement and significant estimates to be made by management.

##### **Accounting Period 1 January - 31 December 2020**

The auditor has expressed his opinion on the consolidated financial statements of NFC Public Company Limited and its subsidiary as at 31 December 2020, the consolidated and the separate statements of comprehensive income, the consolidated and the separate statements of changes in shareholders' equity, Consolidated and separate statements of cash flows for the year then ended, Notes to the consolidated, the consolidated and the separate operating results, the financial statements are prepared in accordance with Thai Financial Reporting Standards.

Key audit matters to investigate were 1) Non-current assets or disposal groups are classified as held for sale, The Company has been destroyed unused factory building and disposed debris from the destruction. However, recoverable amount from debris disposal as of Baht 13.98 million. The book value of factory building reclassified as current assets held for sale of Baht 30.92 million. Therefore, recorded impairment in the year of Baht 16.94 million. 2) Valuation of buildings and equipment, as well as, assets acquired through a business combination with a fair value estimated by an independent appraiser which is 184.42 million Baht or 12% of the Group's total assets. 3) Deferred income tax assets which have not been recorded at the amount of 193.68 million Baht because the recognition of deferred income tax assets needed to be based on opportunities for implementation at the discretion of the management. The expectation to make good use of the following asset depends on several factors, including the appropriateness of temporary tax differences and the adequacy of future taxable profits, to support the recognition.

#### NFC PUBLIC COMPANY LIMITED AND SUBSIDIARY

Summary of financial position	For year ended		For year ended		For year ended	
	December 31, 2019		December 31, 2020		December 31, 2021	
	(Thousand Baht)	%	(Thousand Baht)	(Thousand Baht)	%	(Thousand Baht)
<b>ASSETS</b>						
<b>CURRENT ASSETS</b>						
Cash and cash equivalents	87,500	7.28	108,768	3.82	224,659	6.08
Trade and other current receivables	198,609	16.52	179,030	6.29	612,509	16.57
Inventories	78,485	6.53	41,767	1.47	101,585	2.75
Current tax assets	2,830	0.24	2,109	0.07	0.00	0.00
Other current financial assets	19,528	1.62	9,389	0.33	21,839	0.59
Other current assets	2,346	0.20	1,702	0.06	12,407	0.34
Non-current assets or disposal groups classified as held for sale	-	-	13,980	0.49	-	-
<b>Total Current Assets</b>	<b>389,298</b>	<b>32.37</b>	<b>356,745</b>	<b>12.52</b>	<b>972,999</b>	<b>26.32</b>
<b>NON - CURRENT ASSETS</b>						
Other non - current financial assets	12,917	1.07	12,129	0.43	11,963	0.32
Property, plant and equipment	385,913	32.09	1,318,934	46.31	1,791,937	48.47
Right of use assets	0.00	0.00	976,968	34.30	848,369	22.95
Other intangible assets other than goodwill	2,133	0.18	1,519	0.05	936	0.02
Deferred tax asset	8,825	0.73	20,199	0.71	14,799	0.40



Other non - current assets	403,384	33.55	161,816	5.68	55,937	1.51
<b>Total Non - Current Assets</b>	<b>813,172</b>	<b>67.63</b>	<b>2,491,565</b>	<b>87.48</b>	<b>2,723,941</b>	<b>73.68</b>
<b>TOTAL ASSETS</b>	<b>1,202,470</b>	<b>100.00</b>	<b>2,848,310</b>	<b>100.00</b>	<b>3,696,940</b>	<b>100.00</b>

#### NFC PUBLIC COMPANY LIMITED AND SUBSIDIARY

Summary of financial position	For year ended		For year ended		For year ended	
	December 31, 2019		December 31, 2020		December 31, 2021	
	(Thousand Baht)	%	(Thousand Baht)	%	(Thousand Baht)	%
<b>LIABILITIES AND</b>						
<b>SHAREHOLDERS' EQUITY</b>						
<b>CURRENT LIABILITIES</b>						
Bank overdraft and short-term loan from financial institutions	83,080	6.91	93,508	3.28	220,875	5.97
Trade and other current payables	152,918	12.72	374,696	13.16	194,312	5.26
Current portion of long - term liabilities	0.00	0.00	0.00	0.00	66,233	1.79
Current portion of lease liabilities	0.00	0.00	41,793	1.47	28,602	0.77
Corporate income tax paybles	0.00	0.00	0.00	0.00	54,188	1.47
Current provisions for employee benefits	0.00	0.00	7,303	0.26	6,647	0.18
<b>Total Current Liabilities</b>	<b>235,998</b>	<b>19.63</b>	<b>517,300</b>	<b>18.16</b>	<b>570,857</b>	<b>15.44</b>
<b>NON - CURRENT LIABILITIES</b>						
Long - term loans from financial institutions	0.00	0.00	489,164	17.17	1,021,048	27.62
Lease liabilities	0.00	0.00	884,238	31.03	790,218	21.37
Deferred tax liabilities	0.00	0.00	8,690	0.30	12,192	0.33
Non - current provisions for employee benefits	10,876	0.90	1,762	0.06	3,891	0.11
Other non - current provisions	18,427	1.53	18,367	0.63	18,306	0.50
Other non - current liabilities	3,420	0.29	3,445	0.12	3,545	0.10
<b>Total Non - Current Liabilities</b>	<b>32,723</b>	<b>2.72</b>	<b>1,405,666</b>	<b>49.35</b>	<b>1,849,200</b>	<b>50.02</b>
<b>TOTAL LIABILITIES</b>	<b>268,721</b>	<b>22.35</b>	<b>1,922,967</b>	<b>67.51</b>	<b>2,420,057</b>	<b>65.46</b>
<b>SHAREHOLDERS' EQUITY</b>						
Share capital - ordinary share						
Authorized share capital	<b>897,462</b>	<b>74.63</b>	<b>897,462</b>	<b>31.51</b>	<b>897,462</b>	<b>24.28</b>

Summary of financial position	For year ended		For year ended		For year ended	
	December 31, 2019		December 31, 2020		December 31, 2021	
	(Thousand Baht)	%	(Thousand Baht)	%	(Thousand Baht)	%
Issued and paid share capital	815,875	67.85	815,875	28.64	815,875	22.07
Surplus (Deficit) from business combination under the common control	(255,264)	(21.23)	(255,264)	(8.96)	(255,264)	(6.90)
Retained earnings						
Legal reserve	22,550	1.88	24,380	0.86	47,136	1.28
Unappropriated	235,287	19.57	274,955	9.65	632,562	17.11
Other components of shareholder's equity	116,979	9.72	67,566	2.37	39,432	1.06
<b>Total equity attributable to owners of the company</b>	<b>935,427</b>	<b>77.79</b>	<b>927,512</b>	<b>32.56</b>	<b>1,279,741</b>	<b>34.62</b>
Non-controlling interests of subsidiaries	(1,678)	(0.14)	(2,168)	(0.08)	(2,858)	(0.08)
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>933,749</b>	<b>77.65</b>	<b>925,344</b>	<b>32.49</b>	<b>1,276,883</b>	<b>34.54</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>1,202,470</b>	<b>100.00</b>	<b>2,848,310</b>	<b>100.00</b>	<b>3,696,940</b>	<b>100.00</b>

#### NFC PUBLIC COMPANY LIMITED AND SUBSIDIARY

Summary of Operating Results	For year ended		For year ended		For year ended	
	December 31, 2019		December 31, 2020		December 31, 2021	
	(Thousand Baht)	%	(Thousand Baht)	(Thousand Baht)	%	(Thousand Baht)
<b>REVENUES</b>						
Revenue from sales of chemical products	1,080,746	91.46	615,676	85.60	1,265,584	92.77
Revenue from services	100,907	8.54	103,609	14.40	98,568	7.23
<b>Total Revenues from Sales and Services</b>	<b>1,181,653</b>	<b>100.00</b>	<b>719,285</b>	<b>100.00</b>	<b>1,364,151</b>	<b>100.00</b>
<b>COSTS OF SALES AND SERVICES</b>						
Cost of chemical products sold	974,691	82.49	525,259	73.03	1,207,848	88.54
Cost of services	19,498	1.65	23,415	3.25	18,375	1.35

<b>Total Costs of Sales and Services</b>	<b>994,189</b>	<b>84.14</b>	<b>548,674</b>	<b>76.28</b>	<b>1,226,223</b>	<b>89.89</b>
<b>Gross profit</b>	<b>187,464</b>	<b>15.86</b>	<b>170,611</b>	<b>23.72</b>	<b>137,928</b>	<b>10.11</b>
Other income	27,309	2.32	16,456	2.29	473,666	34.72
<b>Profit Before Expenses</b>	<b>214,773</b>	<b>18.18</b>	<b>187,067</b>	<b>26.01</b>	<b>611,594</b>	<b>44.83</b>
Selling expenses	43,152	3.65	34,480	4.79	35,768	2.62
Administrative expenses	154,031	13.04	149,516	20.79	130,787	9.59
Financial costs	16,410	1.39	15,220	2.12	26,570	1.95
<b>Total expenses</b>	<b>213,593</b>	<b>18.08</b>	<b>199,216</b>	<b>27.70</b>	<b>193,125</b>	<b>14.16</b>
<b>Profit (Loss) Before income Tax expense</b>						
<b>Income (Expense) Tax</b>	<b>1,180</b>	<b>0.10</b>	<b>(12,149)</b>	<b>(1.69)</b>	<b>418,469</b>	<b>30.67</b>
<b>NET PROFIT (LOSS) FOR THE YEAR</b>	<b>(36,127)</b>	<b>(3.06)</b>	<b>2,896</b>	<b>0.40</b>	<b>(66,270)</b>	<b>(4.86)</b>
Financial costs	<b>(34,947)</b>	<b>(2.96)</b>	<b>(9,253)</b>	<b>(1.29)</b>	<b>352,199</b>	<b>25.81</b>

Summary Statement of Cash Flows	Ended December 31		
	2019	2020	2021
	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)
Net Cash provided from (Used in) Operating Activities	113,592	386,451	(102,852)
Net Cash provided from (Used in) Investing Activities	(134,017)	(805,377)	(418,530)
Net Cash provided from (Used in) Financing Activities	(180,157)	440,195	637,272
NET INCREASE (DECREASE) CASH AND CASH EQUIVALENTS	(200,582)	21,269	115,890
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	288,083	87,500	108,769
CASH AND CASH EQUIVALENTS AT END OF PERIOD	87,500	108,769	224,659

#### NFC PUBLIC COMPANY LIMITED AND SUBSIDIARY

Statement of Cash Flows	Ended December 31		
	2019	2020	2021
	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)
<b>Cash Flows from Operating Activities</b>			
Profit (Loss) before income Tax expense	1,179	(12,149)	418,469
<b>Cash Flows from Operating Activities</b>	<b>0</b>	<b>0</b>	<b>0</b>

Statement of Cash Flows	Ended December 31		
	2019	2020	2021
	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)
Profit (Loss) before income Tax expense	1,179	(12,149)	418,469
<b>Adjustments to reconcile profit (Loss) to net cash provided (Used)</b>			
Adjustment on financial costs	16,410	15,220	26,570
Adjustment on Trade receivable (Increase) Decrease	30,114	3,189	(26,891)
Adjustment on Other receivable from other operations (Increase) Decrease	(81,009)	16,390	(408,222)
Adjustment on Inventories (Increase) Decrease	55,294	102,719	(59,390)
Adjustment on Other assets (Increase) Decrease	37,058	(34,270)	24,506
Adjustment on Trade payable Increase (Decrease)	5,655	(18,649)	62,652
Adjustment on Other payable from other operations Increase (Decrease)	(821)	252,997	(256,457)
Adjustment on Other liabilities (increase) decrease	0	0	100
Depreciation Depletion and Amortisation charge	106,179	122,157	109,839
Adjustment of loss on Impairment Asset (Reverse)	(5,517)	(30,236)	(2,691)
Adjustment on Provisions liabilities (Reverse)	(15,613)	12,290	13,783
Adjustment on Unrealized (Gain) loss on exchange rate	117	(5)	418
Adjustment on Bad debt and allowance for doubtful accounts (Reverse)	(52)	0	770
Adjustment on loss from inventories devaluation (Reverse)	(10,427)	(66,000)	(429)
Other adjustments with non cash	97	(449)	1,255
Adjustment on loss (Gain) on disposal of non current assets	379	51,710	(3)
Adjustment other on cash from investment or borrowings	(8,543)	(7,306)	(391)
<b>Net Cash provided from (Used in) Operating Activities</b>	<b>130,500</b>	<b>407,608</b>	<b>(96,112)</b>
Interest expenses	(15,924)	(18,735)	(6,630)
Other cash provided (Used) - Provisions for employee benefit	(984)	(2,422)	(110)
<b>Net Cash provided from (Used in) Operating Activities</b>	<b>113,592</b>	<b>386,451</b>	<b>(102,852)</b>
<b>CashFlows fromInvesting Activities</b>			
Proceeds from disposal of Equity Instruments or debt Instruments from other parties	305,899	0	0
Investment in subsidiaries Increase	(89,430)	(808,497)	(418,503)
Cash paid for purchase of intangible assets	(123)	(36)	(32)
Loans to related parties	475	2,032	5
Cash paid for deposit Assets in progress	(355,000)	0	0
Loans to other persons or related parties	(28,500)	(27,000)	0
Cash received from loans to unrelated parties or related parties	28,500	27,000	0
Other Proceeds (cash paid) from Operating Activities-Provision for	(984)	0	0

Statement of Cash Flows	Ended December 31		
	2019	2020	2021
	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)
employee benefit			
Proceeds from Interest received	4,162	1,124	0
<b>Net Cash provided from (Used in) Investing Activities</b>	<b>(134,017)</b>	<b>(805,377)</b>	<b>(418,530)</b>
<b>Cash Flows from Financing Activities</b>			
Proceeds from long term loans	0	495,346	598,118
Cash received (paid) from short - term loans	(133,380)	10,428	127,367
Deividends paid	(46,777)	0	0
Cash paid for decresing lease liabilities	0	(56,972)	(51,753)
Interest expenses	0	(8,607)	(36,460)
<b>Net Cash provided from (Used in) Financing Activities</b>	<b>(180,157)</b>	<b>440,195</b>	<b>637,272</b>
<b>NET INCREASE (DECREASE) CASH AND CASH EQUIVALENTS</b>	<b>(200,583)</b>	<b>21,269</b>	<b>115,890</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>	<b>288,083</b>	<b>87,500</b>	<b>108,769</b>
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>	<b>87,500</b>	<b>108,769</b>	<b>224,659</b>

### **Financial Ratios**

#### **NFC PUBLIC COMPANY LIMITED AND SUBSIDIARY**

	For the Year Ended December 31		
	2019	2020	2021
<b>(LIQUIDITY RATIOS)</b>			
Current Ratio (Times)	1.65	0.69	1.70
Quick ratio (times)	0.96	0.45	1.32
Cash Ratio (Times)	0.38	1.03	(0.19)
Account Receivable Turnover (Times)	6.39	4.21	3.89
Average collection period (days)	56.34	85.60	92.57
Inventory turnover (times)	9.93	8.74	16.85
Receivable conversion period (days)	36.26	41.21	21.36
Account Payable Turnover (Times)	10.30	8.94	14.67
Payable convention period (days)	34.97	40.29	24.54
Cash Cycle (Days)	57.62	86.52	89.39
<b>(PROFITABILITY RATIOS)</b>			
Gross Profit Margin (%)	15.86%	23.72%	10.11%
Operating Profit Margin (%)	(4.87) %	4.27%	28.26%

Cash to Profit Ratio (%)	(197.20)%	1,258.01%	(26.68)%
Net Profit Margin (%)	(2.92) %	(1.22)%	25.87%
Return on Equity (%)	(3.54) %	(0.94)%	31.98%
<b>(EFFICIENCY RATIOS)</b>			
Return on Assets (%)	1.34%	0.15%	13.60%
Return on Fixed Assets (%)	31.38%	14.69%	35.67%
Total Assets Turnover (Time)	0.90	0.36	0.42
<b>(FINANCIAL POLICY RATIOS)</b>			
Debt to Equity Ratio (Time)	0.29	2.08	1.90
Interest Coverage Ratio (Time)	5.72	26.58	(5.37)
Obligation coverage Ratio (cash basis) (Time)	1.07	0.47	(0.23)
Dividend Payout Ratio (%)	0.00	0.00	0.00

**Summary of financial position and operating Performance of subsidiary (Unit: Million Baht)**

Item	Rayong Bulk Terminal Co., Ltd.			NFCT Co., Ltd.			NFCW Co., Ltd.		
	2019	2020	2021	2019	2020	2021	2019	2020	2021
Total Assets	55.42	53.24	22.40	832.99	1,917.45	2,324.47	0.98	615.21	551.07
Total Liabilities	65.44	66.18	39.46	507.56	1,597.17	2,007.34	0.02	502.09	422.71
Total Shareholders' Equity	(10.02 )	(12.95)	(17.06)	325.43	320.28	317.13	0.96	113.12	128.36
Net Income	0.26	0.01	0.00	0.21	0.05	0.00	0.00	0.00	0.00
<b>Net Profit</b>	<b>(2.76)</b>	<b>(2.93)</b>	<b>(4.12)</b>	<b>(0.56)</b>	<b>(4.95)</b>	<b>(3.18)</b>	<b>(0.02)</b>	<b>(4.84)</b>	<b>(25.71)</b>
Book value per share (Baht)	(0.13)	(0.17)	0.22)	99.83	98.24	97.28	96.09	57.71	65.49
Item	NFCT Songkhla Co.,Ltd.								
	2019	2020	2021						
Total Assets	-	-	0.98						
Total Liabilities	-	-	-						
Total Shareholders' Equity	-	-	0.98						
Net Income	-	-	-						
<b>Net Profit</b>	-	-	<b>(0.02)</b>						
Book value per share (Baht)	-		9.82						

## General Information

Company's name	:	NFC Public Company Limited
Abbreviation	:	NFC
Registration number	:	0107538000495 (formerly, BorMorJor.572)
Listing Securities	:	1,087,833,056 of Common shares, Baht 0.75 par value
Capital registered	:	Baht 897,462,271.50
Paid up capital	:	Baht 815,874,792.00
Type of business	:	1.Chemical products distribution 2.Services
Head Office Address at the present	:	No. 88 SC Group building 3 <sup>rd</sup> floor, The Park Land Road, (Bangna-Trad KM.5), Bangna Nuea Sub-District, Bangna District, Bangkok. Tel. (02) 348-0580 Fax. (02) 348-0579 Website: <a href="http://www.nfc.co.th">www.nfc.co.th</a>
Factory and Warehouse address	:	No.2 MapTaPhut Industrial Estate, I-2 road, MapTaPhut Sub-District, Mueang Rayong District, Rayong Province 21150 No. 9/25 Mu 4, BuengYitho Sub-District, Thanyaburi District, Pathumthani 12130 No. 105/10 Mu 2, Surath-Phaknum, Bangkung Sub-District, Mueang Surat Thani District, Surat Thani 84000
Registrar	:	Thailand Securities Depository Company Limited 93 Ratchadaphisek Road, Dindaeng Sub-District and District, Bangkok 10400 Tel. (02) 009-9000 Fax. (02)009-9999
Auditor	:	1. Ms. Kannika Wipanut CPA no. 7305 2. Mr. Jirote Sirirorote CPA no. 5113 3. Mr.Komin Linphrachaya CPA no 3675 4. Mr.Worapol Wiriakulapong CPA no. 11181 5. Ms.Kojchamon Sunhuan CPA no. 11536
		Karin Audit Co., Ltd. 72 CAT Telecom Tower, Floor 24, Charoen Krung Rd. Bangrak, Bangkok. 10500 Thailand Tel. 0-2105-4661 Fax. 0-2026-3760 Website: <a href="http://www.karinaudit.co.th">http://www.karinaudit.co.th</a>

## **Litigation**

In 2011 The Central Bankruptcy Court gave an order of absolute receivership to Rayong Bulk Terminal Co., Ltd which stop all operation of the company. In 2015, the Central Bankruptcy Court dismiss the petition against official receiver's order of the affiliated company resulting to ending of operation and development of port area agreement between IEAT and the affiliated company.

Then, all related parties agreed to manage and develop the port area in aforementioned agreement, which lead to resolution of all dispute between company and IEAT. Now, all creditors filed the petition to the Central Bankruptcy Court to discharge in bankruptcy of the company at November 30, 2021, then at December 7, 2021, the Central Bankruptcy Court agreed and ordered the cancellation of the subsidiary's bankruptcy, which such discharge in bankruptcy publication was published in the Government Gazette on February 15, 2022.

## **Part 2 Corporate governance**

### **4. Corporate Governance Polic**

NFC's Good Corporate Governance Policy and Code of Business Conduct apply to both directors, executives and employees as a guideline for business operations and as a means of conducting business. The norms shall be strictly adhered to as a guideline for the performance of their duties. by practice has referenced in accordance with the Good Corporate Governance Principles for Listed Companies B.E. 2560 (Corporate Governance Code or "CG Code") 8 Code of Conduct Securities and Exchange Commission (SEC) NFC is committed to bringing The principles of good corporate governance are applied and integrated into the operation. and as disclosed in compliance with good corporate governance principles in issuing and initial public offering (Initial Public Offering) to achieve the following expected results:

to perform duties with caution and prudence in accordance with the guidelines given by the shareholders Articles of Association and related laws

Build trust for shareholders and trust for those around you to lead to sustainable growth.

Set guidelines for conducting business with ethics, respect for rights and be responsible. to shareholders and stakeholders

Create transparency. responsibility (Accountability) of the Board of Directors

Create values that are beneficial to society and the environment.

#### **Performance**

With the Board of Directors attaching importance to raising the standards of corporate governance good to meet both domestic and international standards which will build credibility Among the key stakeholder groups of NFC, a review of the principles was required. Governance and business ethics annually



Corporate Governance Policy business ethics The remaining policies are in accordance with the announcements on the Company's website.

**Principle 1:**

Awareness of roles and responsibilities of the Board of Directors as the organization's leader that creates value for sustainable businesses

The Board of Directors has taken into account the performance of duties in accordance with their roles, and duties and responsibilities carefully by strategy, policy, operation, vision, mission, operational goals both short term and long term Action Plan Allocated budget reflects the principles of business that creates sustainable value for the organization Expected results are as follows:

Be able to compete and have good operating results, taking into account the long-term impact. (Competitiveness and Performance with Long-term Perspective)

Conduct business with ethics. Respecting rights and being responsible To shareholders and stakeholders (Ethical and Responsible Business)

Benefit to society and develop or mitigate negative impacts Environmental (Good Corporate Citizenship)

Able to adapt in every situation. Changes (Corporate Resilience)

Based on the results expected by the Board of Directors, the Board of Directors clearly separates the roles from the Chief Executive Officer to be a matter of passing approval from the Board of Directors only while the management is responsible for implementing the guidelines from the Board of Directors, and communicated to the entire organization for understanding and operate accordingly The sub-committees play an important role as they are assigned, from the Board of Directors by the charter of the sub-committees It must be approved by the Board of Directors and reviewed, at least once a year

**Principle 2:**

Set objectives and main goals of the business that is for sustainability The Board of Directors is responsible for oversight, in order to operate the business in accordance with the main objectives and goals This is considered to create sustainability for the organization in achieving such roles and duties. Therefore, the Board of Directors has established a business model that takes into account the business environment. Changes in business factors, customer and stakeholder needs and increasing the competitive limit of the business through questioning the purpose of establishing the business main customer group and creating organizational values in both quantity and quality in the preparation of the business model. has set for the introduction of innovation and technology into planning taking into account social and environmental responsibility as a basis.

**Principle 3:**

Strengthen the Board of Directors productive

The Board of Directors consists of 11 members who are diverse in terms of skills, experience and knowledge and are able to perform their duties efficiently in accordance with Business factors such as business size, type of business and business complexity, with one third being independent directors and non-executive directors. The chairman of the board is a non-executive director and has a role to play. The duties are clearly separated from the Chief Executive Officer, check which is independent to help consider the agenda meeting to ensure that the agenda is appropriate have enough information and have proper balance

The Company's director has a term of office of 3 years

At the annual general meeting of shareholders The number of directors is one-third of the total number of directors in the position. the longest must be out of the agenda If the number of directors cannot be divided into 3 parts, the number closest to one-third shall be used as the number of directors who vacate office may be re-elected for another term.

Shareholders have equal rights in electing directors by stipulating that 1 share is equal to 1 vote.

Any director who wishes to resign from office must submit a resignation letter, which will be effective from the date the resignation letter reaches NFC.

The Board of Directors has the power to appoint directors. Instead of the director who asked to resign and NFC had to notify the resignation or the appointment of directors to investors through channels of the Stock Exchange of Thailand

For the selection of the Chief Executive Officer must pass the nomination. from major shareholders By discussing with the Nomination Committee and consider compensation based on performance, skills and leadership For the qualifications of independent directors set by the Board of Directors Securities and Exchange Commission as follows:

Holding no more than 1 • Holding no more than 1 % of the number of shares with voting rights % of the number of shares with voting rights

Do not be a director who takes part in the management, employee, employee, consultant who receives a regular salary. Persons with control over the previous 2 years, except in the case of termination of government service. or an advisor to a government agency

which is a major shareholder or The controlling person may not be more than 2 years.

Do not be a person who has a blood relationship or by Legal registration with directors or executive

Do not engage in transactions or be a significant shareholder. or authority Controlled entities do transactions with the company with a transaction value of not more than 20 million baht or 3% of NTA, whichever is lower than in the previous 2 years.

Do not be an auditor of the company, parent company, subsidiary company, associated company, major shareholder Controlling authority during the previous 2 years

Do not be a provider of other professional services or be a significant shareholder. controlling authority Partners of legal entities that provide services that have Services exceeded 2 million baht in the previous 2 years.

### **Board of Directors Meeting and sub-committees**

The Board of Directors requires at least 6 meetings per year, for subcommittees to hold at least 4 meetings per year and meetings for non-executive directors. Have a meeting at least once a year by planning meetings and regulations. The meeting agenda must be made at least 3 months in advance of the year-end closing date of each year. For each meeting, the agenda must be sent at least 7 days in advance, while if there is a special agenda, it must be sent at least 14 days in advance. However, if there is an urgent case, NFC may call a meeting. Board of Directors and sub-committees in order to In accordance with good corporate governance principles, directors can request details about meetings or Further NFC operations can be obtained by contacting the company secretary. or management via email or other channels provided by NFC voting at the meeting The Board of Directors sets a quorum for the meeting. The minimum must be at least half of the total number of directors. Directors can choose to attend the meeting via the system. electronic as prescribed by the Royal Decree on Meetings through electronic media B.E. 2563 has also set forth in any meeting agenda that directors may have

conflicts benefit That director will not be allowed access. Documents supporting the agenda of the said meeting, including not participating in decision making and consideration of giving opinions

### **Director's Remuneration**

The Board of Directors requires approval of remuneration. Directors are under the jurisdiction of the annual general meeting of shareholders, by considering the criteria for the annual remuneration of directors Compensation of listed companies with similar market capitalization was compared. To create a competitive compensation rate and suitable for duties Responsibilities of Directors

### **Director development and evaluation performance of duties of directors**

In 2021, NFC organizes the development of directors through training, courses necessary for the performance of duties of the directors and knowledge management prior to the Board of Directors meeting from time to time Especially when NFC is about to be listed, in the stock market in order for the directors to understand the matter necessary for business operations and laws related to the capital market by the Board of Directors attended training on the topic Basic Laws and Regulation for Listed Company. There shall be a self-assessment of the performance of the Board of Directors. The results obtained will be used for further improvements in operations.

### **Supervision of Subsidiaries and Associated Companies**

The Board of Directors has approved the investment policy, and management in subsidiaries and associated companies, referring to the rules governing the operations of subsidiaries, and associated companies according to the Notification of the Capital Market Supervisory Board No. TorJor. 28/2551, including good corporate governance guidelines of Securities and Exchange Commission.

### **Principle 4:**

Recruiting and developing top executives and personnel management

The Board of Directors is responsible for recruiting and developing, senior management and has a duty to manage and develop personnel To have the skills and abilities that are ready to drive the organization to the main objectives and goals that personnel at all levels need must have together Therefore, the Board of Directors has supervised the preparation of Human Resource Development Policy and Succession Plan

### **Human resource development policy**

To encourage employees both at the permanent and employee level. There is a career planning (Career Planning) with goals for the future career. Board of Directors Therefore, the personnel development policy has been approved to require that employees and employees be assessed (Employee Competency Assessment), to analyze gaps in abilities (Gap Analysis) that needs to be developed by comparison with expected capabilities based on features and styles NFC Employee Competency Model their own abilities to accompany the development planning Individual personnel (Individual Development Plan (IDP)) which are in line with Career Planning and Organization Needs. NFC has provided training, that meets the individual personnel development plan

### **Succession Plan Policy**

The Board of Directors has established a succession planning. Management positions due to employee vacancies At the management level, it is considered one of the organization's risks in management. To be effective in accordance with the main objectives and goals of NFC, the Board of Directors has determined that employees In the next three hierarchical positions from the Chief Executive Officer and the employees who perform critical positions in the organization are the executives of NFC.

### **Remuneration Structure for Directors, Executives and Employees**

The Nomination and Remuneration Committee has been assigned from the Board of Directors to review the remuneration structure Director and Chief Executive Officer annually Compared with vision, mission, business plan, pay rate, compensation of other companies in the same industry, duties, responsibilities and expectations of shareholders, while employee remuneration is the duty of the Executive Committee to consider performance appraisal of the Chief Executive Officer and staff Performance appraisal of the Chief Executive Officer It is important to measure performance by means of performance appraisals and criteria must be presented. Board of Directors for approval with suggestions of the Nomination and Remuneration Committee. Criteria for performance appraisal will consider from the direction NFC Operations such as revenue and profit growth project promotion to reduce environmental impacts or employee development And must be in line with the expectations of the shareholders, and every year the Chief Executive Officer will assess his own performance. (Self-evaluation) and present the evaluation results to the Board. Nomination and Remuneration including the Board of Directors to consider. For the evaluation of employees' performance will cover to the ability and key skills (Core Competencies) that the organization needs and individual abilities and skills (Individual Competencies Based on Job Function) by supervisors must have interviews and talk with employees in their teams to assess together including setting goals to achieve together in the future Performance evaluation results will be reflected. into the compensation rate of each employee.

### **Understanding the structure and the relationship of shareholders**

The Board of Directors understands the structure and relationship. of shareholders who may have factors affecting the operations of NFC by setting guidelines when dealing with related party transactions Business Ethics for Prevention of Use of Insider Information and the Business Ethics for Preventing Conflicts of Interest

### **Personnel development**

The Board of Directors recognizes the human resource management. that is consistent with the direction and strategy of the organization that is Important that will enable the organization to achieve the goals of NFC, including anti-corruption training. and compliance with the policy of Board of Directors Therefore, personnel training is provided throughout the company, both permanently and permanently. at the head office sorting warehouse

### **Principle 5:**

Promote innovation and business responsibly

With NFC's corporate governance policy, business operations must be carried out in a responsible manner. promote innovation The Board of Directors has set Operations as follows:

- Support for innovation

- Research and Development

- Creating benefits for customers and stakeholder groups

Reflecting on social and environmental responsibility. in the Operation Plan and Strategies to create sustainability in the business value chain

Corporate Governance to have corporate governance. Information Technology (IT Governance)

Resource allocation and management. which takes into account the impact and resource development throughout the business value chain

#### **Principle 6:**

Ensure that there is a risk management system and appropriate internal controls

risk management system Internal Controls and Internal Audits NFC is committed to managing both current risks and risks. and Emerging Risks by the Board The company has set up a risk management committee to supervise. NFC also has a quality and risk management unit. at the operational level for monitoring, managing, assessing risks and support the Executive Committee Risks as a secretary in order to make the management NFC risks are powerful. More details can be studied from the topic of risk management In addition to encouraging employees at all levels to have a code of conduct. In practice, NFC also promotes a culture Risk culture management with employees at all levels The roles and responsibilities are defined in the policy. risk management. effective Therefore, an internal audit unit has been set up. which is independent to perform the duty of auditing the management system Risk and internal control and report to The audit committee found that there were issues that may be required. consider further improvements

#### **Operational supervision**

The Board of Directors has assigned the Company Secretary Department to supervise. Supervise the operation of NFC, the Board of Directors, executives and employees in accordance with the Public Limited Companies Act B.E. 2 5 3 5 , the Securities and Exchange Act B.E. and the Securities and Exchange Commission for other laws relating to business Legal and Quality Management and Management Agencies The risk is the caretaker.

#### **Conflict Management Monitoring of benefit**

The Board of Directors attaches importance to conflict prevention. Conflict between personal interests and interests of NFC and the use of inside information for personal gain Therefore, the prevention of conflicts of interest has been established. in the NFC Code of Business Conduct. It has also approved the securities trading policy of directors, executives and employees, including related persons. to prevent use such inside information

#### **Anti-Corruption and Guidelines**

The Board of Directors is aware that corruption is an issue. unacceptable Therefore, it is set to be included as one of the risk factors. which must be supervised, including having internal control measures appropriate measures to prevent corruption in the organization. Such measures are in accordance with the principles of good corporate governance. NFC It has also advocated anti-corruption among its business partners. NFC's Anti-Corruption and Bribery Policy establishes frameworks and guidelines for all parties in the organization to implement.

#### **Principle 7:**

Maintain financial credibility and disclosure

Responsibility for preparing financial reports and disclosures of important information that are accurate, adequate, timely and transparent in accordance with relevant rules, standards and practices. The Board of Directors has established a disclosure policy, a policy for submitting financial statements. and communication policies refer to the laws and regulations

of relevant regulatory agencies such as the Public Company Limited Act B.E. 2535 act Securities and Exchange B.E. 2535 Rules of the Stock Exchange of Thailand Securities Commission and stock exchange for the preparation of financial reports and the disclosure of important information is accurate, timely and in accordance with relevant rules, standards and guidelines Finance and Disclosure The Board of Directors has provided Personnel involved in the preparation and disclosure of information which has knowledge, skills, expertise and experience suitable for duty responsibility and there are enough by such personnel This includes the Chief Executive of Accounting and Finance, Account Preparer, Internal Auditor. company secretary and investor relations

### **Disclosure approval**

The Board of Directors has taken into account the factors related to the disclosure of information in the case of financial reports. will consider factors at least the following:

The results of the sufficiency assessment of the internal control system.\

The auditor's opinions on the financial reports and the auditor's observations regarding the internal control system, including the auditor's observations through other communication channels (if any).

Opinion of the Audit Committee

Consistency with the objectives, key goals, strategies and policies of the organization.

The Board of Directors will ensure that disclosure of information, including financial statements, annual reports, 56-1 One Report, and other reports specified by relevant regulators, can reflect the financial position. and adequate performance, including encouraging NFC to provide an explanation and management's analysis (Management Discussion and Analysis (MD&A) To accompany the disclosure of the financial statements every quarter in order to provide investors with information and understand the changes that happened with the financial position and operating results in each quarter better In addition to the numbers in the financial statements alone In the case of disclosure of any transaction related to directors any one specific That director oversees the disclosure. in their part to be complete and accurate, such as information on shareholders, disclosure in relation to the shareholder contract.

### **Monitoring of liquidity adequacy financial and debt repayment ability**

With the company's financial status, it is important to the shareholders. and stakeholder groups The Board of Directors has therefore directed The management monitors and assesses the financial position of the business. and reports to the Board of Directors regularly. The Board of Directors together with the management will work together to find a way. Resolve as soon as possible if there are signs of liquidity problems and debt repayment capability. or presenting opinions to the meeting Shareholders approve NFC's financial liquidity, the Board of Directors will ensure that making such transactions It will not affect the continuity of business operations, financial liquidity or ability to pay debts. or is likely to encounter problems The Board of Directors together with the management team together. Think of a plan and a solution to the problem. or there may be another mechanism to can solve financial problems which such plans must have reasonableness Taking into account the rights of stakeholders including creditors. The Board of Directors will monitor the resolution problems by having the management report the status regularly

### **Channels for disseminating information to the public**

The Board of Directors requires that information be disclosed on the website. of regulatory agencies, such as the website of the stock exchange of Thailand and the Securities and Exchange Commission stock market including the NFC investor relations website, holding events for investors and analysts. Quarterly and annually (Analyst Meeting) Organizing

Opportunity Day and Road Show both domestically and internationally to shareholders Retail investors, analysts and institutional investors

#### **Agencies and Persons Responsible for Disclosure**

The Company Secretary Department is responsible for the disclosure of information. to the Stock Exchange of Thailand supervisory board Securities and Exchange and major shareholders

Investor Relations is responsible for communication and disclosure. to minority shareholders, analysts, institutional investors and retail investors The Marketing Communications Department performs operational communication duties and Operations important to the public through the NFC website or other channels that the Board of Directors deems appropriate to disclose

The person responsible for communicating information is the Chief Executive Officer. Deputy Chief Executive Officer, Chief Operating Officer and chief officer investment management by the agencies and those responsible

In addition to disseminating information according to specified criteria and through channels of the Stock Exchange of Thailand Board of Directors Consider disclosing information in both Thai and English languages. along with presenting current information The important information is as follows.

Vision, Mission and Values

Nature of business

List of the Board of Directors and Executives

Financial statements and reports on financial status. and the operating results of both the current and the previous year

Form 56-1 One Report, which can be downloaded.

Any other information or documents that NFC provides to analysts. fund manager or various media

Group structure including subsidiaries, associated companies, joint ventures

Direct and indirect shareholding of directors major shareholder senior management

Invitation to the General and Extraordinary General Meeting of Shareholders

Company Articles of Association memorandum

Good Corporate Governance Policy Anti-Corruption Policy Governance and Management Policy

information technology Risk Management Policy including how to manage various risks

Charter or duties and responsibilities, qualifications, term of office of the Board of Directors. including matters that must be received Board of Directors' approval, charter or duties, responsibilities, qualifications, tenure of office Audit Committee and other sub-committees

Code of Conduct for Employees and Directors of the Company, including Investor Relations Code of Conduct.

Agency contact information or complaint or the person responsible for investor relations Company secretary, such as the name of the person who can provide information phone number e-mail

#### **Principle 8:**

##### **Encourage participation and communication with shareholders**

With the Board of Directors attaching importance to the rights and Equity of Shareholders in Any Participation with NFC

The Board of Directors ensures that shareholders, both large and small, are involved in making important decisions. including access to the information necessary for consideration Agenda for the Annual General Meeting of Shareholders.

**Disclosure of accurate, complete and sufficient information and exercise of shareholders' rights** The Board of Directors has ensured that all important legal issues and that may affect the direction of business operations to be considered and/or the approval of shareholders. The aforementioned issues will be included in the meeting agenda.

Shareholders who will ensure that the notice of the shareholders' meeting contains accurate, complete and sufficient information for the exercise of shareholders' rights, along with relevant documents which will be published in both Thai and English which will be published on the website 30 days in advance of the meeting date according to the principle good corporate governance and will be sent out to shareholders at least 21 days prior to the meeting date.

#### **Shareholder meeting**

The NFC Annual General Meeting of Shareholders will be held on Thursday 28 April 2022. The Board of Directors will oversee Ensure that the operations on the shareholders' meeting date are orderly, transparent, and efficient, and allowing shareholders to exercise their rights which will take into account the following issues

Documents supporting the agenda and proxy forms are disclosed on the NFC website 30 days in advance of the meeting date, and delivered to shareholders 21 days in advance of the meeting date. Funds and Custodians have provided facilities in regards to document verification and pre-registration Because these shareholders have quite a large amount of documents.

Promote the use of technology in shareholder meetings both shareholder registration Score count and display so that the meeting can be carried out quickly, accurately and precisely

The chairman of the shareholders' meeting must be the chairman of the board, and is responsible for ensuring that the meeting is in accordance with the law Related rules and regulations of NFC by having to allocate time for each agenda set in the invitation letter appropriately and giving opportunities for shareholders to express their opinions and ask questions to the meeting on matters related to NFC shareholders can make decisions on important matters and directors, as attendees and as shareholders. The unannounced agenda will not be added unnecessarily, especially important agenda that shareholders need time to study information before making a decision

All directors and senior management will attend the meeting, so that shareholders can ask questions on various issues relevant

before the meeting The company secretary has informed the shareholders. Know the number and proportion of shareholders attending the meeting, for himself and for the shareholders who appoint proxies meeting method Vote and vote counting in the election of directors require shareholders to vote individually

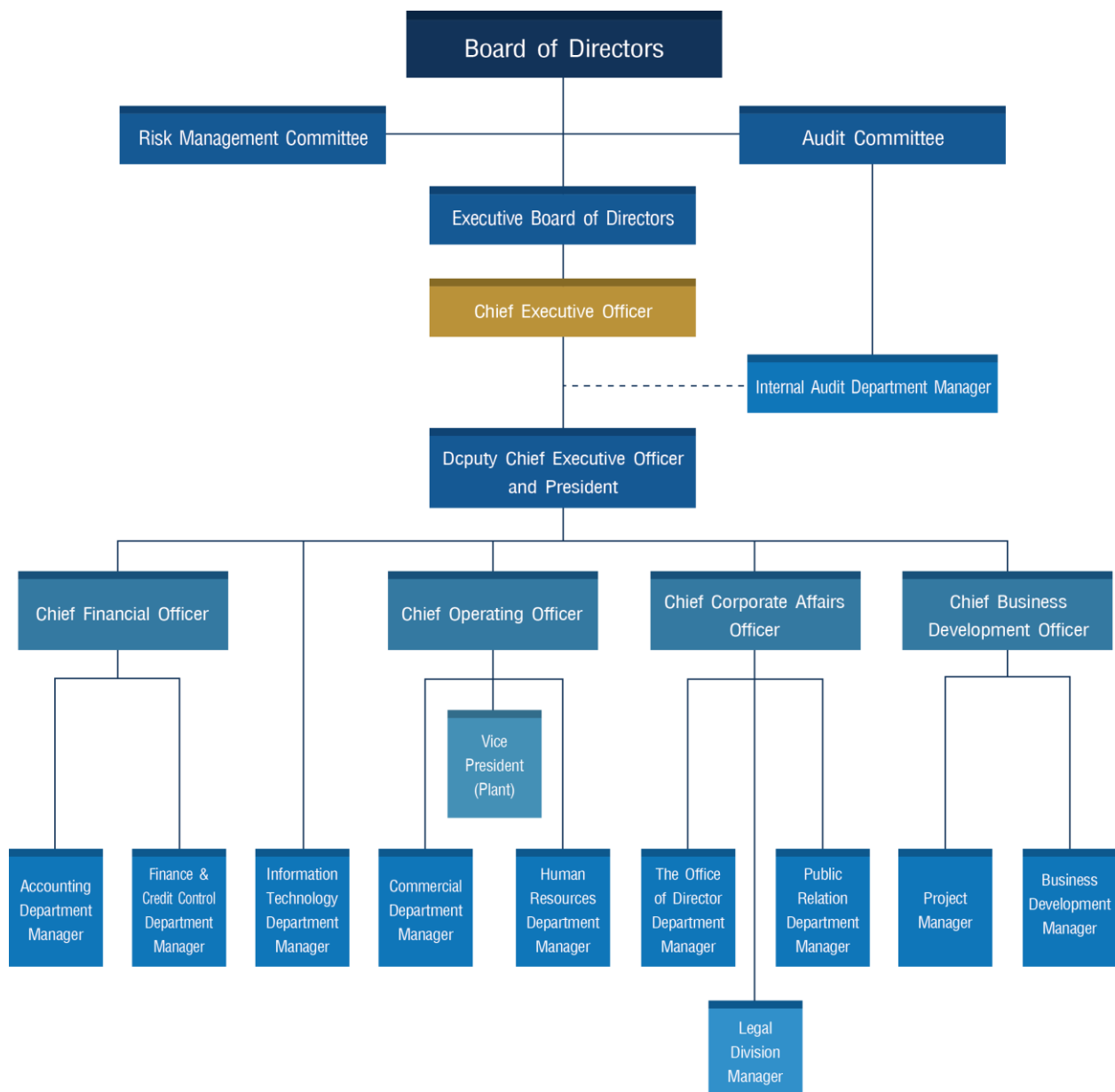
The Board of Directors will encourage the use of ballots and have independent persons. To count or check the votes in the meeting and disclose the results of the votes of approval, disapproval and abstention. In each agenda, let the meeting know, and recorded in the minutes of the meeting

In addition, the disclosure of meeting resolutions and report preparation Shareholders meetings must be accurate and complete. The Board of Directors will ensure that the company disclose the resolutions of the shareholders' meeting together with the voting results within the next business day, through the system of the Stock Exchange of Thailand and on the NFC website, to the Stock Exchange of Thailand within 14 days from the date of the meeting shareholders by recording the information on the minutes of the meeting will consist of List of directors and executives attending the meeting

Proportion of directors attending the meeting and not attending the meeting Vote and vote counting methods, meeting resolutions and voting results (approved, disapproved, abstained and invalid ballots) for each agenda, and issues of questions and answers in the meeting.



## Company's Internal Management Structure



## [ Directors ]



**Gen. Montree Sungkasap**

Chairman



**Mr. Nuttaphob Ratanasuwanthawee**

Vice Chairman /Chairman of Executive  
Committee/ Chief Executive Officer



**Mr. Virasak Sutanthavibul**

Independent director / Chairman of the Audit  
Committee/ the Risk Management Committee



**Assoc.Prof.Dr. Seri Wongmonta**

Independent Director and Audit  
Committee/Nomination and remuneration  
committee



**Mrs. Aree Termwattanapakdee**

Independent Director / Audit  
Committee/Nomination and remuneration  
committee



**Dr.Sunee Sornchaitanasuk**

Director/Risk Management Committee



**Mr. Yongyos Palanitisena**

Director/Executive Director/  
Risk Management Committee



**Mr. Wiboon Rasmeepaisarn**

Director/Risk Management Committee



**Mr. Kijja Smunyahirun**

Director and Executive Committee



**Mr. Nataphong Ratanasuwanthawee**

Director / Executive Director



**Mrs. Bongkot Rungkornpaisarn**

Director / Executive Director



Gen. Montree Sungkasap

Age : 73 Years

Type : Non-Executive Director

Position : Chairman of the Board of Directors

Chairman of the Risk Management Committee

Appointed Date : 3 October 2018

Family Relationship between Directors and Executive : None

Shareholding in the Company : 20,000 share 0.002 %

#### Education

Master of Arts (Military) Year 1996.

Bachelor Degree, Chulachomklao Royal Military Academy, Class 20

Command and General Staff College, Course Class 61

Royal Thai Army College, Class 39

National Defense College (England), year 1998

National Defense College (Thailand), Class 44

Capital Market Academy Institute, Class 9

Thai Institute of Directors (IOD)

Role of the Chairman Program(RCP) 16/2007

Director Certification Program(DCP) 261/2018

Advanced Audit Committee Program(AACP) 30/2018

Board Nomination and Compensation Program(BNCP) 10/2020

#### Education Experience

Master of Arts (Military) Year 1996, Chairman of CAT Telecom Public

Bachelor Degree, Chulachomklao Royal Military Academy, Class 20

Command and General Staff College, Course Class 61, Chairman Advisor of SC Group

Royal Thai Army College, Class 39

National Defense College (England), year 1998

National Defense College (Thailand), Class 44

Capital Market Academy Institute, Class 9

Thai Institute of Directors (IOD)

Role of the Chairman Program(RCP) 16/2007

Director Certification Program(DCP) 261/2018

Advanced Audit Committee Program(AACP) 30/2018

Board Nomination and Compensation Program(BNCP) 10/2020

#### Current position

2018-Present Chairman of the Audit Committee of Star Flex Public Co., Ltd.

2017-Present Chairman of NP Marine Co., Ltd.

2011-Present Advisory Board of Broadcasting Committee Television Business and the National Telecommunications Commission (NBTC)

#### Current position

2018-Present Chairman of the Audit Committee of Star Flex Pub

2017-Present Chairman of NP Marine Co., Ltd.

2011-Present Advisory Board of Broadcasting Committee Televi  
the National Telecommunications Commission (NE



Mr. Nuttaphob Ratanasuwanthawee

Age : 64 Years

Type : Authorized Director

Position : Vice Chairman

Chairman of the Executive Committee

Chief Executive Officer

Appointed Date : 8 September 2004

Family Relationship between Directors and Executive :

Mr.Natapong Ratanasuwanthawee's father

Shareholding in the Company : 690,329,994 Share 63.46 %

#### Education

Master Degree, Master of Arts-Political Science, Ramkamhaeng University

Bachelor Degree, Bachelor of Arts-Political Science, Ramkamhaeng University

Thai Institute of Directors (IOD)

Directors Accreditation Program 28/2004

Directors Certification Program 53/2005

Financial Statement for Directors 17/2005

Senior Executive Program of the Capital Market Academy (CMA) Class 29

#### Current position (Continue)

2018-Present	Director of Coastal Port Link Company Limited
2014-Present	Director of Port Operation and Service Company Limited
1999-Present	Director of Roong Natee Co., Ltd.

#### Current position

2006-Present	Chairman of Rayong Bulk Terminal Co., Ltd.
2018-Present	Chairman of NFCT Company Chairman of NFCW Company
1985-Present	Chairman and President of SC Group
Chemical and Aromatic (Thailand) Co., Ltd.	Thai International Dockyard Co., Ltd.
SC Carrier Co., Ltd.	SC Groups Co., Ltd.
SCG Logistics Co., Ltd.	Liquid Gas Supply Co., Ltd.
SC Management Co., Ltd.	Eastery Mall Co.,Ltd.
SC Offshore Services Co., Ltd.	SC Corporation Co., Ltd.
NP Marine Logistics Co., Ltd.	SC Sirapat Co., Ltd.
Strategic Port link Co., Ltd.	N Holding Co., Ltd.
SC Groups Holding Co., Ltd.	NP Songkhla Port Co., Ltd.
PKR Logistics Co., Ltd.	NP Samui Port Co., Ltd.
SC Auto Logistics Co., Ltd.	
SCENA Offshore Co., Ltd.	

#### Experience

2015-2017	Chairman and President of Thai Pipe Line Network Co., Ltd
1995-2017	Chairman and President of NP Marine Co., Ltd.
2012-2017	Chairman and President of Neco-Trans Siam Co., Ltd. (Formerly AMT-SC (Thailand))
2013-2016	Vice Chairman and Chairman of Executive Committee of Begistics Public Company Limited (Formerly Bangpakong Terminal Public Company Limited)



Mr.Virasak Sutanthavibul

Age : 64 Years

Type : Independent Director

Position : Independent director / Chairman of the Audit Committee/  
the Risk Management Committee

Appointed Date : 14 May 2019

Family Relationship between Directors and Executive : None

Shareholding in the Company : 1,000,000 shares or 0.09%

#### Education

B. Eng., Chulalongkorn University  
M.E., Texas A&M University, Texas, U.S.A.  
The Joint State – Private Sectors Class 18/2005, The National Defence College of Thailand  
Certificate, Capital Market Academy (CMA), Class 10/2010  
Certificate, Thailand Energy Academy (TEA), Class 1/2012  
Certificate of Completion and Graduation Pin, Justice Administration Batch 17 National Justice Academy (2012 – 2013)  
Certificate of Completion and Graduation Pin, Institute of Business and Industrial Development (IBID), Class 2 /2015  
Certificate, Business Revolution and Innovation Network (BRAIN) Class2/2018  
Certificate, Harvard University, Advanced Management Program, U.S.A.  
Certificate, Harvard University, Financial Institution for Private Enterprise Development, U.S.A.  
Thai Institute of Director of association (IOD)  
Director Accreditation Program (DAP), Class 21/2003

#### Current position

2015-Present Independent Director and Chairman of Audit Committee of Thai Plaspac Public Co.,Ltd.  
2016 – present Committee of Nomination and Remuneration Committee, Thai Plaspac Public Co., Ltd.  
2012-Present Senior Executive Vice President, Commercial Banking of Bangkok Bank Public Co.,Ltd.  
2004-Present Independent Director and Audit Committee of T.Krungthai Industries Public Co.,Ltd.  
2016-Present Director of Bualuang Ventures Co.,Ltd.  
Present Director of Asia Lamp Industry Co.,Ltd.  
Present Director of Thai Indo Kordsa Co.,Ltd.

#### Experiences

2012-2020 Senior Executive Vice President, Commercial Banking of Bangkok Bank Public Co.,Ltd.  
2015-2020 Director of the Remuneration and Nomination Committee of Bangkok Insurance Public Co.,Ltd.  
2011-2020 Chairman of the Corporate Governance Committee of Bangkok Insurance Public Co.,Ltd.  
2005-2020 Independent Director of Bangkok Insurance Public Co.,Ltd.  
2014 – 2018 Independent Director and Audit Committee of Begistics Public Company Limited  
(Formerly Bangpakong Terminal Public Company Limited)



**Assoc. Prof. Dr. Seri Wongmonta**

**Age : 73 Years**

**Type : Independent Director**

**Position : Independent Director and Audit Committee/Nomination and remuneration committee**

**Appointed Date : 8 September 2004**

Family Relationship between Directors and Executive : None

Shareholding in the Company : 63 shares or 0.001%

#### **Education**

Doctorate, Journalism, Southern Illinois University, Carbondale, Illinois, USA

Master Degree, Master Science in Journalism, Northwestern University Evanston, USA

Master Degree, Master of Arts for Teachers (English), University of Washington, Seattle, USA

Bachelor Degree, Bachelor of Arts (Honor) English Literature and Foreign Language, Thammasat University

Thai Institute of Directors (IOD)

- Director Accreditation Program (DAP) 73/2551

#### **Current position**

July 2018-Present Independent Director and Audit Committee of Royal Orchid Hotel (Thailand) Public Company Limited

1992-Present Chairman of Good Communication Company Limited

Present Instructor, College of Management, Phayao University Bangkok Campus

#### **Experiences**

2008 - 2016 Lecturer at The Graduate School, Naresuan University



**Mrs. Aree Termwattanakdee**

**Age : 59 Years**

**Type : Independent Director**

**Position : Independent Director / Audit Committee/Nomination and remuneration committee**

**Appointed Date : 21 December 2015**

**Family Relationship between Directors and Executive : None**

**Shareholding in the Company : None**

#### **Education**

Master Degree / Master of Business Administration of Chulalongkorn University

Bachelor Degree / Bachelor of Business Administration in Accounting of

Ramkhamhaeng University

Thai Institute of Directors (IOD)

Directors Accreditation Program 11/2/2014

Company Secretary Program 26/2008

Audit Committee Program 22/2008

Board Reporting Program 4/2010

Effective Minutes Taking 18/2010

Monitoring Fraud Risk Management 2/2010

Monitoring the System of Internal Control and Risk Management 8/2010

Anti-Corruption: The Practical Guide 1/2012

Training Courses by others Institute

Training the Trainer from Anti-Money Laundering office

Senior Executive Program of the Capital Market Academy (CMA) Class 1

#### **Current position**

Present

Chief of Compliance & Internal Audit

Department and secretary of the Audit

Committee of Krungthai ZMICO

Securities Company Limited

Vice Chairperson of The Compliance

Club of the Association of securities

Companies, Association of Thai

Securities Companies

#### **Experiences**

2014-2018

Independent Director and Audit

Committee of Begistics Public Company

Limited

(Formerly Bangpakong Terminal Public

Company Limited)



**Dr. Sunee Sornchaitanasuk**

**Age : 60 Years**

**Type : None-Executive Director**

**Position : Director**

**Appointed Date : 8 September 2004**

**Family Relationship between Directors and Executive : None**

**Shareholding in the Company : None**

#### **Education**

Doctor of Philosophy (Communication Management) Dissertation, Suan Dusit University

Master Degree (Industrial Business), King Mongkut's Institute of Technology North Bangkok

Bachelor Degree of Accounting, Thammasat University

CPA, Institute of Certified Accounting & Audit of Thailand Certified Public Accountant No.3733

Courses of Medical governance for senior Executive Class 3/2015, King Prajadhipok's Institute

Courses of Top Executive Program in Commerce and Trade (TEPCoT) Class 7

National Defence Course in private sector (2011), National Defence College

Senior Executive Program of the Capital Market Academy (CMA) Class 11

Advanced Certificate Course in Politics and Governance in Democratic Systems for Executives Class 10 of King Prajadhipok's Institute

Thai Institute of Directors (IOD)

Strategic Board Master (SBM) 8/2020

Ethical Leadership Program 16/2019 (ELP)

Strategic Board Master 1/2017 (SBM)

Successful Formulation and Execution of Strategy 17/2013 (SFE)

Role of the Chairman Program 18/2008 (RCP)

Monitoring the Internal Audit Function 2/2008 (MIA)

Monitoring the System of Internal Control and Risk Management 3/2008 (MIR)

Chartered Director Program 3/2008 (CDC)

Quality of Financial Reporting 5/2007 (QFR)

Director Diploma Examination 18/2005 (Fellow member)

Audit Committee Program 5/2005 (ACP)

Director Certification Program 53/2005 (DCP)

Director Accreditation Program 28/2004 (DAP)

#### **Current position**

2017-Present Independent director and Audit

Committee of B Grimm Power Public Company Limited

2016-Present Independent director and Chairman of the

Audit Committee of Namyong Terminal Public Company Limited

2015-Present Chairman of Audit Committee and

Independent Director of Siam City Cement Public Company Limited

2013-Present Chief Executive Officer of AMC Medica

Center (Thailand) Company Limited

Present Director of CPA Associate (Thailand)

Company Limited

Present Director of Bellugg Group Company

Limited

#### **Experiences**

2015-2017 Advisor to the Subcommittee on Physical

Space Use And the environment National Legislative Assembly





**Age : 74 Years**

**Type : Authorized Director**

**Position : Director**

**Executive Committee**

**Risk Management Committee**

**Appointed Date : 4 January 2005**

**Family Relationship between Directors and Executive : None**

**Shareholding in the Company : None**

#### **Education**

Master Degree of Business Administration, Central State University, Oklahoma  
USA

Bachelor Degree of Accounting, Chulalongkorn University

Thai Institute of Directors (IOD)

Director Accreditation Program 42/2005

#### **Current position**

Present Director Rayong Bulk Terminal Company Limited

Present Director and Chairman of the Audit Committee of Phatara House  
and Property Public Company Limited

#### **Experiences**

2014-2020 Adviser of Satake International Bangkok Company Limited

2012-2017 Advisor of the Board of Directors of Sahathai Terminal Company  
Limited



**Mr. Wiboon Rasmeepaisarn**

**Age : 59 Years**

**Type : None-Executive Director**

**Position : Director**

**Appointed Date : 8 September 2004**

**Family Relationship between Directors and Executive : None**

**Shareholding in the Company : 2 shares or 0.001%**

#### **Education**

Master Degree (Business Administration), Thammasat University (M.B.A.)

Bachelor Degree (Accounting), Chulalongkorn University (B.A., Accounting)

Thai Institute of Directors (IOD)

Directors Accreditation Program 28/2004

Directors Certification Program 147/2011

Role of the Compensation Committee 13/2011

Monitoring Fraud Risk Management 8/2012

Monitoring of the Quality of Financial Reporting 16/2012

Monitoring the Internal Audit Function 13/2012

Monitoring system of Internal Control and Risk Management 13/2012

Audit Committee Program 41/2012

Anti-Corruption for Executive Program 13/2014

Role of the Chairman Program 35/2014

Training Courses by others Institute

Techsauce Global Summit 2019

Exponential Manufacturing Thailand 2019

Sustainability in the digital age : Know quickly and Usage

The Impact of Financial Reporting Standards : Financial Instruments

TFRS 16 : Lease

Transfer Pricing Act

#### **Current position**

2015-Present Independent Director / Audit Committee / Risk Management Committee / Nomination and Remuneration Committee of Ananda Development Property Public Company Limited.

Jul 2020-Present Director of Mena Transport Public Company Limited.

2009-Present Director and Executive committee of Eltek Power Company Limited.

2009-Present Director and Managing Director of Warach Paisarn Company Limited.

#### **Experiences**

2018-Jul 2020 Director of Mena Transport Company Limited.

2013-Sep 2019 Director of Technor Company Limited.



**Mr. Kijja Smunyahirun**

**Age : 64 Years**

**Type : Authorized Director**

**Position : Director**

**Appointed Date : 13 May 2008**

**Family Relationship between Directors and Executive : None**

**Shareholding in the Company : None**

#### **Education**

Bachelor Degree of Accounting, Bangkok University

Thai Institute of Directors (IOD)

Directors Accreditation Program (DAP) 112/2014

Company Secretary Program 10/2005

#### **Current Position**

2013 - Present Director of NP Songkhla Port Co., Ltd.

2013 - Present Director of NP Samui Port Co., Ltd.

#### **Experiences**

2020 Advisor of NFC Public Company Limited

2016-2019 Senior Vice President (Corporate Affairs) of NFC Public  
Company Limited

2007-2019 Senior Vice President (Corporate Human Resource) of SC Group



**Mr. Nataphong Ratanasuwanthawee**

**Age : 40 Years**

**Type : Authorized Director**

**Position : Director**

**Appointed Date : 21 December 2015**

**Family Relationship between Directors and Executive :**

**Mr.Nuttaphob Ratanasuwanthawee's son**

**Shareholding in the Company : 4,741,302 shares or 0.44%**

#### **Education**

Bachelor Degree, Public Administration, Ramkhamhaeng University

Thai Institute of Directors (IOD)

Directors Accreditation Program (DAP) 132/2016

#### **Experiences**

2015-July 2018 Director of Thai Pipeline Network Co. Ltd.

2014-2017 Director of NP Marine Company Limited

#### **Current position**

2018-Present Director and Managing Director of NFCT Company Limited

2018-Present Director and Managing Director of NFCW Company Limited

Mar 2020-Present Managing Director of N Holding Company Limited

Present Director and Managing Director of SC Group

Chemical and Aromatic (Thailand) Co., Ltd. Thai International Dockyard Co., Ltd.

SC Carrier Co., Ltd. SC Groups Co., Ltd.

SCG Logistics Co., Ltd. Liquid Gas Supply Co., Ltd.

SC Management Co., Ltd. Eastery Mall Co.,Ltd.

SC Offshore Services Co., Ltd. (Formerly:S C Oil & Gas

NP Marine Logistics Co., Ltd. Supply Co.,Ltd.)

Strategic Port link Co., Ltd. SC Corporation Co., Ltd.

SC Groups Holding Co., Ltd. SC Sirapat Co., Ltd.

PKR Logistics Co., Ltd. NP Songkhla Port Co., Ltd.

SC Auto Logistics Co., Ltd. NP Samui Port Co., Ltd.

SCENA Offshore Co., Ltd.

2018-Present Director of Coastal Port Link Company Limited

2014-Present Director of Port Operation and Service Company Limited



**Mrs. Bongkot Rungkornpaisarn**

**Age : 59 Years**

**Type : Authorized Director**

**Position : Director**

**Executive Committee**

**Chief Corporate Affairs Office**

**Appointed Date : 21 December 2015**

#### **Education**

Master Degree, Master of Business Administration, Chulalongkorn University  
 Bachelor Degree of Accounting, Chulalongkorn University  
 Thai Institute of Directors (IOD)  
 Directors Accreditation Program(DAP) 28/2004  
 Company Secretary Program 74/2016

#### **Current position (Continue)**

Present Director of Consulting by KP Co., Ltd.  
 Director of D Medical Instrument Co., Ltd.  
 Director of Thai Herb Recipe Company limited  
 Director of Better Earth Co., Ltd.

#### **Current position**

2014-Present Director and Chief Corporate Affairs Officer of NFC Public Company Limited.  
 2018 - Present Director of NFCT Co., Ltd  
 Director of NFCW Co., Ltd  
 2020-Present Executive Vice President (Corporate Affairs) of N Holding Company Limited.  
 2006-Present Director of Rayong Bulk Terminal Company Limited  
 1992-Prsent Director of Warach Paisarn Company Limited  
 Present Director of SC Group

#### **Experiences**

2013-Sep 2019 Director of Technor Company Limited

SCG Logistics Co., Ltd.	Thai International Dockyard
SC Management Co., Ltd.	Co., Ltd.
SC Offshore Services Co., Ltd.	SC Groups Co., Ltd.
NP Marine Logistics Co., Ltd.	Eastery Mall Co.,Ltd.
Strategic Port link Co., Ltd.	(Formerly:S C Oil & Gas
SC Groups Holding Co., Ltd.	Supply Co.,Ltd.)
PKR Logistics Co., Ltd.	SC Corporation Co., Ltd.
SC Auto Logistics Co., Ltd.	SC Sirapat Co., Ltd.
SCENA Offshore Co., Ltd.	NP Songkhla Port Co., Ltd.
	NP Samui Port Co., Ltd.

## **Information about the board**

Components Diversity in skills, expertise, gender and age in case the chairman and manager are the same person

Performance report

### **Board structure**

- Board composition The Board of Directors of the Company consists of not less than 5 members.
- The company's board of directors must have the number of directors not less than half of the total number of directors must reside in the Kingdom of Thailand.
- The board of directors of the company must have at least one third of the independent directors. but must not be less than 3 people
- The Board of Directors of the Company must have a variety of skills, experiences, knowledge, and special abilities that are beneficial to the Company. which consists of experts in the company's business Expert in Accounting and Finance including non-executive directors who has experience in the main business or industry in which the company operates regardless of gender, race, religion, age, and other specific qualifications.

5) The Chairman of the Board is not the same person as the Chief Executive Officer. There is a clear separation of powers and duties between each other. to prevent the occurrence of situations where one person has unlimited power

As of December 31, 2021, NFC Public Company Limited has 11 directors, consisting of:

3. 1. 3 executive directors (accounting for 27 percent of the board of directors)
4. 2. 5 non-executive directors (46% of the board of directors)
5. Three independent directors who are Audit Committee members (27% of the Board of Directors)

### **Qualifications and Criteria for Selection of the Board of Directors**

- company director Must have qualifications and not have prohibited characteristics as stipulated under the Public Limited Companies Act B.E. 2535, Section 68, Securities and Exchange Act of Thailand B.E. 2535 as amended by the Securities and Exchange Act (No. 4) B.E. 2551. Section 89/3, Requirements of the Notification of the Securities and Exchange Commission No. KorJor. 3/2560 Re: Determination of Untrustworthy Characteristics of Company Directors and Executives including the articles of association of the company
- The company's directors must have knowledge, abilities and understanding of the nature of the company's business and the industry in which the company operates. They also have a good work history. Have honesty, integrity and good ethics
- In the case that the Company's director holds a position as a director or executive in a company other than a subsidiary or associated company Must report the information of tenure to the company as well.

## **Duties and Responsibilities of the Board of Directors**

To oversee the Corporate Governance with an ethic, for example, making Code of Business Conduct for Directors, Management and employees of the Company as well as acknowledge rules and follow up on the implementation.

To consider approval of the business policies, targets, operation plans, business strategies and annual budgets of the Company.

To consider the appointment of a person who possesses qualifications and does not possess any characteristics prohibited under the Public Company Act B.E. 2535 (1992) and the laws governing securities and exchange and any relevant rules, regulations and/or notifications to be Director in case there is a vacancy due to a cause other than retirement by rotation.

To consider the appointment of Independent Directors by taking into consideration qualifications and prohibited characteristics under the laws governing securities and exchanges, notifications of the Capital Market Supervisory Board, including relevant rules, regulations and/or notifications of the Capital Market Supervisory Board, SET or propose to a shareholders' meeting for such appointment.

To consider the appointment of Audit Committee members who have qualifications under the laws governing securities and exchange notifications of the Capital Market Supervisory Board, including rules, regulations and/or notifications of the SET.

To consider the appointment of Executive Directors from among the directors or the management of the Company and prescribe their roles, powers, duties and responsibilities.

To consider the appointment of sub-committee to assist in the operation according to the Board of Director's responsibilities

To appoint and change the names of Directors who can have the power to sign to bind the Company.

To nominate other people to manage the operations of the Company under the control of the Board or authorize the person to have power for the period of time, as the Board deems appropriate. The Board may remove or change the power of the person.

To consider approval of transactions relating to acquisition or disposition of assets, except where such transactions require approval by a shareholders' meeting. Such approval must comply with the notifications of the Capital Market Supervisory Board, and/or SET's relevant rules, regulations and/or notifications.

To consider approval of connected transactions, except where such transactions require approval from a shareholders' meeting. Such approval must comply with the Capital Market Supervisory Board and/ or SET's relevant rules, regulations and/or notifications.

To consider approval for interim dividend payment when it considers that the Company has sufficient profits to do so and to report such payment to the following shareholders' meeting. The Board of Directors shall elect a Director to be the Chairman. If it is deemed appropriate, the Board of Directors may consider electing one or many directors to be Vice Chairman, who shall be assigned by the Chairman to perform duties to conduct the Company's business according to the Articles of Association. The Board of Directors shall meet at least once every three months.

To perform with responsibility, caution, and faithfulness and conduct the Company's business according to the laws, Company's objectives, Articles of Association, and resolutions of the shareholders' meeting, except for matters required by law to be approved at shareholders' meetings, entering into connected transactions, and any purchase or sale of material assets under the regulations of the SET or those prescribed by other government authorities.

To perform duties with responsibility and caution, like a person with common sense, it will conduct business under the same situation.

To perform duties with honesty, the highest beneficially of the Company. The aim is appropriate and it will not conduct conflicts with the benefit of the Company significantly.

To provide with the Company's Secretary which he/she will respond on behalf of the Company or the Board of Directors in regard to the registration committee, the notice of the meeting, the meeting report of the Board of Directors and/or Shareholders of including with the annual report.

To determine the Company's visions, missions, directions and strategy by fully express opinions and share information that is beneficial for the determination of the Company's direction.

To review and approve the Company's key strategies, policies, objectives, plans, and financial goals as well as oversee and monitor the management team to consistently follow the set out plans to ensure effective and efficient implementation of visions, direction, and strategies.

To oversee that the Company has a credible accounting system, financial statements and audit system as well as efficient and effective internal auditing process

To consider key risk factors and determine comprehensive risk management strategy as well as oversee that the management teamwork under an efficient risk management system and predict possible risks from new business opportunities.

To established guidelines for the careful consideration of transactions involving possible conflicts of interest for the Company and its shareholders, whereby anyone having an interest in any agenda item must disclose such interest to the meeting, and foregoes the right to take part in deciding on that item.

Must have a self-evaluation annually in order to be a guideline to examine the performance of the Board of Directors

To provide each group of shareholders with communication channels as well as monitor that the Company has accurate, transparent, and credible information disclosure with high standard.

### **Qualifications of Independent Directors**

The Company has determined that the independent directors of the Company have the qualifications as specified in the Notification of the Capital Market Supervisory Board and the amendments as follows:

- a) Holding no more than 1% of the total number of shares with voting rights of the Company, parent company, subsidiary company, associated company, major shareholder or the person who has the authority to control the company This shall include the shareholding of related persons of that independent director
- b) Not being or used to be a director who participates in management, employee, employee, consultant who receives a regular salary or controlling person of the Company, parent company, subsidiary company, associated company, subsidiary of the same level major shareholder or of the company's controlling person unless the aforementioned nature has been terminated for not less than 2 years. Such prohibited characteristics do not include the case where the independent director was a government official. or consultant of the government sector, which is a major shareholder or the person who has the authority to control the company
- c) Not a person who has a blood relationship or by legal registration in the form of father, mother, spouse, siblings and children including spouses of children of other directors, executives, major shareholders
- d) controller or the person who will be nominated as a director Executives or persons with controlling power of the company or its subsidiaries



- e) Does not have or had a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder or the person having the power to control the company in a manner that may impede the exercise of one's independent judgment including not being or having been a significant shareholder or a controlling person of a person having a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder or the person who has the authority to control the company unless the aforementioned nature has been vacated for not less than 2 years
- f) Such business relationship includes normal trading transactions for the purpose of doing business. Renting or renting out real estate Items about assets or services or giving or receiving financial assistance. by accepting or lending, guaranteeing, and placing assets as collateral for liabilities including other similar behaviors As a result, the company or the contracting party has obligations to be paid to the other party. from three percent of the company's net tangible assets or twenty million baht or more whichever is lower However, the calculation of such indebtedness shall be in accordance with the method of calculating the value of the connected transaction under the Notification of the Capital Market Supervisory Board Re: Rules on Connected Transactions mutatis mutandis, but in considering such debt obligations, it shall include the debt burden incurred during one year prior to the date of having a business relationship with a person.
- g) Not being or used to be an auditor of the company, parent company, subsidiary company, associated company, major shareholder or the person who has the authority to control the company and is not a significant shareholder controller or a partner of the audit firm which has an auditor of the Company, parent company, subsidiary company, associated company, major shareholder or the person having the authority to control the company is affiliated with unless the aforementioned status has been lapsed for not less than two years.
- h) Not being or having been a professional service provider of any kind, including legal or financial advisory services. which received service fees of more than two million baht per year from the company, parent company, subsidiary company, associated company, major shareholder or the person who has the authority to control the company and is not a significant shareholder controller or a partner of that professional service provider unless the aforementioned status has been lapsed for not less than two years.
- i) Not being a director who has been appointed to represent the Company's directors major shareholder or shareholders who are related to major shareholders
- j) Not operating a business with the same nature and a significant competition with the business of the company or its subsidiaries. or not being a significant partner in the partnership or being a director who takes part in the management, an employee, an employee, a consultant who receives a regular salary or holding more than one percent of the total number of shares with voting rights of other companies which operates businesses with the same nature and is a significant competition with the business of the Company or its subsidiaries
- k) Does not have any other characteristics that prevent him from expressing independent opinions on the Company's operations.

In 2021, the Board of Directors of NFC Public Company Limited consists of the following directors:

**Board of Directors**

No	Name's List	position
1.	Gen. Montree Sungkasap	Chairman
2.	Mr. Nuttaphob Ratanasuwanthawee	Vice Chairman / Chairman of the Executive Committee
3	Mr. Yongyos Palanitisena	Director / Executive Committee / Risk Management Committee
4	Dr.Sunee Sornchaitanasuk	Director and Risk Management Committee
5	Mr. Wiboon Rasmeepaisarn	Director / Risk Management Committee
6	Mrs. Bongkot Rungkornpaisarn	Director and Chief Corporate Affairs Officer
7	Mr. Kijja Smunyahirun	Director and Executive Committee
8	Mr. Nataphong Ratanasuwanthawee	Director and Executive Committee
9	Mr. Virasak Sutanthavibul	Independent director / Chairman of the Audit Committee/ the Risk Management Committee
10	Assoc.Prof.Dr. Seri Wongmonta	Independent Director and Audit Committee/Nomination and remuneration committee
11	Mrs. Aree Termwattanapakdee	Independent Director / Audit Committee/Nomination and remuneration committee

*note:*

*1 Dr. Sunee Sornchaitanasuk resigned from the directorship of the Company. with effect from 30 April 2022.*

**Duties and Responsibilities of the Board of Directors**

To oversee the Corporate Governance with an ethic, for example, making Code of Business Conduct for Directors, Management and employees of the Company as well as acknowledge rules and follow up on the implementation.

To consider approval of the business policies, targets, operation plans, business strategies and annual budgets of the Company.

To consider the appointment of a person who possesses qualifications and does not possess any characteristics prohibited under the Public Company Act B.E. 2535 (1992) and the laws governing securities and exchange and any relevant rules, regulations and/or notifications to be Director in case there is a vacancy due to a cause other than retirement by rotation.

To consider the appointment of Independent Directors by taking into consideration qualifications and prohibited characteristics under the laws governing securities and exchanges, notifications of the Capital Market Supervisory Board, including relevant rules, regulations and/or notifications of the Capital Market Supervisory Board, SET or propose to a shareholders' meeting for such appointment.

To consider the appointment of Audit Committee members who have qualifications under the laws governing securities and exchange notifications of the Capital Market Supervisory Board, including rules, regulations and/or notifications of the SET.

To consider the appointment of Executive Directors from among the directors or the management of the Company and prescribe their roles, powers, duties and responsibilities.

To consider the appointment of sub-committee to assist in the operation according to the Board of Director's responsibilities

To appoint and change the names of Directors who can have the power to sign to bind the Company.

To nominate other people to manage the operations of the Company under the control of the Board or authorize the person to have power for the period of time, as the Board deems appropriate. The Board may remove or change the power of the person.

To consider approval of transactions relating to acquisition or disposition of assets, except where such transactions require approval by a shareholders' meeting. Such approval must comply with the notifications of the Capital Market Supervisory Board, and/or SET's relevant rules, regulations and/or notifications.

To consider approval of connected transactions, except where such transactions require approval from a shareholders' meeting. Such approval must comply with the Capital Market Supervisory Board and/ or SET's relevant rules, regulations and/or notifications.

To consider approval for interim dividend payment when it considers that the Company has sufficient profits to do so and to report such payment to the following shareholders' meeting. The Board of Directors shall elect a Director to be the Chairman. If it is deemed appropriate, the Board of Directors may consider electing one or many directors to be Vice Chairman, who shall be assigned by the Chairman to perform duties to conduct the Company's business according to the Articles of Association. The Board of Directors shall meet at least once every three months.

To perform with responsibility, caution, and faithfulness and conduct the Company's business according to the laws, Company's objectives, Articles of Association, and resolutions of the shareholders' meeting, except for matters required by law to be approved at shareholders' meetings, entering into connected transactions, and any purchase or sale of material assets under the regulations of the SET or those prescribed by other government authorities.

To perform duties with responsibility and caution, like a person with common sense, it will conduct business under the same situation.

To perform duties with honesty, the highest beneficially of the Company. The aim is appropriate and it will not conduct conflicts with the benefit of the Company significantly.

To provide with the Company's Secretary which he/she will respond on behalf of the Company or the Board of Directors in regard to the registration committee, the notice of the meeting, the meeting report of the Board of Directors and/or Shareholders of including with the annual report.

To determine the Company's visions, missions, directions and strategy by fully express opinions and share information that is beneficial for the determination of the Company's direction.

To review and approve the Company's key strategies, policies, objectives, plans, and financial goals as well as oversee and monitor the management team to consistently follow the set out plans to ensure effective and efficient implementation of visions, direction, and strategies.

To oversee that the Company has a credible accounting system, financial statements and audit system as well as efficient and effective internal auditing process

To consider key risk factors and determine comprehensive risk management strategy as well as oversee that the management teamwork under an efficient risk management system and predict possible risks from new business opportunities.

To established guidelines for the careful consideration of transactions involving possible conflicts of interest for the Company and its shareholders, whereby anyone having an interest in any agenda item must disclose such interest to the meeting, and foregoes the right to take part in deciding on that item.

Must have a self-evaluation annually in order to be a guideline to examine the performance of the Board of Directors

To provide each group of shareholders with communication channels as well as monitor that the Company has accurate, transparent, and credible information disclosure with high standard.

In 2021, the Audit Committee of NFC Public Company Limited consists of the following directors:

**Audit Committee**

<b>Item</b>	<b>Name - Surname</b>	<b>Position</b>
1	Mr.Virasak Sutantawibul	Independent Director and Chairman of Audit Committee
2	Assoc. Prof. Dr. Seri Wongmonta	Independent Director and Audit Committee
3	Mrs. Aree Termwattanapakdee*	Independent Director and Audit Committee

**Duties and Responsibilities of Executive Committee**

1. Determine the guidelines, advice on policies and guidelines relating to the management of risks relating to the Company's business operations appropriately and effectively to the Board of Directors.
2. Define risk management plan and risk management process throughout the organization.
3. Monitor and evaluate the implementation of the risk management framework throughout the organization.
4. To perform any other activities as assigned by the Company's Board of Directors, with the approval of the Risk Management Committee.
5. To review the Risk Management Committee's charter at least once a year as necessary to be up-to-date and suitable for the environment of the organization and present to the Board of Directors for approval in the event where there is any change thereof or present the Board of Directors for information in the event of no change.

#### **Risk Management Committee**

<b>Item</b>	<b>Name - Surname</b>	<b>Position</b>
1	Mr. Virasak Sutanthavibul	Chairman of Risk Management Committee
2	Mr. Yongyos Palanitisena	Risk Management Committee
3	Dr. Sunee Sornchaitanasuk	Risk Management Committee
4	Mr. Wiboon Rasmeepaisarn	Risk Management Committee

In 2021, the Executive Committee of NFC Public Company Limited consists of the following directors:

#### **Executive Committee**

<b>Item</b>	<b>Name - Surname</b>	<b>Position</b>
1	Mr. Nuttaphob Ratanasuwanthawee	Chairman of the Executive Committee
2	Mr. Yongyos Palanitisena	Executive Committee
3	Mrs. Bongkot Rungkornpaisarn	Executive Committee
4	Mr. Kijja Smunyahirun	Executive Committee
5	Mr. Nataphong Ratanasuwanthawee	Executive Committee

#### **Executive**

As of December 31, 2021, the Company has 4 executives as follows:

<b>Item</b>	<b>Name - Surname</b>	<b>Position</b>
1	Mr. Nuttaphob Ratanasuwanthawee	Vice Chairman / Chairman of the Executive Committee
2	Mr. Nataphong Ratanasuwanthawee	Deputy Chief Executive Officer and President/Acting Executive Vice President (Business Development) and Acting Executive Vice President (Operational)
3	Mrs. Bongkot Rungkornpaisarn	Chief Corporate Affairs Officer
4	Miss Dudduen Boonsue	Chief Financial Officer

Name list	Number of meeting times/total meeting times			
	Board of Directors	Audit Committee	Risk Management Committee	Executive Committee
Gen. Montree Sungkasap	7/7			
Mr. Nuttaphob Ratanasuwanthawee	7/7			3/3
Mr. Virasak Sutanthavibul	7/7	4/4	2/2	
Assoc.Prof.Dr. Seri Wongmonta	7/7	4/4		
Mrs. Aree Termwattanapakdee	7/7	4/4		
Dr.Sunee Sornchaitanasuk	6/7		2/2	
Mr. Yongyos Palanitisen	5/7		1/2	2/3
Mr. Wiboon Rasmeepaisarn	6/7		2/2	
Mr. Kijja Smunyahirun	7/7			3/3
Mr. Nataphong Ratanasuwanthawee	5/7			3/3
Mrs. Bongkot Rungkornpaisarn	7/7			3/3

#### Directors' remuneration in 2021

Name list	Position	Meeting allowance
Gen. Montree Sungkasap	Chairman	252,000
Mr. Nuttaphob Ratanasuwanthawee	Vice Chairman / Chairman of the Executive Committee	192,000
Mr. Virasak Sutanthavibul	Independent director / Chairman of the Audit Committee/ the Risk Management Committee	168,000
Assoc.Prof.Dr. Seri Wongmonta	Independent Director and Audit Committee/Nomination and remuneration committee	160,000
Mrs. Aree Termwattanapakdee	Independent Director / Audit Committee	160,000
Dr.Sunee Sornchaitanasuk	Independent Director / Audit Committee	120,000
Mr. Yongyos Palanitisen	Director / Executive Committee	180,000
Mr. Wiboon Rasmeepaisarn	Director / Risk Management Committee	120,000
Mr. Kijja Smunyahirun	Director and Executive Committee	180,000
Mr. Nataphong Ratanasuwanthawee	Director and Executive Committee	180,000
Mrs. Bongkot Rungkornpaisarn	Director and Chief Corporate Affairs Officer	180,000

## Remuneration for Chief Executive Officers and Senior Executives in 2021

Total remuneration for the Chief Executive Officer and Executives Total You, according to the definition of the management of the office.

of the SEC in the total amount of 1.89 million baht, including monthly compensation, bonuses and provident funds.

## Report on changes in securities holdings of directors and executives in NFC and its subsidiaries

Securities holdings of directors and executives in NFC and its subsidiaries will expire on December 31, 2021.

Name	number	number of shares	% of paid-up capital
<b><u>Director and Executive</u></b> ( Strategic shareholders)			
Mr. Nuttaphob Ratanasuwanthawee and relevant*		690,329,994	63.46
Mr. Nataphong Ratanasuwanthawee		4,741,302	0.44
Mr. Virasak Sutanthavibul		1,000,000	0.09
Gen. Montree Sungkasap		20,000	0.00**
Assoc.Prof.Dr. Seri Wongmonta		63	0.00**
Mr. Wiboon Rasmeepaisarn		2	0.00**
Mrs. Bongkot Rungkornpaisarn		2	0.00**
<b>Director and Executive</b>	<b>7</b>	<b>696,081,363</b>	<b>63.99</b>
<b><u>Shareholders &gt; 5%</u></b>			
Inter Spec Global Company Limited		176,000,000	16.18
2. BENTAYGA HOLDINGS LTD		86,000,000	7.91
<b>Shareholders &gt; 5%</b>	<b>2</b>	<b>262,000,000</b>	<b>24.08</b>
<i>Minor shareholders (free float) Estimate</i>	<i>1,530</i>	<i>129,684,654</i>	<i>11.92</i>
<i>Shareholders hold less than 1 unit, projected</i>	<i>2,356</i>	<i>67,039</i>	<i>0.01</i>
Grand total	<b>3,895</b>	<b>1,087,833,056</b>	<b>100</b>

**Executive compensation during January Until December 2021**

**Remuneration in 2021 5 executives receive compensation. Details are as follows:**

	Year 2020		Year 2021	
	Number	amount (million baht)	Number	amount (million baht)
Salary	6	21.96	5	16.44
Provident fund contributions		1.14		0.30
One time income		0.00		0.00
Other income		0.00		1.13
Compensation under labor law (retirement)		0.00		2.42
<b>Total</b>		<b>23.10</b>		<b>20.28</b>

**Information about employees**

**The suitability of the number of employees providing a provident fund**

**Personnel**

For the period between January 1, 2021 and December 31, 2021, the company paid compensation to 103 employees (including in and out during the year), totaling 54,914,709 baht, which the benefits include salary, overtime pay, allowances, contributions, funds, provident fund, severance pay according to labor law

**Number of employees : As of December 31, 2021**

No.	Office	Number (person)		
		Male	Female	Total
1	Bangkok	8	15	23
2	Map Ta Phut Factory, Rayong Province	30	15	45
3	Rangsit Office, Pathum Thani Province	7	0	7
<b>Total</b>		<b>45</b>	<b>30</b>	<b>75</b>

In the past 3 years, the Company has not had any labor disputes. and no labor unions

**human resource development policy**

The company recognizes that employees are the most important resource of the company. It is the beginning of responsibility in the vision and mission of the organization. Therefore, the company has a policy to focus on developing executives and employees to be smart and good people under the same corporate culture framework. The Company attaches great



importance to the continuous management and development of personnel. to have knowledge expertise professionalism including happiness in work and social responsibility through a modern, efficient management system and transparency in accordance with the principles of good governance

The company has organized internal training and sent employees to train outside the organization regularly. both in terms of safety optimization Enhancement of professional skills knowledge enhancement employee's ability happy living Including a communication system and various recreational activities within the organization to enhance good relationship between employees and executives In addition, the company also provides equal care for employees. Remuneration with appropriate and fair welfare Ensuring the quality of work life of employees To motivate and retain employees to work with the company in the long term.

#### **Auditor's Remuneration**

According to the resolution of the 2021 Annual General Meeting approved the appointment of an auditor from Karin Audit Company Limited to be the Company's auditor. and subsidiary The audit fee for the year 2021 is 1,335,000 baht and during the year Increased audit costs Due to the registration of the establishment of a new subsidiary with the annual examination fee 2021 as follows.

Unit : Million Baht			
list	2019	2020	2021
Audit fee	1,400,000	1,465,000	1,335,000
Additional audit fees	110,000	-	10,000-
<b>Total</b>	<b>1,510,000</b>	<b>1,465,000</b>	<b>1,345,000</b>

## **Report on key performance in corporate governance**

### **Summary of the performance of the Board of Directors in the past year**

#### **Internal control**

performance report of the Audit Committee for the year 2021

Dear shareholders The Audit Committee consists of 3 independent directors who are experts.

Finance and Accounting

In 2021, the Audit Committee held a total of 4 meetings, with Mr. Nattawat Songkroh acting as the secretary of the Audit Committee.

The Audit Committee performs its duties independently and fairly within the specified scope. in the Audit Committee Charter which complies with the regulations of the Stock Exchange of Thailand of Thailand The Audit Committee has responsible for auditing and reviewing NFC for good corporate governance. Have reliable and accurate financial reports There is an appropriate risk management system and adequate internal control. In addition, it is proposed to appoint the Company's Certified Public Accountant to the Board of Directors with a summary of the key performance of the Audit Committee for the year 2021 as follows:

## **NFC financial reports**

The Audit Committee has reviewed the accuracy, completeness and reliability of The consolidated financial statements of NFC and its subsidiaries, audited by NFC auditors, both quarterly and annually for 2021, were prepared in accordance with Thai Financial Reporting Standards.

The audit has reviewed the accuracy, completeness and reliability of The consolidated financial statements of NFC and its subsidiaries, audited by NFC auditors, both quarterly and annually for 2021, were prepared in accordance with Thai Financial Reporting Standards.

In addition, the Audit Committee also discussed with the Certified Public Accountant of Company regarding material issues from the audit. review the suitability of Important accounting policies including accounting estimates and the use of judgments of the management in preparing the financial statements The Audit Committee also discussed Disclosure of information in the notes to the financial statements and express an opinion on the transaction between each other that has the potential to cause conflicts of interest with NFC to achieve confidence that The preparation of financial statements and the disclosure of information in the notes to financial statements of NFC is reliable, transparent and in accordance with Thai accounting standards. and Thai financial reporting standards

NFC Operations The Audit Committee is responsible for overseeing. NFC operations are in accordance with the principles of law. Requirements and Guidelines Practice related to good corporate governance at the Securities and Exchange Commission (SEC) and stock exchange of Thailand has set following the aforementioned guidelines appropriately and continuously and had the Internal Audit Department perform an audit. To ensure that the company has performed appropriately and consistently in accordance with the principles of good corporate governance.

## **Internal control system and internal audit activities**

The Audit Committee considers and approves the scope of work and the annual audit plan 2021, as well as the work of the internal audit unit. This covers internal control and risk management to ensure that the control system Inside is efficient and continuous.

The Audit Committee reviews quarterly the adequacy and suitability of NFC's systems and internal control activities. The Internal Audit Department's Audit Performance Report covers fraud risk management. or error and has instructed the internal audit unit to monitor the improvement of the internal control system and the provision of Proper and timely preventive internal control by management. as suggested by the internal audit unit

The Audit Committee has performed its duties and responsibilities as stipulated in the Audit Committee Charter. using knowledge, competence, prudence and independence as well as giving opinions and suggestions for the benefit of the stakeholders equally

The Audit Committee is of the opinion that NFC's financial reports are accurate and reliable in accordance with accounting standards. and Thai financial reporting standards. NFC also operates in accordance with relevant laws in its operations. with good corporate governance There is an efficient and effective risk management and internal audit system.

## **Internal Control and Related Transactions**

The Board of Directors has assessed the sufficiency of the internal control system and received opinions from Independent Director that NFC has an internal control system that has efficiency and sufficient for the implementation of supervisory tasks for achieve goals and objectives Comply with applicable laws while protecting and making the most of the company's assets. for the company appropriately as well as to ensure that reporting The finances are accurate and reliable.

### **Internal control activities in 2021 can be summarized as follows:**

control environment

NFC operates on an honest and ethical basis. which covers the following issues

Business operations and decisions, such as treating shareholders and employees Practice in terms of profit or loss

NFC's and NFC Conflicts of Interest issues define business ethics. Good Corporate Governance Anti-Corruption Policy and operational policies written To make NFC's board of directors, management and employees realize the value of honesty. in operation

### **Oversight of the performance of internal controls independently**

NFC defines the roles, duties and responsibilities of The Board of Directors is clearly stated in the Board of Directors Charter. and the Executive Board Charter, which is separated from the Executive Committee. NFC also stipulates rules, powers and procedures.

Delegate powers for daily operations. clearly in writing

The Board of Directors considers appointing or amending the sub-committees, including the Executive Committee and the Audit Committee, to assist and support the performance of duties. of the NFC Committee, including determining the remuneration of sub-committees according to qualifications and prohibited characteristics of the Board of Directors, which are clearly defined in writing. in the charter of the Board of Directors Executive Board Charter and the Audit Committee Charter

The Board of Directors holds regular meetings to consider. various internal controls It also examines reports on matters such as financial statements, internal controls including internal audit reports, corporate governance and related transactions, including corporate risk management.

Determining the management structure, powers, duties and responsibilities under supervision

NFC has established an organizational structure which includes different departments and sectors. To achieve the purpose of NFC and clear separation of functions and have cross-functional checks and the level of Employees and job descriptions of all positions in the line of command such command

Identifying and analyzing important changes of the internal control system

According to the organization's risk management policy, the risk management committee must review the risk management policy. at least once a year or when there is any change in the context of the organization or in a situation that has a significant impact, and the policy must be approved by management prior to its promulgation.

NFC has set the risk management committee to manage Meeting at least once a quarter to study risks

that may affect NFC, both operational risks financial risk and reputation risks. The Quality and Risk Control Department works with the organization. each party to identify key risks and review the environment. market competition and strategic direction and will be presented to the Risk Management Committee for consideration

### control activities

The selection and development of NFC control activities has established risk control measures in the process. of organizations and businesses including the formulation of policies and procedures Operations are based on the nature of the NFC business, environment and risks that emerge from the risk assessment results. In addition, there are regular reviews from external parties such as internal auditors and quality auditors.

### audit activity

#### Internal Control Auditing and Assessment

NFC has internal control processes and internal audits. According to the Audit Committee Charter internal auditor Audit results must be reported to the Audit Committee quarterly as NFC aims to conduct business in accordance with

Good corporate governance policies and business ethics to make NFC an effective organization.

Internal auditors conduct audits according to the audit plan. Annual internal audit, which has been considered and approved by the Audit Committee, as well as the conditions and scope of NFC's business operations are considered in the audit plan.

NFC has established an internal audit department based on NFC's organizational structure to report directly to the Audit Committee. The Audit Committee is responsible for determining independence. of the Internal Audit Department as specified in the Audit Committee Charter

Assess and communicate deficiencies in internal control.

NFC assesses and communicates deficiencies in internal control accordingly. Internal audit report for the year 2 0 2 1 to executives and managers responsible for acknowledging and taking corrective action immediately according to the Internal Audit Report of 2 0 2 1 , various remarks fixed complete within the specified time Connected transactions between the Company and its subsidiaries with persons who may have conflicts For the year ended December 31, 2021, details are shown in Note 8 to the financial statements, with important items as shown in the table below. which has been considered the reasonableness of the transaction by the Audit Committee

Company name	Nature of relationship	Related transaction	Amount (Million baht)		
			2019	2020	2021
SC Carrier Company Limited	■ jointly directors are: Mr. Nuttaphob Ratanasuwanthawee and Mr. Nataphong Ratanasuwanthawee	Revenue from Warehouse services	1.05	1.05	0.53
		Ammonia transportation fee	48.55	39.73	40.50
		Expense of repairing equipment, Storage and storage of Ammonia	2.07	1.21	0.93
		Others Expenses	0.01	0.02	0.02
	■ jointly executives are: Mr. Nuttaphob Ratanasuwanthawee	Trade Account Receivable and Other Accounts Receivable	0.19	0.28	0.15
		Trade Account Payable and Other Accounts Payable	2.14	5.17	7.08
		Advance Payment	10.45	22.80	-
SC Management Company Limited	■ jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 99.35% shares	Revenue from port services	7.08	7.16	6.47
		Revenue from Port services	2.10	1.54	1.27
		Interest income	0.34	0.64	-
		Revenue from Warehouse services	1.08	1.12	1.07
		Employee transportation fee	1.20	1.38	1.44

Company name	Nature of relationship	Related transaction	Amount (Million baht)		
			2019	2020	2021
	Mr. Nataphong Ratanasuwanthawee of 0.65% shares Mrs. Bongkot Rungkornpaisarn of 1 share ■ jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn and	Maintenance expenses	0.04	-	-
		Others expenses	0.04	-	0.01
		Purchase of computer	-	0.30	-
		Trade Account Receivable and Other Accounts Receivable	2.68	1.25	1.16
		Trade Account Payable and Other Accounts Payable	7.34	7.36	7.36
		Lease liabilities-net	-	1.47	3.46
NP Marine Company Limited	■ jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 98.33% shares Mr. Nataphong Ratanasuwanthawee of 1.67% shares Mrs. Bongkot Rungkornpaisarn of 1 share Mr. Wiboon Rasmeepaisarn of 1 share ■ jointly executive is: General Montree Sungkasap	Revenue from Warehouse services	0.97	0.38	0.57
		Land rental with warehouse building, Surat Thani warehouse	0.72	0.75	0.71
		Electricity and water supply at Surat Thani warehouse	0.05	0.05	0.08
		Ammonia Truck Weighing Service fee	0.03	0.03	0.02
		Trade Account Receivable and Other Accounts Receivable	0.05	0.10	0.08
		Trade Account Payable and Other Accounts Payable	0.08	0.08	0.08
		Office Service Fee	-	0.02	-
		Lease liabilities-net	-	0.98	2.31
SCG Logistics Company Limited	■ jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 99.86% shares Mr. Nataphong Ratanasuwanthawee of 0.14% shares Mrs. Bongkot Rungkornpaisarn of 1 share Mr. Wiboon Rasmeepaisarn of 1 share ■ jointly directors are: Mr. Nuttaphob Ratanasuwanthawee	Revenue from Warehouse services	0.22	0.06	0.08
		Trade Account Receivable and Other Accounts Receivable	0.03	0.01	0.01
		Purchase of assets	-	0.39	-

Company name	Nature of relationship	Related transaction	Amount (Million baht)		
			2019	2020	2021
	Mrs. Bongkot Rungkornpaisarn and Mr. Nataphong Ratanasuwanthawee ● jointly executive is: Mr. Nuttaphob Ratanasuwanthawee				
SC Offshore Service Company Limited	■ jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 97.67% shares Mr. Nataphong Ratanasuwanthawee of 2.33% shares ■ jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn and Mr. Nataphong Ratanasuwanthawee ■ jointly executive is: Mr. Nuttaphob Ratanasuwanthawee	Revenue from Port services	0.61	-	
		Revenue from Warehouse service	0.03	-	
		Others Expenses	0.01	0.01	0.01
		Trade Account Receivable and Other Account Receivable	0.01	-	
SCENA Offshore Company Limited	■ jointly shareholders are: Mrs. Bongkot Rungkornpaisarn of 1 share ■ jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn and Mr. Nataphong Ratanasuwanthawee ■ jointly executive is: Mr. Nuttaphob Ratanasuwanthawee	Revenue from Port services	-	0.01	0.15
Thai International Dockyard Company Limited	■ jointly shareholders are: Mr. Nuttaphob	Purchase of asset	-	-	11.75
		Advance Payment	-	0.21	-
		Retention	-	-	0.64

Company name	Nature of relationship	Related transaction	Amount (Million baht)		
			2019	2020	2021
	Ratanasuwanthawee of 1 share and Mr. Nataphong Ratanasuwanthawee of 1 share ■ jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn and Mr. Nataphong Ratanasuwanthawee ■ jointly executive is: Mr. Nuttaphob Ratanasuwanthawee				
Chemicals and Aromatics (Thailand) Company Limited	■ jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee ■ jointly executive is: Mr. Nuttaphob Ratanasuwanthawee	Purchase of assets	1.60	-	
		Trade account Payable and Other Accounts Payable	4.71	4.71	4.71
N Holding Company Limited	■ jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 99.99% share and Mr. Nataphong Ratanasuwanthawee of 1 share Mrs. Bongkot Rungkornpaisarn of 1 share ■ jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn and Mr. Nataphong	Rental and services, Office building	3.84	4.14	4.12
		Electricity and water supply, office building	0.23	0.21	0.47
		Advertising and Public Relations Expenses	0.18	-	-
		Others Expenses	0.06	0.03	-
		Trade account Payable and Other Accounts Payable	0.51	0.38	0.53
		Deposits	0.96	0.38	-
		Lease liabilities-net	-	6.41	7.22

Company name	Nature of relationship	Related transaction	Amount (Million baht)		
			2019	2020	2021
	Ratanasuwanthawee ■ jointly executive is: Mr. Nuttaphob Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn Mr. Nataphong Ratanasuwanthawee Miss Dudduen Boonsue				
Strategic Port Link Co., Ltd.	■ jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 90.00% share and Mr. Nataphong Ratanasuwanthawee of 10.00% share Mrs. Bongkot Rungkornpaisarn of 1 share ■ jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn and Mr. Nataphong Ratanasuwanthawee ■ jointly executive is: Mr. Nuttaphob Ratanasuwanthawee	Purchase of assets	0.03	-	-

#### Necessity and reasonableness of the transaction

1. The Company had the transaction with SC Carrier Co., Ltd., which is a business operator licensed to be an Ammonia carrier from the Department of Industrial Works by using of Ammonia transport vehicles is authorized and regularly inspected by the Land Transport Department and meets the standards law. As well as the drivers have the license required by law for the safety of life and property in transportation to act as an Ammonia carrier by truck from the place of delivery of the origin of the plant in Rayong, Pathum Thani and Surat Thani to the place of delivery of the goods as agreed by the parties. The prices and conditions are stated at market price and with normal commercial terms and the



price of SC Carrier Co., Ltd. charges for similar goods to other customers which is the normal business and the purpose is not interchanged in benefits.

2. The Company had the transaction with NP Marine Co., Ltd., with the objective to lease land and buildings on land at Bang Kung Sub-district, Mueang District , Surat Thani, the total area of 2,749.50 square meters included in the transaction with SC Management Co., Ltd. with the objective to lease land and buildings on land at Bueng Yitho Sub-district, Thanyaburi District, Pathum Thani Province, the total area of 2,509 square meters to continue business from acquisition a part of the business from C&A related to the distribution of Ammonia and Ammonium hydroxide products to sell to the end customers are fully integrated. The price and conditions are as market prices as transactions with third parties. This is the normal business and the purpose is not interchanged in benefits.
3. The Company had the transaction with N holdings Co., Ltd. for the purpose of renting and servicing for the head office building, 3rd floor, SC Group Building, 88, Bangna Nuea Sub-district, Bangna District, Bangkok, the total area of 800 square meters for the purpose of office used. This is normal business. The prices and conditions are stated at market price and with normal commercial terms. This is the normal business and the purpose is not interchanged in benefits.
4. The Company had the transaction with SC Carrier Co., Ltd., NP Marine Co., Ltd., SCG Logistics Co., Ltd., SC Offshore Services Co., Ltd., SCENA Offshore Co., Ltd., Thai International Dockyard Co., Ltd., SC Auto Logistics Co., Ltd., Chemicals and Aromatics (Thailand) Co., Ltd. and N holdings Co., Ltd. such as Service income, Revenue from Sale of Property, Assets purchase, and Rental and services fee. The price and conditions are as market prices as transactions with third parties and the purpose is not interchanged in benefits.

## Part 3 Financial Statements

### **INDEPENDENT AUDITOR'S REPORT**

To The Shareholders of NFC Public Company Limited

#### **Opinion**

I have audited the financial statements of NFC Public Company Limited and its subsidiaries, which comprise the consolidated and separate statements of financial position and as at December 31, 2021, and the related consolidated and separate statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In my opinion, the consolidated and separate financial statements referred to above present fairly, in all material respects, the financial position of NFC Public Company Limited and its subsidiaries as at December 31, 2021, their financial performance and 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 Consolidated Financial Statements section of my report. I am independent of the Group in accordance with the Code of Ethics for Professional Accountants as issued by the Federation of Accounting Professions as relevant to my audit of the consolidated financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

#### **Key Audit Matters**

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

## **Revenue from Contracts**

### **Risk**

As discussed in Note 29 to the financial statements, The Company has income from operations with an unrelated company to have the right to lease area from the Company amount of Baht 452,621,417 ( 25% of total income in the consolidated financial statements). The leasehold transfer agreement specifies several important terms and conditions that both parties must comply with in order to achieve the objective of the leasehold transfer. The successful implementation of the terms and conditions in the agreement affects the determination of the revenue recognition point. In addition, as a result of compliance with terms and conditions in the agreement, the Company has to provisions from obligations to perform.

I consider the recognition of revenues and provisions from the leasehold right transfer agreement as an important matter to audit. I attach importance to the transfer of control over the leasehold rights and the completeness of the provisions in the financial statements. Therefore, I present the matter on the auditor's report.

### **Risk Responses of Auditor**

My audit procedures responded to the risk referred to above are as follows:

- Understood the contents under the agreement to identify the obligations the Company has to perform to its clients in accordance with established financial reporting standards.
- Assessed the work procedures that the Company has performed for the contracting parties. Along with assessing conditions that may cause the contract to fail or may be terminated and an important point in the transfer of control or the success of the work.
- Checked the documents of the landlord to confirm the success of the agreement.
- Examined obligations that the Company has to perform to the contracting parties and has been recorded in the provisions completely in all material respects. And
- Observing the condition of the area under the agreement.

## **Deferred Tax Assets**

### **Risk**

As discussed in Note 17 to the financial statements, The Group and The Company has not yet recorded deferred tax asset amount Baht 23.46 million and Baht 24.66 million, respectively and that have not been recorded in the amount of Baht 154.10 million and Baht 149.76 million, respectively. Because recognition of deferred tax assets needs to be based on the probability of utilization which is subject to management's judgment. Expectation of such assets utilization is depended on many factors, including appropriateness of temporary difference, and sufficiency of future taxable profit.

### **Risk Responses of Auditor**

My audit procedures responded to the risk referred to above are as follows:

- Evaluated the Company management's judgment regarding sufficiency of future taxable profit that will be available to utilize tax losses. Evaluation focused on the reasonableness of future cash flow projection and preparation process of cash flow projection.

- Tested reliability of calculation and compared with the latest annual budget approved by the Company's board of directors.
- Enquired the Company's management regarding a key assumption, long term growth rate, and compared with historical performance, economic conditions and industrial trend.

### **Revaluation of plant and equipment**

#### **Risk**

As discussed in Note 14 to the financial statements, The Company values its plant and equipment, including those assets acquired in a business combination, at fair value which is determined by an independent appraiser. The valuation process requires judgement and significant estimates to be made by management.

#### **Risk Responses of Auditor**

My audit procedures responded to the risk referred to above are as follows:

Evaluating the competence, independence and objectivity of the appraiser and verified their qualification.

Discussing with the appraiser the rationale for the approach used to measure the fair value of plant and equipment.

Assessing the appropriateness of the assumption used and data used in the valuation.

Comparing the results derived from the appraisal with external sources of data.

To Assess of asset condition during attendance fixed asset observation.

Reviewed accounting records by company to ensure that accounting records of asset are correct.

#### **Other Matter**

The financial statements of NFC Public Company Limited and its subsidiaries as at December 31, 2020 were audited by another auditor in firm as mine, who issued her audit report date February 23, 2021 expressed an unqualified opinion.

#### **Other Information**

Management is responsible for the other information. The other information comprise the information included in annual report of the Group, but does not include the financial statements and my auditor's report thereon. The annual report of the Group 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 do 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 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 of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

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

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

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

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

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

My objectives are to obtain reasonable assurance about whether the consolidated 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.

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, 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 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 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 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 to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation, whether.

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 if I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated 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 on the audit resulting in this independent auditor's report is Mr. Komin Linphrachaya

Mr. Komin Linphrachaya

Certified Public Accountant (Thailand)

Registration No. 3675

Karin Audit Company Limited

Bangkok, Thailand.

February 23, 2022

**NFC PUBLIC COMPANY LIMITED AND  
SUBSIDIARIES  
STATEMENTS OF FINANCIAL POSITION**

**(Unit : Baht)**

		CONSOLIDATED F/S		SEPARATE F/S	
	Notes	December 31, 2021	December 31, 2020	December 31, 2021	December 31, 2020
<b>ASSETS</b>					
<b>CURRENT ASSETS</b>					
Cash and cash equivalents	6	224,658,661	108,767,952	202,357,930	82,947,895
Trade and other current receivables	7, 8	612,509,192	179,029,834	615,669,201	153,751,790
Short-term loan to related party	8	-	-	461,000,000	502,100,000
Inventories	9	101,585,369	41,766,741	101,583,216	41,764,899
Current tax assets		-	2,109,033	-	2,109,033
Other current financial assets	10	21,839,166	9,389,444	21,834,721	9,385,000
Other current assets		12,406,990	1,702,170	9,020,196	1,702,170
Non-current assets or disposal groups classified as held for sale	11	-	13,980,000	-	13,980,000
<b>Total Current Assets</b>		<b>972,999,378</b>	<b>356,745,174</b>	<b>1,411,465,264</b>	<b>807,740,787</b>
<b>NON - CURRENT ASSETS</b>					
Other non - current financial assets	12	11,963,302	12,128,584	11,963,302	12,128,584
Investment in subsidiaries, joint ventures and associated	13	-	-	485,949,100	443,999,400
Property, plant and equipment	14	1,791,936,790	1,318,933,513	165,020,544	184,423,070
Right of use assets	15	848,368,796	976,968,444	89,264,391	121,163,875
Other intangible assets other than goodwill	16	935,808	1,518,912	862,793	1,420,021
Deferred tax asset	17	14,798,886	20,198,732	14,798,886	20,198,732
Other non - current assets	18	55,936,853	161,816,337	106,649	490,649
<b>Total Non - Current Assets</b>		<b>2,723,940,435</b>	<b>2,491,564,522</b>	<b>767,965,665</b>	<b>783,824,331</b>
<b>TOTAL ASSETS</b>		<b>3,696,939,813</b>	<b>2,848,309,696</b>	<b>2,179,430,929</b>	<b>1,591,565,118</b>

**LIABILITIES AND SHAREHOLDERS' EQUITY****CURRENT LIABILITIES**

Bank overdraft and short-term loan from financial institutions	19	220,874,826	93,508,018	154,270,520	93,508,018
Trade and other current payables	20, 8	194,311,618	374,696,345	174,393,095	121,474,752
Current portion of long - term liabilities	21	66,232,976	-	-	-
Current portion of lease liabilities	22	28,601,521	41,793,065	23,392,927	39,360,248
Corporate income tax payables		54,187,674	-	54,187,674	
Current provisions for employee benefits	23	6,646,819	7,302,992	6,096,819	6,551,600
<b>Total Current Liabilities</b>		<u>570,855,434</u>	<u>517,300,420</u>	<u>412,341,035</u>	<u>260,894,618</u>

**NON - CURRENT LIABILITIES**

Long - term loans from financial institutions	21	1,021,048,403	489,163,605		
Lease liabilities	22	790,217,587	884,238,478	91,136,213	106,661,876
Deferred tax liabilities	17	12,192,422	8,690,167		
Non - current provisions for employee benefits	23	3,891,235	1,761,778	3,779,059	1,737,231
Other non - current provisions		18,305,811	18,367,056	18,305,811	18,367,056
Other non - current liabilities		3,545,000	3,445,000	3,545,000	3,445,000
<b>Total Non - Current Liabilities</b>		<u>1,849,200,458</u>	<u>1,405,666,084</u>	<u>116,766,083</u>	<u>130,211,163</u>

<b>TOTAL LIABILITIES</b>		<u>2,420,055,892</u>	<u>1,922,966,504</u>	<u>529,107,118</u>	<u>391,105,781</u>
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**LIABILITIES AND SHAREHOLDERS' EQUITY****(Continued)****SHAREHOLDERS' EQUITY**

Share capital - ordinary share					
- Authorized share capital					
1,196,616,362 shares of Baht 0.75 each	25	<u>897,462,271</u>	<u>897,462,271</u>	<u>897,462,271</u>	<u>897,462,271</u>
Issued and paid share capital					
- Authorized share capital 1,087,833,056 shares of Baht 0.75 each	25	815,874,824	815,874,792	815,874,824	815,874,792
Surplus (Deficit) from business combination under the common control		(255,263,602)	(255,263,602)	(255,263,602)	(255,263,602)
Share premium on ordinary shares		246		246	
Retained earnings					
Legal reserve		47,136,200	24,380,200	47,136,200	24,380,200
Unappropriated		632,561,997	274,955,016	1,003,144,152	547,902,715
Other components of shareholder's equity		39,431,991	67,565,232	39,431,991	67,565,232
<b>Total equity attributable to owners of the company</b>		<u>1,279,741,656</u>	<u>927,511,638</u>	<u>1,650,323,811</u>	<u>1,200,459,337</u>
Non-controlling interests of subsidiaries		<u>(2,857,735)</u>	<u>(2,168,446)</u>		
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<u>1,276,883,921</u>	<u>925,343,192</u>	<u>1,650,323,811</u>	<u>1,200,459,337</u>



**TOTAL LIABILITIES AND SHAREHOLDERS'  
EQUITY**

3,696,939,813

2,848,309,696

2,179,430,929

1,591,565,118

(Unit :  
Baht)

Equity attributable to the Company's shareholders

	Paid-up share capital	Surplus (Deficit) from business combinatio n under common control	Share premi um on ordina ry shares	Legal reserve	Retained earnings	Surplus on assets  Revaluati on	Gains (losses) on  remeasur ements of defined benefits	Total other compone nts  of partners' equity	Total sharehold ers'  equity of  the Company	Non controlli ng  interests of  Subsidia ries	Total
<b>CONSOLIDATED F/S</b>											
<b>Balance as at January 1, 2020</b>	815,874,792	(255,263,602)		22,550,000	235,287,323	116,978,699		116,978,699	935,427,212	(1,677,871)	933,749,341
Total comprehensive income (Loss) for the year					(8,762,679)		847,105	847,105	(7,915,574)	(490,575)	(8,406,149)
Transfer to retained earnings (Loss) - net of income tax					50,260,572	(49,413,467)	(847,105)	(50,260,572)			
Other - Legal reserve				1,830,200	(1,830,200)						
<b>Balance as at December 31, 2020</b>	815,874,792	(255,263,602)	-	24,380,200	274,955,016	67,565,232		67,565,232	927,511,638	(2,168,446)	925,343,192
Share premium on ordinary shares	32		246						278	300	578
Total comprehensive income					352,888,683		(658,943)	(658,943)	352,229,740	(689,589)	351,540,151

(Loss) for the year

Transfer to retained earnings (Loss)

- net of income tax

Other - Legal reserve

**Balance as at December**

**31, 2021**

27,474,298

(28,133,241)

658,943

(27,474,298)

22,756,000

(22,756,000)

815,874,824

(255,263,602)

246

47,136,200

632,561,997

39,431,991

39,431,991

1,279,741,656

(2,857,735)

1,276,883,921

	(Unit : Baht)							
		Surplus (Deficit) from				Gains (losses) on	Total other	
	Paid-up	business combination	Share premium on		Surplus on	remeasurement	components	
	share	under	ordinary	Legal	Retained	s of	shareholders	
	capital	common control	shares	reserve	earnings	revaluation	defined benefits	Total
<b>SEPARATE F/S</b>								
<b>Balance as at January 1, 2020</b>	815,874,792	(255,263,602)		22,550,000	462,671,086	116,978,699	-	1,162,810,975
Total comprehensive income (Loss) for the year					36,603,671		1,044,691	37,648,362
Transfer to retained earnings (Loss) - net of income tax					50,458,158	(49,413,467)	(1,044,691)	(50,458,158)
Other - Legal reserve				1,830,200	(1,830,200)			
<b>Balance as at December 31, 2020</b>	815,874,792	(255,263,602)		24,380,200	547,902,715	67,565,232		1,200,459,337
Share premium on ordinary shares	32		246					278
Total comprehensive income (Loss) for the year					450,549,517		(685,321)	449,864,196
Transfer to retained earnings (Loss) - net of income tax					27,447,920	(28,133,241)	685,321	(27,447,920)
Other - Legal reserve				22,756,000	(22,756,000)			
<b>Balance as at December 31, 2021</b>	815,874,824	(255,263,602)	246	47,136,200	1,003,144,152	39,431,991		1,650,323,811

NFC PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF

COMPREHENSIVE INCOME

FOR THE YEAR ENDED

DECEMBER 31

					(Unit : Baht)
		CONSOLIDATED F/S		SEPARATE F/S	
	Notes	2021	2020	2021	2020
REVENUES					
Revenue from sales of chemical products		1,265,583,662	615,675,848	1,265,583,662	615,675,848
Revenue from services		98,567,576	103,609,389	107,187,576	106,229,389
Total Revenues from Sales and Services	8, 34	1,364,151,238	719,285,237	1,372,771,238	721,905,237
COSTS OF SALES AND SERVICES					
Cost of chemical products sold		1,207,847,946	525,259,479	1,207,847,946	# 525,259,479
Cost of services		18,375,519	23,415,216	18,375,519	23,415,216
Total Costs of Sales and Services	8, 34	1,226,223,465	548,674,695	1,226,223,465	548,674,695
Gross profit		137,927,773	170,610,542	146,547,773	173,230,542
Other income	8, 29, 34	473,665,914	16,456,158	507,088,442	50,159,952
Profit Before Expenses		611,593,687	187,066,700	653,636,215	223,390,494
Selling expenses	34	35,768,082	34,479,396	35,768,082	34,479,396
Administrative expenses	34	130,786,208	149,516,315	90,477,880	148,734,814
Financial costs	34	26,570,067	15,219,842	14,066,160	15,207,776
Total expenses		193,124,357	199,215,553	140,312,122	198,421,986
Profit (Loss) Before income Tax expense		418,469,330	(12,148,853)	513,324,093	24,968,508
Tax income (Expense)	31	(66,270,236)	2,895,599	(62,774,576)	11,635,163
NET PROFIT (LOSS) FOR THE YEAR		352,199,094	(9,253,254)	450,549,517	36,603,671

OTHER COMPREHENSIVE

INCOME (LOSS) FOR

THE YEAR

Items that will not be reclassified subsequently to profit or loss

Gains (losses) on remeasurements of defined benefit plans	23	(658,943)	847,105	(685,321)	1,044,691
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<b>Total comprehensive income (Loss) for the year</b>				
	351,540,151	(8,406,149)	449,864,196	37,648,362

#### ALLOCATION OF INCOME (LOSS)

Portion of the Company's Shareholders	352,888,683	(8,762,679)	450,549,517	36,603,671
Portion of non-controlling interests in subsidiaries	(689,589)	(490,575)		
	352,199,094	(9,253,254)	450,549,517	36,603,671

#### ALLOCATION OF COMPREHENSIVE INCOME (LOSS)

Portion of the Company's shareholders	352,229,740	(7,915,574)	449,864,196	37,648,362
Portion of non-controlling interests in subsidiaries	(689,589)	(490,575)	-	
	351,540,151	(8,406,149)	449,864,196	37,648,362

#### Basic Earnings (Loss) per Share

Basic Earnings (Loss) per Share	26	0.3244	(0.0081)	0.4142	0.0336
Weight average number of common shares (Thousand Shares)		1,087,833,056	1,087,833,056	1,087,833,056	1,087,833,056

#### NFC PUBLIC COMPANY LIMITED AND SUBSIDIARIES STATEMENTS OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	2021	2020	2021	2020
<b>Cash Flows from Operating Activities</b>				
Profit (Loss) before income Tax expense	418,469,330	(12,148,853)	513,324,093	24,968,508
<b>Adjustments to reconcile profit (Loss) to net cash provided (Used)</b>				
Adjustment on financial costs	26,570,067	15,219,842	14,066,160	15,207,776
Adjustment on Trade receivable (Increase) Decrease	(26,891,180)	3,188,845	(27,618,197)	2,419,149
Adjustment on Other receivable from other operations (Increase) Decrease	(408,221,912)	16,389,897	(419,173,989)	5,663,002
Adjustment on Inventories (Increase) Decrease	(59,389,821)	102,718,875	(59,389,510)	102,719,528

Adjustment on Other assets (Increase)	24,505,739	(34,269,872)	8,757,495	10,316,729
Decrease				
Adjustment on Trade payable Increase	62,651,732	(18,648,371)	62,651,732	(14,488,534)
(Decrease)				
Adjustment on Other payable from other operations	(256,457,224)	252,997,055	(23,154,153)	(31,493,186)
Increase (Decrease)				
Adjustment on Other liabilities	100,000	-	100,000	-
(increase) decrease				
Depreciation Depletion and				
Amortisation charge				
- Depreciation of property,	65,750,814	83,876,645	64,012,920	83,822,282
plant and equipment				
- Depreciation of right of	43,472,561	37,638,790	33,707,507	37,638,790
use assets				
- Amortization of other intangible	615,303	641,074	589,427	619,644
assets other than goodwill				
Adjustment of loss on Impairment				
Asset (Reverse)				
- Loss on Impairment		16,943,178	-	16,943,178
Asset held for sale				
- Loss on Impairment	(2,884,000)	(48,391,266)	4,646,454	(48,391,266)
Asset (Reverse)				
- Loss on Impairment long-	192,632	1,211,863	192,632	1,211,863
term investments				
Adjustment on Provisions liabilities	13,783,360	12,289,924	13,754,151	11,781,342
(Reverse)				
Adjustment on Unrealized (Gain) loss	418,452	(4,790)	418,452	(4,790)
on exchange rate				
Adjustment on Bad debt and allowance for doubtful	769,823	-	1,496,840	769,696
accounts (Reverse)				
Adjustment on loss from inventories	(428,807)	(66,000,325)	(428,807)	(66,000,325)
devaluation (Reverse)				
Other adjustments with non cash	1,254,869	(448,506)	-	(461,689)
Adjustment on loss (Gain) on disposal	(3,071)	51,710,015	(3,071)	51,710,015
of non current assets				
Adjustment other on cash from	(390,958)	(7,305,860)	(34,463,487)	(34,998,545)
investment or borrowings				
<b>Net Cash provided from (Used in) Operating</b>	<b>(96,112,291)</b>	<b>407,608,160</b>	<b>153,486,649</b>	<b>169,953,167</b>
<b>Activities</b>				
Interest expenses	(6,629,441)	(18,735,091)	(6,620,781)	(10,347,922)
Other cash provided (Used) - Provisions for	(110,000)	(2,421,730)	-	(2,421,730)
employee benefit				
<b>Net Cash provided from (Used in) Operating</b>	<b>(102,851,732)</b>	<b>386,451,339</b>	<b>146,865,868</b>	<b>157,183,515</b>
<b>Activities</b>				

(Unit : Baht)				
	CONSOLIDATED F/S		SEPARATE F/S	
	2021	2020	2021	2020
<b>Cash Flows from Investing Activities</b>				
Investment in subsidiaries Increase	-	-	(41,949,700)	(117,000,000)
Cash paid for acquisitions of property, plant and equipment	(418,502,371)	(808,496,866)	(56,415,245)	(6,541,337)
Cash paid for purchase of intangible assets	(32,200)	(36,000)	(32,200)	-
Loans to related parties	4,800	2,032,285	4,800	2,032,285
Loans to other persons or related parties	-	(27,000,000)	(98,000,000)	(45,100,000)
Cash received from loans to unrelated parties or related parties	-	27,000,000	139,100,000	27,000,000
Proceeds from Interest received	-	1,123,664	17,841,421	1,093,803
<b>Net Cash provided from (Used in) Investing Activities</b>	<b>(418,529,771)</b>	<b>(805,376,917)</b>	<b>(39,450,924)</b>	<b>(138,515,249)</b>
<b>Cash Flows from Financing Activities</b>	#	#		
Proceeds from long - term loans	578		278	-
Cash received (paid) from short - term loans	598,117,774	495,345,800	-	-
Deividends paid	127,366,808	10,428,421	60,762,502	10,428,421
Cash paid for decresing lease liabilities	(51,752,717)	(56,971,972)	(40,484,847)	(26,000,040)
Interest expenses	(36,460,231)	(8,607,191)	(8,282,842)	(4,437,427)
<b>Net Cash provided from (Used in) Financing Activities</b>	<b>637,272,212</b>	<b>440,195,058</b>	<b>11,995,091</b>	<b>(20,009,046)</b>
<b>NET INCREASE (DECREASE) CASH AND CASH EQUIVALENTS</b>	<b>115,890,709</b>	<b>21,269,480</b>	<b>119,410,035</b>	<b>(1,340,780)</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR (NOTE 6)</b>	<b>108,767,952</b>	<b>87,500,475</b>	<b>82,947,895</b>	<b>84,288,675</b>
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR (NOTE 6)</b>	<b>224,658,661</b>	<b>108,769,955</b>	<b>202,357,930</b>	<b>82,947,895</b>

#### Additional disclosure for the cash flow

- In order to prepare the cash flow statements, Cash and Cash Equivalents which Cash Equivalents refer to bank accounts and short term investment in promissory note by the repayment not over 3 months.



4. During the year 2021, The Company has bad debts write off trade accounts amount 4 cases amount of Baht 35.07 million.

5. During the year 2020, The Group has office rental agreement which it was reclassified to lease liabilities for the consolidated financial

statements in amount of Baht 435.58 million and the separate financial statements in amount of Baht 155.86 million, respectively.

### 3. GENERAL INFORMATION

The Company registered its incorporation in accordance with the Thai Civil and Commercial Code as a limited company in the year 1982. The Company changed its status to a public company on October 13, 1995. The major shareholder of the Company is Mr. Nuttaphob Ratanasuwanthawee.

The principle business of the Company is the sale of chemical products and other chemical related services. In addition, the Company provides pier and warehouse services. Its factory, warehouse and offices are located at:

- Factory and : No. 2, I - 2 Road, Map Ta Phut Industrial Estate, Tambol Map Ta Phut, Muang District,  
Warehouse Rayong, Thailand. Currently not in fertilizer manufacturing operations, but still run production of ammonium hydroxide.
- : No. 9/25 Moo 4, Bueng Yitho District, Amphur Thanyaburi, Pathum Thani, Thailand.
- : No. 105/10 Moo 2, Surat - Pak Nam Road., Bangkung District, Amphur Muang, Surat Thani, Thailand.
- Office : 88 SC Group Building 3rd Floor, The Park Land Road (Bangna - Trad Km.5), Bangna Nuea Sub - District, Bangna District, Bangkok, Thailand.

The Company has 83.25% investment in a subsidiary, (Rayong Bulk Terminal Co., Ltd.), whose business objective is to provide wharf frontage services and warehouse services. However, the operations of the subsidiary have ceased as a result of the termination of the joint operating agreement with Industrial Estate Authority of Thailand (“IEAT”) which was terminated by the Central Bankruptcy Court.

The Company has 100% investment in “NFCT Co., Ltd”, 100% “NFCW Co., Ltd” and 100% “NFCT Songkhla Co., Ltd.” which conducting liquid warehouse services and warehouse , yard services business and liquid warehouse services and logistics , respectively.

### 4. BASIS OF FINANCIAL STATEMENT PREPARATION AND PRINCIPLES OF CONSOLIDATION

#### Status of the subsidiary

In 2011 The Central Bankruptcy Court gave an order of absolute receivership to Rayong Bulk Terminal Co., Ltd which stop all operation of the company. In 2015, the Central Bankruptcy Court dismiss the petition against official receiver’s order of the affiliated company resulting to ending of operation and development of port area agreement between IEAT and the affiliated company.

Then, all related parties agreed to manage and develop the port area in aforementioned agreement, which lead to resolution of all dispute between company and IEAT. Now, all creditors filed the petition to the Central Bankruptcy Court to discharge in bankruptcy of the company at November 30, 2021, then at December 7, 2021, the Central Bankruptcy Court agreed and ordered the cancellation of the subsidiary’s bankruptcy, which such discharge in bankruptcy publication was published in the Government Gazette on February 15, 2022.

## **5. BASIS OF FINANCIAL STATEMENT PREPARATION AND PRINCIPLES OF CONSOLIDATION**

### **3.1 Coronavirus disease 2019 Pandemic**

The Coronavirus disease 2019 pandemic is continuing to evolve, resulting in an economic slowdown and adversely impacting most businesses and industries. This situation may bring uncertainties and have an impact on the environment in which the Group and the Company operates. the Group and the Company management has continuously monitored ongoing developments and assessed the financial impact in respect of the valuation of assets, provisions and contingent liabilities, and has used estimates and judgement in respect of various issues as the situation has evolved.

### **3.2 Basis for financial statements preparation**

The financial statements have been prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543, being those Thai Financial Reporting Standards issued under the Accounting Profession Act B.E. 2547, and the financial reporting requirements of the Securities and Exchange Commission under the Securities and Exchange Act.

The financial statements have been prepared under the historical cost convention except as disclosed in the accounting policies below.

The preparation of financial statements in conformity with Thai generally accepted accounting principles requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 5.

The financial statements in English language have been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or interpretation in two different languages, the Thai version of the financial statements shall main.

### 3.3 Principles of consolidation

These consolidated financial statements include the financial statements of NFC Public Company Limited and its subsidiaries which are under its control with more than 50 percent voting rights are as follows:

Company's Name	Nature of business	Percentage of holding (%)	
		December 31, 2021	December 31, 2020
Rayong Bulk Terminal Co., Ltd.	Provide wharf frontage services and warehouse services	83.25	83.25
NFCT Co., Ltd.	Liquid warehouse services business	100.00	100.00
NFCW Co., Ltd.	Warehouse and yard services business.	100.00	100.00
NFCT Songkhla Co., Ltd.	Liquid warehouse services logistics	100.00	-

Significant transactions with subsidiaries have been eliminated in the consolidated financial statements.

The consolidated financial statements have been prepared with the same accounting policies for the separate financial statements for the same accounting transactions or accounting events.

The total assets of subsidiaries as at December 31, 2021 and 2020 and total revenues of subsidiaries for the year ended December 31, 2021 and 2020 before eliminating, as included in the consolidated financial statements presented in term of percentages are as follows:

	Percentage of subsidiaries's total assets to consolidated total assets		Percentage of subsidiaries's total revenues to consolidated total revenues	
	December 31, 2021	December 31, 2020	For the years ended December 31,	
			2021	2020
Rayong Bulk Terminal Co., Ltd.	0.44	1.27	1.75	-
NFCT Co., Ltd.	45.62	45.90	0.02	-
NFCW Co., Ltd.	10.81	14.73	-	-
NFCT Songkhla Co., Ltd.	0.02	-	-	-

## 6. SIGNIFICANT ACCOUNTING POLICIES

### 4.1 New financial reporting standards

#### b) Financial reporting standards that became effective in the current year

During the year, the Group and the Company 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 Group's financial statements.

#### c) Financial reporting standards that will become effective for fiscal years beginning on or after January 1, 2022

The Federation of Accounting Professions issued a number of revised financial reporting standards, which are effective for fiscal years beginning on or after January 1, 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 standards, providing temporary reliefs or temporary exemptions for users.

The management of the Group is currently in process of evaluating the plan to be executed and considering the impact of these standards on the financial statements in the year when they are adopted.

### 4.2 Revenue and expenditure recognition

#### Revenue from sales

Sales of goods are recognised at the point in time when control of the asset is transferred to the customer. Sales are the invoiced value, excluding value added tax, of goods supplied after deducting discounts and allowances.

Revenue arrangements with multiple deliverables are allocated between the element in proportion to the delivered products and the obligations to be performed in providing services that are included in the contract using the basis of standalone selling prices of different products or services as obligated in the contract.

#### Revenue from service

Service income is recognized when the Group and the Company have completed the service and the economic benefit is derived from the success of that transaction. Income is shown without VAT.

Interest income is recognized on a time proportion basis that reflects the effective yield on the asset.

Cost of service is recognized principally based on services rendered.

Other expenses are recognized based on an accrual basis during the year.

#### **4.3** *Cash and cash equivalents*

Cash and cash equivalents represent cash on hand, deposits with financial institutions with maturity of less than three months, short-term highly liquid investments with original maturities of three months or less, without restriction of usage or obligation.

Restricted deposits with bank are presented under non - current assets in the statement of financial position.

#### **4.4** *Related companies*

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

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

#### **4.5** *Inventories*

Inventories are stated at the lower of cost or net realizable value. Cost is determined by weighted average method. The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory less all attribute discounts and allowances. Net realizable value is estimated selling price in the ordinary course of business less necessary costs to make inventories ready for sales. The Company set up provision for slow – moving and defective inventories, where necessary, from the consideration of market situation and the aged inventories.

#### **4.6** *Acquisitions from entities under common control*

Business combinations of entities or businesses under common control are accounted for using a method similar to the pooling of interest method and in accordance with the Guideline issued in 2009 by the FAP.

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established; for this purpose, comparatives are revised. The assets and liabilities acquired are recognised at the carrying amounts recognised as if they had been included in the Group consolidated financial statements from initiation using the accounting policies of the Group. The components of equity of the acquired entities are added to the same components within Group equity. Any cash paid for the acquisition is recognised directly in equity.

#### **4.7** *Investments*

##### *Investment in subsidiaries*

Investment in subsidiaries in the separate financial statements are stated at cost net of impairment losses.

##### *Other investment*

Equity securities which are not marketable are stated at cost net of impairment losses.

#### 4.8 Property, plant and equipment

The Company values its property, plant and equipment, as follows:

- |   |  |
|---|--|
| l) Building and factory, Building improvement, Port building, berth,<br>Wearhouse and conveying system, machinery and equipment,<br>Fertilizer packing equipment, Moving equipment Electricity, water<br>supply, waste water treatment other utilities and vehicles | - at appraised value determined by<br>an independent appraiser |
| b) Other fixed assets   | - at cost  |

The subsidiaries values its property, plant and equipment at cost.

Cost is measured by the cash or cash equivalent price of obtaining the asset to bring it to the location and condition necessary for its intended use. Buildings and equipment are presented in the statement of financial position at cost less accumulated depreciation and allowance for loss on impairment (if any). The Company arranges for re-appraisal of assets by independent appraiser once every three to five years. The Company records the differences incurred from revaluation as follows:

- When an asset value increased as a result of a revaluation, the increase amount is recognized in other comprehensive income and credited to a "Revaluation surplus of assets". However, a revaluation increase is recognized as reversal of impairment to the extent that it reverses a revaluation decrease of the same asset previously recognized as an expense in statements of profit or loss and other comprehensive income.
- When an asset's carrying amount is decreased as a result of a revaluation, the decrease is recognized as an expense in statement of profit or loss and other comprehensive income. However, a revaluation decrease is charged directly against any related "Revaluation surplus of assets" to the extent that the decrease does not exceed the amount held in the revaluation surplus in respect of that same asset.

Upon the disposal of the revalued plant and equipment, the relevant portion of the revaluation surplus realized in respect of the previous valuation is released from the plant and equipment valuation surplus directly to retained earnings (deficit).

The Group and the Company depreciates its land improvements, plant and equipment by the straight - line method, over the estimated useful lives of the assets based on the segregation of components of assets, if each part is significant with different useful lives. Estimated useful lives of the assets are as follows:

	Years
Land improvement	25
Building and factory	5 - 25
Pier	10 - 20
Office improvement	5 - 10
Machinery and equipment	5 - 20

Furniture, fixtures and office equipment	5 - 6
Experimental instrument	5 - 20
Vehicles	5

Expenditures for expansion, renewal and betterment are capitalized. Repair and maintenance costs are recognized as an expense when incurred.

#### **4.9 *Borrowing costs***

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

#### **4.10 *Leases***

At inception of contract, the Company assesses whether a 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 assesses the lease term for the non-cancellable period as stipulated in lease contract or the remaining period of active leases 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.

##### **4.11.1 *The Group as a lessee***

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Group recognises right-of-use assets representing the right to use the underlying assets and lease liabilities based on lease liabilities based on lease payments.

##### **a) Right-of-use assets**

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

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



b) Lease liabilities

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses 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 interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is 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.

c) Short-term leases and leases of low-value assets

A lease that has a lease term less than or equal to 12 months from commencement date or a lease of low-value assets is recognised as expenses on a straight-line basis over the lease term.

#### 4.11 Intangible assets

On the date of acquisition, intangible assets are measured at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated (if any) impairment losses.

*Intangible assets with finite lives are amortized on a systematic basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method of such intangible assets are reviewed at least at each financial year end. The amortization expense is charged to the income statement.*

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

<i>Computer software</i>	<i>5</i>	<i>years</i>
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*Amortization is included in the calculation of performance.*

#### 4.12 Right to use pier

The subsidiary depreciates its acquisition cost of right to use pier by the straight-line method over the joint operating agreement period and writes off upon the termination of the agreement.

#### **4.13 Assets not used in operations**

Assets not used in operations are presented at carrying amount at the date when the assets are retired from active use, less allowance for impairment.

#### **4.14 Impairment of assets**

Property and equipment and other non-current assets are reviewed for impairment whenever events or changes in circumstances indicate that the recoverable amount of asset is lower than its carrying amount. An impairment loss is recognized as an expense in the statements of profit or loss and other comprehensive income, for asset carried at cost, or treated as a deduction of revaluation increment in the case that the asset is carried at revalue amount to the extent that the impairment loss does not exceed the revaluation increment formerly accounted for on the same asset. A reversal of impairment loss is recognized as income or treated as a revaluation increment when there is an indication that the impairment loss recognized for the asset no longer exists or had decreased. Such a reversal should not exceed the carrying amount that would have been determined (net of amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

#### **4.15 Foreign currency translation**

The Group and the Company translated foreign currency transactions into Thai Baht for bookkeeping purposes at the exchange rates prevailing at the dates of the transactions. Balances of monetary assets and liabilities, denominated in foreign currency, at the closing date are translated into Baht at the exchange rates at that date. Gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities, denominated in foreign currencies, are recognized as gain or loss in the statements of profit or loss and other comprehensive income.

#### **4.16 Employee benefits**

##### *Current employment benefits*

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

##### *Post-employment benefits*

##### Defined contribution plan

The Group and the Company and their employees have jointly established a provident fund plan whereby monthly contributions are made by employees and the Group and the Company. The fund's assets are held in a separate trustee fund. The Group and the Company contributions are recognised as expenses incurred.

##### Defined benefit plan

The Group and the Company have obligations in respect of the severance payments they must make to employees upon retirement under the labour law. The Group and the Company set up provision for the obligation under the defined benefit plan based on the amounts determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains or losses arising from post-employment benefits are recognised immediately in other comprehensive income and transferred to the retained earnings.

The defined benefits liability comprises the present value of the defined benefit obligation, fair value of plan assets and actuarial gains (losses).

#### *4.17 Income tax*

The income tax expense recognized in profit or loss for the year comprises deferred income taxes and current income tax not recognized in statement of profit or loss and other comprehensive income or directly in equity.

##### *Current income tax*

Current income tax is the expected tax payable or claimable on the taxable profit or loss for the year, which is different from profit or loss in the financial statements, using income tax rates enacted or substantially enacted at the end of the reporting period, and any adjustment to income tax payable in respect of previous years.

##### *Deferred income tax*

Deferred income taxes are calculated using the liability method on temporary differences between the accounting amounts of assets and liabilities and the amounts used for tax computation purpose. Deferred income taxes are calculated at the income tax rates that are expected to be applied to the temporary differences when they reverse, using income tax rates enacted or substantively enacted at the end of the reporting period.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the Revenue Department on a net basis or when tax assets and liabilities will be realized simultaneously.

#### *4.18 Earnings (loss) per share*

##### *Basic earnings (loss) per share*

Basic earnings per share are determined by dividing the net income (loss) for the years by the weighted average number of common shares paid up during the year.

##### *Diluted earnings (loss) per share*

The diluted earnings loss per share is calculated adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has dilutive potential ordinary shares are warrants for existing shareholder. The convertible share is assumed to have been converted into ordinary shares. For the warrant, a calculation is made to determine the number of shares that could have been acquired at fair value based on the monetary value of the subscription rights attached to outstanding share options. (Determine from average price of ordinary shares of the Company shares in this year.) The number of shares calculated as above is compared with the number of shares that would have been issued assuming the exercise of the warrant. The difference is added to the denominator as an issue of ordinary shares for no consideration. No adjustment is made to earnings.

#### 4.19 Financial instruments

##### Accounting policies adopted since January 1, 2020

The Group and the Company initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs. However, trade receivables, that do not contain a significant financing component are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition.

##### Classification and measurement of financial assets

The Group and the Company have the classified financial assets, at initial recognition, as to be subsequently measured at amortised cost, fair value through other comprehensive income (“FVOCI”), or fair value through profit or loss (“FVTPL”). The classification of financial assets at initial recognition is driven by the Group and the Company is business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

##### Financial assets at amortised cost

The Group and the Company measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and 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.

Financial assets at amortised cost are subsequently measured using the effective interest rate (“EIR”) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

##### Financial assets at fair value through other comprehensive income (FVTPL)

Financial assets measured at FVTPL are carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss.

These financial assets include derivatives, security investments held for trading, equity investments which the Group and the Company has not irrevocably elected to classify at FVOCI and financial assets with cash flows that are not solely payments of principal and interest.

Dividends on listed equity investments are recognised as other income in profit or loss.

##### Classification and measurement of financial liabilities

Except for derivative liabilities, the Group and the Company have are recognised at initial recognition at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. In determining amortised cost, the Group and the Company takes into

account any fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

The Group and the Company may elect to measure financial liabilities at FVTPL if doing so eliminates, or significantly reduces a recognition inconsistency (sometimes referred to as an accounting mismatch).

#### Derecognition of financial instruments

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or have been transferred and either has transferred substantially all the risks and rewards of the asset, include transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The Group and the Company have dercogised a financial liability when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, by recognition the difference in the respective carrying amounts in the statement of profit or loss.

#### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### *4.20 Segment reporting*

Segment results that are reported to the Group's executive committee (the chief operating decision maker) include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

#### *4.21 Use of accounting estimates*

When preparing the financial statements, management undertake judgments, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgments, estimates and assumptions made by management.

#### *4.22 Provisions for liabilities and expenses, and contingent assets*

The Group and the Company recognize provisions for liabilities and expenses in the financial statements when the Group and the Company have present legal or constructive obligations as a result of past events with probable outflow of resources to settle the obligation, and where a reliable estimate of the amount can be made. The contingent asset will be recognized as a separate asset only when the realization is virtually certain.

## **7. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTION, JUDGMENTS AND CAPITAL RISKMANAGEMENT**

### *5.1 Critical accounting estimates, assumption and judgments*

#### **5.1.1 Impairment of receivables**

The Group and the Company set up allowance for doubtful accounts to reflect impairment of trade accounts receivable relating to estimated losses that may result from non-collection of customer accounts. The allowance is based on consideration of historical collection experience couple with a review of outstanding receivables at the statements of financial position date.

#### **5.1.2 Allowance for decline value and defective inventories**

The Company maintains an allowance for decline value and defective inventories to reflect impairment of inventories. The allowance is based on consideration of inventory turnovers and deterioration of each categories.

#### **5.1.3 Impairment of investments**

The Company treats investments as impaired when there has been a significant or prolonged decline in the fair value below their cost or where other objective evidence of impairment exists. The determination of what is “significant” or “prolonged” requires management judgment.

#### **5.1.4 Plant and equipment**

Management regularly determines the estimated useful lives and residual values of The Group and the Company plant and equipment and intangible assets, and will revise the depreciation where useful lives and residual values previously estimated have changed or subject to be written down for their technical obsolescence or if they are no longer in use.

#### **5.1.5 Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Group and the Company apply a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Group and the Company measure fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

- Level 1: Use of quoted market prices in an observable active market for such assets or liabilities
- Level 2: Use of other observable inputs for such assets or liabilities, whether directly or indirectly
- Level 3: Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Group and the Company 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.

#### **5.1.6 Leases**

In determining the lease term, the management is required to exercise judgment in assessing whether the Group is reasonably certain to exercise the option to extend or terminate the lease, considering all relevant factors and circumstances that create an economic incentive for The Group and the Company to exercise either the extension or termination option. After the commencement date, The Group and the Company reassesses 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 extend or to terminate.

To consider the type of lease agreement as either a operating lease or financial lease, The management of The Group's and the company will be consider by reviewing the condition term and detail on agreement that who transfer the risk and advantage of leased asset agreement.

#### **5.1.7 Impairment of assets**

The Group and the Company treat assets as impaired when there has been a significant or prolonged decline in the fair value below their cost or where other objective evidence of impairment exists. The determination of what is "significant" or "prolonged" requires management judgment.

#### **5.1.8 Post-employment benefits under defined benefit plans**

The obligation under defined benefit plan is determined based on actuarial valuations. Inherent within these calculations are assumptions as to discount rates, future salary increases, mortality rates and other demographic factors. In determining the appropriate discount rate, management selects an interest rate that reflects the current economic situation. The mortality rate is based on publicly available mortality tables for the country. Actual post-retirement costs may ultimately differ from these estimates.

### 5.1.9 Litigation

The Group and the Company have the lawsuit disputes. Management use judgement to assess the results of litigations. However, actual results could differ from the estimates.

### 5.2 Capital risk management

The Company's objectives in the management of capital are to safeguard their ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders, and to maintain an optimal capital structure.

In order to maintain or adjust the capital structure, the Company may issue new shares or issue new debentures to finance debts or sell assets to reduce debts.

## 8. CASH AND CASH EQUIVALENTS

The outstanding balances as at December 31, 2021 and 2020 are as follows:

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Cash on hand	13,797	48,095	13,297	38,690
Cash deposit with financial institutions	224,644,864	108,719,857	202,344,633	82,909,205
Total	224,658,661	108,767,952	202,357,930	82,947,895

(Unit : Baht)

Cash at bank - saving accounts bear interest at the floating rate of depository banks.

## 9. TRADE AND OTHER CURRENT RECEIVABLES

Balances of trade and other current receivables as at December 31, 2021 and 2020 are as follows:

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Trade receivables				
Related companies	1,400,561	1,642,089	28,250,699	27,765,210
Others	86,741,883	94,683,624	82,157,766	90,099,507
Total	88,142,444	96,325,713	110,408,465	117,864,717
<u>Less</u> Allowance for loss	(5,759,330)	(40,063,956)	(28,025,351)	(61,602,960)
Trade receivable - Net	82,383,114	56,261,757	82,383,114	56,261,757
Other current receivables				
Other receivables - Related companies	-	-	66,329,477	49,707,412
Other receivables	531,448,447	124,090,446	468,278,979	49,104,990
<u>Less</u> Allowance for doubtful accounts	(1,322,369)	(1,322,369)	(1,322,369)	(1,322,369)



	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Trade receivables and other current				
receivables - Net	612,509,192	179,029,834	615,669,201	153,751,790

Aging analysis of trade receivable are as follows:

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Not yet due	72,165,169	44,531,732	72,828,569	45,195,132
Over due :				
Not over 3 months	10,977,474	11,730,025	10,985,474	11,744,942
3 months to 6 months	13,971	-	30,411	23,398
6 months to 12 months	-	-	698,900	67,981
Over 12 months	4,985,830	40,063,956	25,865,111	60,833,264
Total	88,142,444	96,325,713	110,408,465	117,864,717
<u>Less</u> Allowance for doubtful accounts	(5,759,330)	(40,063,956)	(28,025,351)	(61,602,960)
Net	82,383,114	56,261,757	82,383,114	56,261,757

During the year, the movements in allowance for doubtful accounts are as follows:

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Beginning balance	(41,386,325)	(41,386,325)	(62,925,329)	(62,155,633)
Increase	(769,823)	-	(1,496,840)	(769,696)
Decrease	35,074,449	-	35,074,449	-
Ending balance	(7,081,699)	(41,386,325)	(29,347,720)	(62,925,329)

During the year 2021, The Group and the Company has bad debts write off trade accounts amount 4 cases amount of Baht 35.07 million

## 10. RELATED PARTIES TRANSACTIONS

The Company has significant transactions with its below related parties. These transactions are negotiated based on agreed upon bases which might be different from the bases used for transactions with unrelated parties. The related parties include the following:

Company's Name	Type of Business	Relationship
Rayong Bulk Terminal Co., Ltd.	Wharf frontage services and warehouse services	Subsidiary company Co-shareholders/ co- directors/ co-management team
NFCT Co., Ltd.	Liquid warehouse services	Subsidiary company Co-shareholders/ co- directors/ co-management team
NFCW Co., Ltd.	Warehouse and Yard services	Subsidiary company Co-shareholders/ co- directors/ co-management team
NFCT Songkhla Co., Ltd.	Liquid warehouse services and Logistics	Subsidiary company Co-shareholders/ co- directors/ co-management team
Mermaid NFC Energy Co., Ltd.	holding companies, of mostly investing in non-financial sectors	Co-directors and co-management team
Port Operation and Service Co., Ltd.	Operation of harbours and piers (except cargo handling)	Co-directors and co-management team
SCG Logistics Co., Ltd.	Land and Marine Logistics	Co-shareholders and directors/
SC Management Co., Ltd.	Marine Logistics	Co-shareholders and directors/ co-management team
S.C.Group Co., Ltd.	Retail Petroleum Gas	Co-shareholders and directors/
Liquid Gas Supply Co., Ltd.	Retail sale of household fuel oil, bottled gas, wood and other fuel in specialized stores	co-management team
Chemicals and Aromatics (Thailand) Co., Ltd.	Distribution of chemicals	Co-directors and co-management team
SC Carrier Co., Ltd.	Land Logistics	Co-directors and co-management team
Thai International Dockyard Co., Ltd.	Shipyards and Offshore Engineering work.	Co-shareholders and directors/ co-management team
NP Marine Co., Ltd.	Wharf frontage services, warehouse services and Marine Logistics	Co-shareholders and directors team
Eastery Mall Co., Ltd.	Rental&Paace Service	Co-shareholders and directors/ co-management team
SC Corporation Co., Ltd.	Liquid petroleum warehouse	Co-shareholders and directors team

Company's Name	Type of Business	Relationship
	services	
SC Offshore Services Co., Ltd.	Offshore services	Co-shareholders and directors/ co-management team
Strategic Port Link Co., Ltd.	Land Logistics	Co-shareholders and directors/ co-management team
NP Marine Logistics Co., Ltd.	Land and Marine Logistics	Co-shareholders and directors/ co-management team
SC Auto Logistics Co., Ltd.	Land Logistics	Co-shareholders and directors/ co-management team
SC Group Holding Co., Ltd.	Inland freight water transport	Co-shareholders and directors/ co-management team
SCENA Offshore Co., Ltd.	Marine Logistics	Co-directors and co-management team
PKR Logistic Co., Ltd.	land transport and freight service	Co-shareholders and directors team
NP Samui Port Co., Ltd.	Operation of harbours and piers (except cargo handling)	Co-shareholders and directors team
NP Songkhla Port Co., Ltd.	Operation of harbours and piers (except cargo handling)	Co-shareholders and directors team
Songkhla Seaboard Realestate Co.,Ltd.	Buying and selling of on own account of non-residential buildings	Co-shareholders and directors team
Vodoke (Thailand) Co., Ltd.	Beverage serving activities in store, of mostly non-alcoholic beverages	Co-shareholders and directors team
SC Sirapat Co., td.	Sea and coastal freight water transport	Co-shareholders
Quickprime Co., Ltd.	Co-shareholders	Co-shareholders
N Holding Co., Ltd.	Office space rental service and facilities to use the office space.	Co-shareholders and directors/ co-management team
Coastal Port Ling Co., Ltd.	land transport and freight service	Co-shareholders and directors team

The pricing policies for particular types of transactions are explained further below:

Type of Transaction	Pricing Policies
Revenue from sale of goods	Market price
Revenue from the rendering of services	Market price
Revenue from interest loan	
NFCT Co., Ltd.	Interest rate 5.84 - 6.87 percent per annum
Purchase goods	Market price

Type of Transaction	Pricing Policies
Rental and services fee	Market price

Significant balances with related parties for the year ended December 31, 2021 and 2020 are as follows:

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	For the year ended December 31,			
	2021	2020	2021	2020
<u>Revenues from services and other income</u>				
Rayong Bulk Terminal Co., Ltd.	-	-	8,620,000	2,620,000
NFCT Co., Ltd.	-	-	34,097,517	33,904,742
SC Management Co., Ltd.	7,745,071	9,336,962	7,745,071	9,336,962
NP Marine Co., Ltd.	574,000	375,000	574,000	375,000
SCG Logistics Co., Ltd.	75,536	59,175	75,536	59,175
SC Offshore Services Co., Ltd.	-	4,880	-	4,880
SC Carrier Co., Ltd.	530,387	1,046,613	530,387	1,046,613
SCENA Offshore Co., Ltd.	150,000	7,500	150,000	7,500
Total	9,074,994	10,830,130	51,792,511	47,354,872
<u>Services fees</u>				
SC Carrier Co., Ltd.	41,440,919	40,960,280	41,440,919	40,960,280
SC Management Co., Ltd.	2,515,555	2,501,028	2,515,555	2,501,028
NP Marine Co., Ltd.	811,776	851,311	811,776	851,311
SC Offshore Services Co., Ltd.	9,600	9,600	9,600	9,600
N Holding Co., Ltd.	4,588,609	4,386,355	4,588,609	4,386,355
Total	49,366,459	48,708,574	49,366,459	48,708,574
<u>Purchase assets</u>				
SC Management Co., Ltd.	-	300,000		300,000
SC Carrier Co., Ltd.	-	127,000		127,000
SCG Logistics Co., Ltd	-	392,523		392,523
Thai International Dockyard Co., Ltd.	11,750,915	-	11,750,915	-
Total	11,750,915	819,523	11,750,915	819,523

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	For the year ended December 31,			
	2021	2020	2021	2020
<u>Sale asset</u>				
SC Carrier Co., Ltd.	-	2,700	-	2,700
Total	-	2,700	-	2,700
<u>Key management personnel compensation</u>				
Current employee benefits	22,284,950	27,497,079	22,284,950	27,497,079
Post-employment benefits	635,644	3,197,057	635,644	3,197,057
Total	22,920,594	30,694,136	22,920,594	30,694,136

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

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
<u>Trade and other receivables</u>				
Rayong Bulk Terminal Co., Ltd.	-	-	26,850,138	26,123,121
SC Management Co., Ltd.	1,156,809	1,250,786	1,156,809	1,250,786
NP Marine Co., Ltd.	83,460	99,510	83,460	99,510
SCG Logistics Co., Ltd.	12,275	12,463	12,275	12,463
SC Carrier Co., Ltd.	148,017	277,056	148,017	277,056
SC Offshore Services Co., Ltd.	-	2,274	-	2,274
NFCT Co., Ltd.	-	-	66,329,477	49,707,412
Total	1,400,561	1,642,089	94,580,176	77,472,622
<u>Less Allowance for doubtful accounts</u>	-	-	(26,850,138)	(26,123,121)
Net	1,400,561	1,642,089	67,730,038	51,349,501
<u>Deposit</u>				
N Holding Co., Ltd.	960,000	384,000	960,000	384,000
Total	960,000	384,000	960,000	384,000
<u>Shot-term loan</u>				
NFCT Co., Ltd.	-	-	461,000,000	502,100,000

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Total	-	-	461,000,000	502,100,000
<u>Advance payments</u>				
SC Carrier Co., Ltd.	-	22,800,000	-	22,800,000
Thai International Dockyard Co., Ltd.	-	210,183	-	210,183
Total	-	23,010,183	-	23,010,183
<u>Trade and other payables</u>				
Rayong Bulk Terminal Co., Ltd.	-	-	24,392,868	56,342,719
SC Management Co., Ltd.	7,361,534	7,359,393	220,541	218,401
SC Carrier Co., Ltd.	7,077,250	5,174,688	6,883,731	4,981,168
Chemicals and Aromatics (Thailand) Co., Ltd.	4,709,398	4,709,398	-	-
NP Marine Co., Ltd.	76,628	79,849	76,628	79,849
N Holding Co., Ltd.	526,828	378,499	526,828	378,499
SC Offshore Services Co., Ltd.	856	856	856	856
Thai International Dockyard Co., Ltd.	640,092	-	640,092	
Total	20,392,586	17,702,683	32,741,544	62,001,492
<u>Unearned revenue from service</u>				
Rayong Bulk Terminal Co., Ltd.	-	-	-	8,000,000
<u>Employee benefits obligation</u>				
Key management personnel	8,892,792	7,872,711	8,892,792	7,872,711

Movements during the year ended December 31, 2021 on loans to related parties were as follows:

(Unit : Baht)

	SEPARATE F/S		
	January		December
	1, 2021	Increase	31, 2021
<b>Shot-term loan to related parties</b>			
related parties			

NFCT Co., Ltd.	502,100,000	98,000,000	(139,100,000)	461,000,000
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The Company has loans to related companies in amount of Baht 461.00 million, it comprises of non negotiable promissory note in amount of Baht 461.00 million at interest rate 5.84 - 6.87 per annum and maturity when called.

The significant transactions between the Company and its related parties reflected in the Company financial statements as at December 31, 2021 and January 1, 2021 as follows:

	(Unit : Baht)			
	CONSOLIDATED F/S			
	January 1, 2021	Increase	Decrease	December 31, 2021
<b>SC Management Co., Ltd.</b>				
Lease liabilities	1,530,000	3,240,000	(1,080,000)	3,690,000
Deferred interest expenses	(55,892)	(225,811)	50,321	(231,382)
Lease liabilities - net	1,474,108	3,014,189	(1,029,679)	3,458,618
<b>NP Marine Co., Ltd.</b>				
Lease liabilities	1,020,000	2,160,000	(720,000)	2,460,000
Deferred interest expenses	(37,261)	(150,541)	33,547	(154,255)
Lease liabilities - net	982,739	2,009,459	(686,453)	2,305,745
<b>N Holding Co., Ltd.</b>				
Lease liabilities	6,912,000	5,040,000	(4,368,000)	7,584,000
Deferred interest expenses	(505,785)	(317,010)	458,840	(363,955)
Lease liabilities - net	6,406,215	4,722,990	(3,909,160)	7,220,045

## 11. INVENTORIES

As at December 31, 2021 and 2020 the Company has inventories as follows:

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2021	December 31, 2020	December 31, 2021	December 31, 2020
Finished goods - Chemical products	40,188,637	27,999,615	40,188,637	27,999,615
Supplies and others	21,802,262	20,899,404	21,800,109	20,897,562
Goods in transit	52,837,115	6,539,174	52,837,115	6,539,174
Total	114,828,014	55,438,193	114,825,861	55,436,351
<u>Less</u> Allowance for declined value of inventories	(4,729)	(4,729)	(4,729)	(4,729)

Allowance for defective inventories	(13,237,916)	(13,666,723)	(13,237,916)	(13,666,723)
Net	<u>101,585,369</u>	<u>41,766,741</u>	<u>101,583,216</u>	<u>41,764,899</u>

During the year, the movements of allowances for declined value and defective inventories are as follows:

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Beginning balance	(13,671,452)	(79,671,777)	(13,671,452)	(79,671,777)
Increase	-	(8,255,333)	-	(8,255,333)
Decrease	428,807	74,255,658	428,807	74,255,658
Ending balance	<u>(13,242,645)</u>	<u>(13,671,452)</u>	<u>(13,242,645)</u>	<u>(13,671,452)</u>

As at December 31, 2021 The Company has reverse allowance of inventory amounting of Baht 0.43 million because the Company's sold of Supplies and others. (As at December 31, 2020 the Company reversal of allowance for declining in inventories value because the Company's used and sold of goods was Baht 74.26 million).

## 12. OTHER CURRENT ASSETS

As at December 31, 2021 and 2020 the Company has other current assets follows:

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Guarantee obligation not over 1 year	21,839,166	9,389,444	21,834,721	9,385,000

As at December 31, 2021, Pledged deposits has condition to requires partial amount and set aside according to the balance used by trust receipts. (Note 19)

## 13. NON-CURRENT ASSETS OR DISPOSAL GROUPS CLASSIFIED AS HELD FOR SALE

(Unit : Baht)

	CONSOLIDATED F/S AND SEPARATE F/S				
	January			Transfer In /	December
	1, 2021	Increase	Decrease	Transfer Out	31, 2021
Property (Note 14)	30,923,178	-	(38,079,846)	7,156,668	-
<u>Less</u> Impairment of					
Property	(16,943,178)	-	16,943,178	-	-
Net	<u>13,980,000</u>	<u>-</u>	<u>(21,136,668)</u>	<u>7,156,668</u>	<u>-</u>



During the year 2021, non-current assets or asset classes to be disposed of classified as held for sale has completed to demolition and sale of scrap. Received money in amount of Baht 13.98 million (book value of Baht 13.98 million), so there is no difference that has to be recorded in the statement of comprehensive income in the year.

During the year 2021, The Board of Directors' Meeting No. 1/2021 on January 20, 2021 resolved to demolition unused factory buildings and disposal scrap metal after demolition to unrelated company of Baht 9.98 million. Consequently, The Company has applied to transfer received Plant, Property and Equipment in amount of Baht 7.16 million and classified Buildings as Non - Current assets or disposal groups classified as held for sale. Subsequently, on September 13, 2021, the assets have been demolished, receiving amount of Baht 7.16 million (book value of Baht 7.16 million), so there is no difference that has to be record in the statement of comprehensive income in the year.

During the year 2020, The Board of Directors' Meeting No. 3/2020 on May 12, 2020 resolved to demolition unused factory buildings and disposal scrap metal after demolition to unrelated company of Baht 13.98 million. Consequently, The Company has applied to transfer received Plant, Property and Equipment in amount of Baht 30.92 million and classified Buildings as Non - Current assets or disposal groups classified as held for sale. The Company has recognized loss in impairment of buildings in amount of Baht 16.94 million on statement of Profit or Loss and Other Comprehensive Income.

#### 14. OTHER NON - CURRENT FINANCIAL ASSETS

As at December 31, 2021 and 2020 the Company has other non current liabilities consisting of deposits that have guarantee obligation over 1 year, amount of Baht 10.66 million and Baht 10.66 million respectively. (Note 19)

#### 15. INVESTMENT IN SUBSIDIARIES COMPANY

Investment in subsidiaries as at December 31, 2021 and 2020 are as follows:

SEPARATE F/S								
Percentage of shareholding			Baht					
			Paid - up capital		At cost		Dividend income	
Dec	Dec		Dec	Dec	Dec	Dec	Dec	Dec
31, 2021	31, 2020		31, 2021	31, 2020	31, 2021	31, 2020	31, 2021	31, 2020
<u>Subsidiaries company</u>								
Rayong Bulk Terminal								
Co., Ltd.	83.25	83.25	764,000,000	764,000,000	636,000,000	636,000,000	-	-
NFCT Co., Ltd.	100.00	100.00	326,000,000	326,000,000	325,999,700	325,999,700	-	-
NFCW Co., Ltd.	100.00	100.00	158,950,000	118,000,000	158,949,700	117,999,700	-	-
NFCT Songkhla Co., Ltd.	100.00	-	1,000,000	-	999,700	-	-	-
<u>Less</u> Impairment of investment					(636,000,000)	(636,000,000)	-	-
Net					485,949,100	443,999,400	-	-

According to a Board of directors meeting no.1/2021 held on January 15, 2021 has unanimously resolved to acknowledge about share payment as 1,950,000 shares of NFCW Company Limited For 1st of installment as amounting Baht of 78 million of par value 40 Baht per share. On December 3, 2020 the Company has received 2<sup>nd</sup> and 3<sup>rd</sup> of installment as amounting Baht of 39 and 5.85 million of par value 23 Baht per share on December 18, 2020 and January 14, 2021, respectively the Company has received 4<sup>th</sup> of installment as amounting Baht of 9.75 million of par value 5 Baht per share. On June 23, 2021. the Company has received 5<sup>th</sup> of installment as amounting Baht of 25.35 million of par value 13 Baht per share. On November 5, 2021.

The Board of Directors' Meeting No. 4/2021 on May 14, 2021 resolved to establishment are NFCT Songkhla Company Limited, which conducting liquid warehouse services and logistics. By NFC Public Company Limited has shareholder of 100 % and registered capital Baht 1 million.

The Extraordinary General Meeting of Shareholders of NFCW Company Limited (“NFCW”) no. 1/2020, on October 8, 2020 resolved, to increase the registered capital from the original registered capital of Baht 1 million to a new registered capital of Baht 196 million by issuing 1,950,000 new ordinary shares at a par value of Baht 100 per share and NFCW has registered capital increase, and amending the Memorandum of Association of Article 5 the Department of Business Development Ministry of Commerce Completed in December 3, 2020.

According to The Board of Directors' Meeting No. 1/2020 on October 19, 2020 propose to the shareholders’ meeting to consider and approve for NFCW Company Limited (“NFCW”), a subsidiary which the Company holds 100 % shares, to invest in area development to support and service for the operators of structure assembly and pipe system yard (Steel Fabrication and Modularization), and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig structure (De-Commissioning) project which has the cost of the project or asset acquisition value of Baht 4,415.72 million.

**Non-controlling interest**

Details of non-wholly owned subsidiaries which have material non-controlling interests as at December 31, 2021 and 2020, are as follows;

(Unit : Baht)

Company's name	Proportion of equity interest held by non-controlling interests		Accumulated balance of non-controlling interests		Profit/loss allocated to non-controlling interests during the year		Dividend paid to non-controlling interests during the year	
	2021	2020	2021	2020	2021	2020	2021	2020
	(%)	(%)						
Rayong Bulk								
Terminal Co., Ltd.	16.75	16.75	(2,857,735)	(2,168,446)	(689,589)	(490,575)	-	-

## 16. PROPERTY, PLANT AND EQUIPMENT

Consisted of :

CONSOLIDATED F/S													(Unit : Baht)
	Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in		Total
	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	progress	Spare part	
Assets - cost													
As at December 31, 2020	70,548,069	-	136,163,819	151,601,375	323,306,268	118,403,967	12,908,786	2,398	7,229,002	-	1,133,358,713	1,459,264	1,954,981,661
Purchase	-	-	3,514,000	-	11,109,920	-	207,961	-	-	-	403,670,490	-	418,502,371
Disposal	-	-	-	-	-	-	(4,568)	-	-	-	-	-	(4,568)
(Transfer out) (Note 11)	(2,059,569)	-	(80,958,767)	-	-	-	-	-	-	-	-	-	(83,018,336)
(Transfer out) (Note 18)	-	-	(5,188,320)	(1,833,650)	-	-	-	-	-	-	-	-	(7,021,970)
Transfer in (Transfer out)	76,218,362	-	12,271,862	-	29,378,396	-	-	-	-	-	(117,868,620)	-	-
Transfer from (Note 15)	-	-	-	-	-	-	-	-	-	-	17,489,504	-	17,489,504
Transfer from (Note 18)	-	-	-	-	-	-	-	-	-	-	94,244,759	-	94,244,759
Transfer from (Note 22)	-	-	-	-	-	-	-	-	-	-	20,322,308	-	20,322,308
As at December 31, 2021	144,706,862	-	65,802,594	149,767,725	363,794,584	118,403,967	13,112,179	2,398	7,229,002	-	1,551,217,154	1,459,264	2,415,495,729

**CONSOLIDATED F/S (Continued)**

(Unit : Baht)

	Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in		Total
	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	progress	Spare part	
Accumulated depreciation													
As at December 31, 2020	39,875,352	-	87,677,316	109,310,737	160,255,188	72,905,039	10,568,315	1,828	3,277,820	-	-	-	483,871,595
Depreciation for the year	2,885,871	-	12,912,779	17,089,425	16,368,588	13,964,742	1,093,930	400	1,435,479	-	-	-	65,750,814
Depreciation for disposal	-	-	-	-	-	-	(2,839)	-	-	-	-	-	(2,839)
(Transfer out) (Note 11)	(1,783,621)	-	(74,078,047)	-	-	-	-	-	-	-	-	-	(75,861,668)
(Transfer out) (Note 18)	-	-	(1,459,046)	(916,470)									(2,375,516)
As at December 31, 2021	40,977,602	-	25,053,002	125,483,692	176,623,776	86,869,781	11,659,006	2,228	4,713,299	-	-	-	471,382,786
Allowance for impairment of assets													
As at December 31, 2020	28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	1,331,957	152,176,553
As at December 31, 2021	28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	1,331,957	152,176,553
Net book value of assets													
As at December 31, 2021	75,388,362	-	40,749,592	24,284,033	64,701,134	31,534,186	1,422,211	170	2,512,641	-	1,551,217,154	127,307	1,791,936,790

CONSOLIDATED F/S

(Unit : Baht)

	Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in		Total
	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	progress	Spare part	
Assets - cost													
As at December 31, 2019	70,548,069	-	187,087,651	218,200,193	336,179,317	118,681,017	12,602,473	2,398	6,112,619	-	88,425,255	46,525,166	1,084,364,158
Purchase	-	-	-	-	216,302	-	371,889	-	1,116,383	-	795,666,513	392,000	797,763,087
Disposal	-	-	-	-	(13,783,292)	-	(40,897)	-	-	-	-	(45,451,824)	(59,276,013)
Write off	-	-	-	-	(46,741)	-	(24,679)	-	-	-	-	-	(71,420)
Adjust	-	-	-	-	-	-	-	-	-	-	(13,181)	-	(13,181)
(Transfer out) (Note 11)	-	-	(55,649,184)	(66,598,818)	(698,845)	(277,050)	-	-	-	-	-	-	(123,223,897)
Transfer in (Transfer out)	-	-	4,725,352	-	1,439,527	-	-	-	-	-	(6,158,801)	(6,078)	-
Transfer from (Note 15)	-	-	-	-	-	-	-	-	-	-	11,123,413	-	11,123,413
Transfer from (Note 18)	-	-	-	-	-	-	-	-	-	-	228,265,000	-	228,265,000
Transfer from (Note 22)	-	-	-	-	-	-	-	-	-	-	16,050,514	-	16,050,514
As at December 31, 2020	70,548,069	-	136,163,819	151,601,375	323,306,268	118,403,967	12,908,786	2,398	7,229,002	-	1,133,358,713	1,459,264	1,954,981,661

**CONSOLIDATED F/S (Continued)**

(Unit : Baht)

	Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in		Total
	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	progress	Spare part	
Accumulated depreciation													
As at December 31, 2019	38,295,825	-	106,599,894	131,595,170	150,830,149	59,063,676	9,471,531	1,427	2,025,559	-	-	-	497,883,231
Depreciation for the year	1,579,527	-	22,816,487	27,667,288	15,419,773	14,014,519	1,126,389	401	1,252,261	-	-	-	83,876,645
Depreciation for disposal	-	-	-	-	(5,518,897)	-	(14,816)	-	-	-	-	-	(5,533,713)
Depreciation for write off	-	-	-	-	(39,060)	-	(14,789)	-	-	-	-	-	(53,849)
(Transfer out) (Note 11)	-	-	(41,739,065)	(49,951,721)	(436,777)	(173,156)	-	-	-	-	-	-	(92,300,719)
As at December 31, 2020	39,875,352	-	87,677,316	109,310,737	160,255,188	72,905,039	10,568,315	1,828	3,277,820	-	-	-	483,871,595
Allowance for impairment of assets													
As at December 31, 2019	28,340,898	-	-	-	130,734,066	-	30,962	-	3,062	-	-	41,458,831	200,567,819
Decrease – disposal	-	-	-	-	(8,264,392)	-	-	-	-	-	-	(40,126,874)	(48,391,266)
As at December 31, 2020	28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	1,331,957	152,176,553
Net book value of assets													
As at December 31, 2020	2,331,819	-	48,486,503	42,290,638	40,581,406	45,498,928	2,309,509	570	3,948,120	-	1,133,358,713	127,307	1,318,933,513

## SEPARATE F/S

(Unit : Baht)

	Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in		Total
	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	progress	Spare part	
Assets - cost													
As at December 31, 2020	70,548,069	-	136,163,819	151,601,375	323,306,268	118,403,967	12,685,137	2,398	6,112,619	-	128,755	1,459,264	820,411,671
Purchase	-	-	3,514,000	-	11,109,920	-	159,661	-	-	-	41,631,664	-	56,415,245
Disposal	-	-	-	-	-	-	(4,568)	-	-	-	-	-	(4,568)
(Transfer out) (Note 11)	(2,059,569)	-	(80,958,767)	-	-	-	-	-	-	-	-	-	(83,018,336)
(Transfer out) (Note 18)	-	-	(5,188,320)	(1,833,650)	-	-	-	-	-	-	-	-	(7,021,970)
Transfer in (Transfer out)	-	-	12,271,862	-	29,378,396	-	-	-	-	-	(41,650,258)	-	-
As at December 31, 2021	64,488,500	-	65,802,594	149,767,725	363,794,584	118,403,967	12,840,230	2,398	6,112,619	-	110,161	1,459,264	786,782,042
Accumulated depreciation													
As at December 31, 2020	39,875,352	-	87,677,316	109,310,737	160,255,188	72,905,039	10,545,382	1,828	3,241,206	-	-	-	483,812,048
Depreciation for the year	1,418,127	-	12,912,779	17,089,425	16,368,588	13,964,742	1,046,534	400	1,212,325	-	-	-	64,012,920
Depreciation for disposal	-	-	-	-	-	-	(2,839)	-	-	-	-	-	(2,839)
(Transfer out) (Note 11)	(1,783,621)	-	(74,078,047)	-	-	-	-	-	-	-	-	-	(75,861,668)
(Transfer out) (Note 18)	-	-	(1,459,046)	(916,470)	-	-	-	-	-	-	-	-	(2,375,516)
As at December 31, 2021	39,509,858	-	25,053,002	125,483,692	176,623,776	86,869,781	11,589,077	2,228	4,453,531	-	-	-	469,584,945
Allowance for impairment of assets													
As at December 31, 2020	28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	1,331,957	152,176,553
As at December 31, 2021	28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	1,331,957	152,176,553
Net book value of assets													
As at December 31, 2021	637,744	-	40,749,592	24,284,033	64,701,134	31,534,186	1,219,191	170	1,656,026	-	110,161	127,307	165,020,544



## SEPARATE F/S

(Unit : Baht)

	Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in		Total
	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	progress	Spare part	
Assets - cost													
As at December 31, 2019	70,548,069	-	187,087,651	218,200,193	336,179,317	118,681,017	12,539,324	2,398	6,112,619	-	565,908	46,525,166	996,441,662
Purchase	-	-	-	-	216,302	-	211,389	-	-	-	5,721,648	392,000	6,541,339
Disposal	-	-	-	-	(13,783,292)	-	(40,897)	-	-	-	-	(45,451,824)	(59,276,013)
Write off	-	-	-	-	(46,741)	-	(24,679)	-	-	-	-	-	(71,420)
(Transfer out) (Note 11)	-	-	(55,649,184)	(66,598,818)	(698,845)	(277,050)	-	-	-	-	(6,158,801)	(6,078)	(123,223,897)
Transfer in (Transfer out)	-	-	4,725,352	-	1,439,527	-	-	-	-	-	-	-	-
As at December 31, 2020	70,548,069	-	136,163,819	151,601,375	323,306,268	118,403,967	12,685,137	2,398	6,112,619	-	128,755	1,459,264	820,411,671
Accumulated depreciation													
As at December 31, 2019	38,295,825	-	106,599,894	131,595,170	150,830,149	59,063,676	9,466,347	1,427	2,025,559	-	-	-	497,878,047
Depreciation for the year	1,579,527	-	22,816,487	27,667,288	15,419,773	14,014,519	1,108,640	401	1,215,647	-	-	-	83,822,282
Depreciation for disposal	-	-	-	-	(5,518,897)	-	(14,816)	-	-	-	-	-	(5,533,713)
Depreciation for write off	-	-	-	-	(39,060)	-	(14,789)	-	-	-	-	-	(53,849)
(Transfer out) (Note 11)	-	-	(41,739,065)	(49,951,721)	(436,777)	(173,156)	-	-	-	-	-	-	(92,300,719)
As at December 31, 2020	39,875,352	-	87,677,316	109,310,737	160,255,188	72,905,039	10,545,382	1,828	3,241,206	-	-	-	483,812,048
Allowance for impairment of assets													
As at December 31, 2019	28,340,898	-	-	-	130,734,066	-	30,962	-	3,062	-	-	41,458,831	200,567,819
Decrease - disposal	-	-	-	-	(8,264,392)	-	-	-	-	-	-	(40,126,874)	(48,391,266)
As at December 31, 2020	28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	1,331,957	152,176,553
Net book value of assets													
As at December 31, 2020	2,331,819	-	48,486,503	42,290,638	40,581,406	45,498,928	2,108,793	570	2,868,351	-	128,755	127,307	184,423,070

As at December 31, 2021 the assets of company were distributed to unrelated parties in amount of Baht 0.002 million and loss on sale of asset in amount of Baht 0.003 million. The value of assets and loss were already recorded in the statement of Profit or Loss and Other Comprehensive Income.

As at December 31, 2020 the assets of company were distributed to unrelated parties in amount of Baht 5.35 million and loss on sale of asset in amount of Baht 3.32 million. The value of assets and loss were already recorded in the statement of Profit or Loss and Other Comprehensive Income.

As at December 31, 2021 The Group has expenses recognized as part to work in progress follows:

	(Unit : Baht)
	CONSOLIDATED F/S
Bank charge	13,323,414
Financial cost	63,473,430
Direct labor	21,063,632
Consultant fee	11,082,600
Other direct expenses	4,292,175
Depreciation of right of use assets	27,254,557
Total	140,489,808

During the year 2021 and 2020, the Group has recorded financial costs is part of work in progress for an amount of Baht 63.47 million and Baht 21.15 million, respectively

As at December 31, 2021 and 2020, the fair value of the land according to the report of the appraisal assessed using the market approach method, Which they adjust book value by comparing with price of land located nearby its. The fair value is in the second level of the hierarchy of fair value (Note 5).

As at December 31, 2021 and 2020, the fair value of the Building and Machinery by the report of the appraisal assessed using the Cost method. The fair value is in the second level of the hierarchy of fair value (Note 5)

## 17. RIGHT - OF - USE ASSET

The movement transactions for the year ended December 31, 2021 as follow:

	(Unit : Baht)			
	CONSOLIDATED F/S			
	Land	Land with structure	Building	Total
<b>Cost</b>				
January 1, 2021	1,015,744,164	1,635,780	8,913,208	1,026,293,152
Increase	21,272,378	2,009,459	4,722,990	28,004,827
Revised agreement	(87,703,795)	-	-	(87,703,795)
Disposal/Write off	(7,938,615)	-	-	(7,938,615)
December 31, 2021	941,374,132	3,645,239	13,636,198	958,655,569
<b>Accumulated depreciation</b>				
January 1, 2021	46,557,333	678,793	2,088,582	49,324,708
Depreciation for the year *	62,485,080	676,939	3,660,078	66,822,097
Depreciation disposal	(5,860,032)	-	-	(5,860,032)
December 31, 2021	103,182,381	1,355,732	5,748,660	110,286,773
<b>Net book value of assets</b>				
As at December 31, 2020	969,186,831	956,987	6,824,626	976,968,444
As at December 31, 2021	838,191,751	2,289,507	7,887,538	848,368,796

	(Unit : Baht)			
	SEPARATE F/S			
	Land	Land with structure	Building	Total
<b>Cost</b>				
January 1, 2021	148,816,181	1,635,780	8,913,208	159,365,169
Revised agreement	3,014,189	2,009,459	4,722,990	9,746,638
Disposal/Write off	(7,938,615)	-	-	(7,938,615)
December 31, 2021	143,891,755	3,645,239	13,636,198	161,173,192
<b>Accumulated depreciation</b>				
January 1, 2021	35,433,919	678,793	2,088,582	38,201,294
Depreciation for the year *	35,230,522	676,939	3,660,078	39,567,539
Depreciation disposal	(5,860,032)	-	-	(5,860,032)
December 31, 2021	64,804,409	1,355,732	5,748,660	71,908,801
<b>Net book value of assets</b>				
As at December 31, 2021	113,382,262	956,987	6,824,626	121,163,875
As at December 31, 2021	79,087,346	2,289,507	7,887,538	89,264,391

During the year 2021 and 2020, the subsidiary has calculated the depreciation of right of use and recognized to work in progress in amount of Baht 17.49 million and Baht 11.12 million, respectively. (Note 14).

\* During the year, the Group has elected to apply Accounting Treatment Guidance on “The temporary relief measures for additional accounting alternatives to alleviate the impacts from COVID-19 outbreak” which the Group has received reduction in lease payments by lessors in amount of Baht 2.23 million. The Group reversed depreciation of right-of-use assets and interest on lease liabilities recognized in each period in proportion to the reduction, with any differences then recognized in profit or loss.

## 18. OTHER INTANGIBLE ASSETS OTHER THAN GOODWILL

(Unit : Baht)

CONSOLIDATED F/S					
	January 1, 2021	Additions	Disposol	Tranfer in / Tranfer out	December 31, 2021
Computer software	3,184,003	32,200	(43,100)	-	3,173,103
Less : Accumulated Amortization	(1,665,091)	(615,303)	43,099	-	(2,237,295)
<b>Net</b>	<b>1,518,912</b>	<b>(583,103)</b>	<b>(1)</b>	<b>-</b>	<b>935,808</b>

(Unit : Baht)

SEPARATE F/S					
	January 1, 2021	Additions	Disposol	Tranfer in / Tranfer out	December 31, 2021
Computer software	3,054,503	32,200	(43,100)	-	3,043,603
Less : Accumulated Amortization	(1,634,482)	(589,427)	43,099	-	(2,180,810)
<b>Net</b>	<b>1,420,021</b>	<b>(557,227)</b>	<b>(1)</b>	<b>-</b>	<b>862,793</b>

## 19. DEFERRED TAX ASSET AND LIABILITIES

Deferred tax asset and liabilities are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2021	December 31, 2020	December 31, 2021	December 31, 2020
Defferret tax asset	23,461,271	37,090,040	24,656,884	37,090,040
Deferred tax liability	(20,854,807)	(25,581,475)	(9,857,998)	(16,891,308)
<b>Deferred tax asset (liabilities) - net</b>	<b>2,606,464</b>	<b>11,508,565</b>	<b>14,798,886</b>	<b>20,198,732</b>

The movements in deferred income tax asset and liabilities are as follows :

(Unit : Baht)

	CONSOLIDATED F/S			
	Recognised as income			
	)expense(			
	January	Statement of	Shareholders’	December
	1, 2021	income	equity	31, 2021
<b>Deferred tax asset (liabilities) :</b>				
Allowance for doubtful accounts - Account				
Receivables	12,320,591	(6,869,485)	-	5,451,106
Impairment of investments	710,865	38,527	-	749,392
Provisions for employee benefits	1,812,954	168,817	164,736	2,146,507
Allowance for impairment on Gypsum	3,673,411	(12,249)	-	3,661,162
Tax losses carried forwarded 5 years	18,003,284	(18,003,284)	-	-
Depreciation expense and Impairment of assets	-	11,453,104	-	11,453,104
Right of use asset	(8,121,232)	(2,875,577)	-	(10,996,809)
Surplus on asset revaluation	(16,891,308)	7,033,310	-	(9,857,998)
Net	11,508,565	(9,066,837)	164,736	2,606,464

(Unit : Baht)

	CONSOLIDATED F/S			
	Recognised as income			
	)expense(			
	January	Statement of	Shareholders’	December
	1, 2020	income	equity	31, 2020
<b>Deferred tax asset (liabilities) :</b>				
Allowance for doubtful accounts - Account				
Receivables	12,166,653	153,938	-	12,320,591
Impairment of investments	468,493	242,372	-	710,865
Provisions for employee benefits	2,172,610	(49,087)	(310,569)	1,812,954
Allowance for impairment on Gypsum	3,685,437	(12,026)	-	3,673,411
Tax losses carried forwarded 5 years	19,576,223	(1,572,939)	-	18,003,284
Right of use asset	-	(8,121,232)	-	(8,121,232)
Surplus on asset revaluation	(29,244,674)	12,353,366	-	(16,891,308)
Net	8,824,742	2,994,392	(310,569)	11,508,565

(Unit : Baht)

SEPARATE F/S				
	Recognised as income			
	)expense(			December 31, 2021
	January 1, 2021	Statement of income	Shareholders' equity	
<b>Deferred tax asset (liabilities) :</b>				
Allowance for doubtful accounts - Account				
Receivables	12,320,591	(6,869,485)	-	5,451,106
Impairment of investments	710,865	38,527	-	749,392
Provisions for employee benefits	1,657,766	317,410	171,330	2,146,506
Allowance for impairment on Gypsum	3,673,411	(12,249)	-	3,661,162
Tax losses carried forwarded 5 years	18,158,471	(18,158,471)	-	-
Depreciation expense and Impairment of assets	-	11,453,104	-	11,453,104
Right of use asset	568,936	626,678	-	1,195,614
Surplus on asset revaluation	(16,891,308)	7,033,310	-	(9,857,998)
Net	20,198,732	(5,571,176)	171,330	14,798,886

(Unit : Baht)

SEPARATE F/S				
	Recognised as income			
	)expense(			December 31, 2020
	January 1, 2020	Statement of income	Shareholders' equity	
<b>Deferred tax asset (liabilities) :</b>				
Allowance for doubtful accounts - Account				
Receivables	12,166,653	153,938	-	12,320,591
Impairment of investments	468,493	242,372	-	710,865
Provisions for employee benefits	2,172,610	(253,671)	(261,173)	1,657,766
Allowance for impairment on Gypsum	3,685,437	(12,026)	-	3,673,411
Tax losses carried forwarded 5 years	19,576,223	(1,417,752)	-	18,158,471

(Unit : Baht)

	SEPARATE F/S			
	Recognised as income			
	)expense(			
	January 1, 2020	Statement of income	Shareholders' equity	December 31, 2020
Right of use asset	-	568,936	-	568,936
Surplus on asset revaluation	(29,244,674)	12,353,366	-	(16,891,308)
Net	8,824,742	11,635,163	(261,173)	20,198,732

Income tax expenses for the years ended December 31, 2021 and 2020 are as follows :

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	2021	2020	2021	2020
The amount of deferred income tax expense relating to the initial and reversal of temporary differences	(66,270,236)	2,895,599	(62,774,576)	11,635,163
Income tax expense	(66,270,236)	2,895,599	(62,774,576)	11,635,163

Deferred tax assets have not been recognized in respect of the following items:

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2021	December 31, 2020	December 31, 2021	December 31, 2020
Deductible temporary differences				
Impairment of defective inventories - supplies	2,648,529	2,734,290	2,648,529	2,734,290
Impairment of investment in subsidiary company	-	-	127,200,000	127,200,000
Depreciation expense and Impairment of assets	19,911,497	30,435,311	19,911,497	30,435,311
Balance of Tax losses carried forwarded 5 years	4,339,038	39,435,662	-	33,314,407
Total	26,899,064	72,605,263	149,760,026	193,684,008

The Group and the Company recorded deferred income tax assets for loss carry forward based on the forecasted utilization of such loss carry forward.

## **20. OTHER NON - CURRENT LIABILITIES**

As at December 31, 2020, the subsidiary has restricted deposit with financial institutions in amount of Baht 5.50 million. Moreover there is restricted deposit with Legal Execution Department in amount of Baht 5.35 million. The subsidiary can withdraw the restricted deposit with Legal Execution Department by the approval from the meeting of the creditors or the Official Receiver meeting.

As at December 31, 2021 and 2020, the subsidiary has advance payment of construction costs in amount of Baht 35.86 million and Baht 126.74 million, respectively to a company which is the Engineering, procurement and construction of storage facilities (EPC) contractors for the fuel depot project. During the year 2021 and 2020, the subsidiary made the transaction by transferring advance payment construction project to construction work in progress in amount of Baht 90.88 million and Baht 228.27 million, respectively. (note 14).

During the year 2021, the Group and the Company have changed assets at the port for according to the future depot services. As a result, there are some assets that are not used for operations, therefore the Group and the Company have applied to transfer received Building and improvement in book value amount of Bath 4.65 million. (Cost and accumulated depreciation amount of Bath 7.02 million and Bath 2.38 million, respectively). And classified assets as non-operating assets and impairment loss from the former assets was recognized in the statement of comprehensive income amount of Baht 4.65 million.

As of December 31, 2021, the subsidiary had advance payments of Pipe rack cost, paid to an unrelated company in the amount of Baht 22.74 million. During the year, the advance payment for construction was transferred to work in progress in the amount of Baht 3.36 million (Note 14).

As of December 31, 2021, the subsidiary has sold assets to third parties. Not related to the forced sale value at Baht 3.2 million (value according to the asset appraisal book) and the amount of Baht 3.2 million for demolition, by loss from disposal of assets to an unrelated company of Baht 20 million (book value of Baht 20 million) However, as mentioned above was recorded into Statement of comprehensive income totality.



NFC PUBLIC COMPANY LIMITED AND SUBSIDIARIES

CONDENSED NOTES TO THE INTERIM FINANCIAL INFORMATION

DECEMBER 31, 2021

21. BANK OVERDRAFTS AND SHORT-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS

Bank overdrafts and short-term borrowings from financial institutions as at December 31, 2021 and 2020 comprise the following:

(Unit : Baht)

		CONSOLIDATED							
		December 31, 2021				December 31, 2020			
Type	Currency	Foreign currency	Baht or equivalent	Interest rate (% per annum)	Due within	Foreign currency	Baht or equivalent	Interest rate (% per annum)	Due within
Bank overdrafts	THB	-	-	5.25 - 5.84	February - April, 2022	-	-	5.25	-
Trust receipts	USD	4,651,062	154,270,520	4.75		3,031,085	93,508,018	4.25	January - April, 2021
Promissory	THB	-	67,013,700	4.57	Due of June 2022	-	-	-	-
Total			221,284,220				93,508,018		
Less prepaid fee			(409,394)				-		
Net			220,874,826				93,508,018		

NFC PUBLIC COMPANY LIMITED AND SUBSIDIARIES

CONDENSED NOTES TO THE INTERIM FINANCIAL INFORMATION

DECEMBER 31, 2021

(Unit : Baht)

		SEPARATE F/S							
Type	Currency	December 31, 2021				December 31, 2020			
		Foreign currency	Baht or equivalent	Interest rate (% per annum)	Due within	Foreign currency	Baht or equivalent	Interest rate (% per annum)	Due within
Bank overdrafts	THB	-	-	5.25	February - April, 2022	-	-	5.25	-
Trust receipts	USD	4,651,062	154,270,520	4.75		3,031,085	93,508,018	4.25	January - April, 2021
Promissory	THB	-	-	-		-	-	-	-
Total			154,270,520				93,508,018		
<u>Less prepaid fee</u>			-				-		
Net			<u>154,270,520</u>				<u>93,508,018</u>		

As at December 31, 2021, Trust receipts and overdrafts have guaranteed by savings account (according to Note 10 and Note 12, respectively)

Movements in short – term borrowing for the year ended on December 31, 2021 and 2020 were as follows:

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Beginning balance	93,508,018	83,079,597	93,508,018	83,079,597
Increase	481,993,693	221,514,907	414,979,993	221,514,907
<u>Less</u> Payment	<u>(354,217,491)</u>	<u>(211,086,486)</u>	<u>(354,217,491)</u>	<u>(211,086,486)</u>
Net	<u>221,284,220</u>	<u>93,508,018</u>	<u>154,270,520</u>	<u>93,508,018</u>

## 22. TRADE AND OTHER CURRENT PAYABLES

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Trade payables				
Related companies	18,927,642	17,025,079	6,883,731	4,981,168
Others	70,695,008	9,527,387	70,695,008	9,527,387
Trade payables - net	89,622,650	26,552,466	77,578,739	14,508,555
Other current payables				
Other payables - Related companies	1,464,944	677,604	25,857,813	57,020,324
Other payables - Other	49,753,590	26,991,502	40,865,609	21,857,156
Construction payable - Other	23,379,500	272,694,850	-	-
Unearned revenue - Related companies	-	-	-	8,000,000
Advance received - Other	24,927,543	2,857,414	24,927,543	2,857,414
Advance deposit - Other	-	12,160,000	-	12,000,000
Accrued benefit expenses	5,163,391	32,762,509	5,163,391	5,231,303
Trade and other current payables - Net	<u>194,311,618</u>	<u>374,696,345</u>	<u>174,393,095</u>	<u>121,474,752</u>

As at December 31, 2021, Accrued compensation expense and debt under joint operating agreement of subsidiary are in the process of repayment negotiated with IEAT in the portion occurred before the receiving order was Baht 27.53 million. (December 31, 2020 : Baht 27.53 million).

## 23. LONG-TERM LOANS FROM FINANCIAL INSTITUTIONS

(Unit : Baht)

	CONSOLIDATED F/S	
	December 31, 2021	December 31, 2020
Financial institutions	1,087,281,379	489,163,605
<u>Less</u> Current portion	(66,232,976)	-
Long-term loans from financial institutions - Net	1,021,048,403	489,163,605

Movements in long - term loans from financial institutions for the year ended on December 31, 2021 and 2020 were as follows:

(Unit : Baht)

	CONSOLIDATED F/S
Book value as of January 1, 2021	489,163,605
Borrow	604,654,200
<u>Less</u> Amortization of finance fee	(6,536,426)
Book value as of December 31, 2021	1,087,281,379

As at December 31, 2021, the subsidiary has a limit long term loan from the financial institutions total Baht 1,100 million (as at December 31, 2020: Baht 495.35 million). Interest of fixed and Thai Baht Interest Rate Fixing (THBFIX6M) per annum base on the financial institution, by repayment of principle within May, 2022 until May, 2032. According to the conditions to borrow loans from the financial institution, The subsidiary have to provide all insurance under the EPC agreement for a guarantee.

Including ensure that the Debt Service Coverage Ratio for each Relevant period, not be less than 1.10fold and the Total Interest-Bearing Debt to Total Equity for each Relevant period, not exceed 7-fold (will be calculate since, 2022).

## 24. FINANCIAL LIABILITIES

Movements in financial lease agreements for the year ended on December 31, 2021 and 2020 were as follows:

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
As at January 1,	1,677,582,084	763,876,354	167,886,689	176,766,831
Increase	45,625,042	959,025,942	10,440,000	-
Revised agreement	(122,240,730)	20,258,951	-	21,557,325
<u>Less</u> Payment	(51,752,717)	(56,971,972)	(40,484,847)	(26,000,040)
<u>Less</u> Deferred interest expenses	(36,460,231)	(8,607,191)	(8,282,842)	(4,437,427)
Total	1,512,753,448	1,677,582,084	129,559,000	167,886,689
<u>Less</u> Deferred interest	(693,934,340)	(751,550,541)	(15,029,860)	(21,864,565)
As at December 31,	818,819,108	926,031,543	114,529,140	146,022,124
<u>Less</u> Current portion	(28,601,521)	(41,793,065)	(23,392,927)	(39,360,248)
Net	<u>790,217,587</u>	<u>884,238,478</u>	<u>91,136,213</u>	<u>106,661,876</u>

The aggregate minimum lease payments under financial lease agreements as follows:

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Less than 1 year	28,601,521	41,793,065	23,392,927	39,360,248
More than 1 year but less than 5 years	57,239,370	98,882,306	91,136,213	83,926,539
More than 5 years	732,978,217	785,356,172	-	22,735,337
Net	<u>818,819,108</u>	<u>926,031,543</u>	<u>114,529,140</u>	<u>146,022,124</u>

The following are the amounts for the year ended 31 December 2021 and 2020 recognised in profit or loss.

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Depreciation of right-of-use assets	49,332,593	38,201,294	39,567,539	38,201,294
Depreciation of right-of-use assets (work in progress)	17,489,504	11,123,413	-	-
Interest expense on lease liabilities	20,023,314	9,524,829	7,528,067	9,524,829
Interest expense on lease liabilities (work in progress)	20,322,308	16,050,514	-	-
Expense relating to short-term lease	1,080,000	3,790,000	1,080,000	3,790,000
Leases of low - value assets	123,192	123,192	123,192	123,192
Net	108,370,911	78,813,242	48,298,798	51,639,315

## 25. PROVISIONS FOR EMPLOYEE BENEFITS

- Employee benefits expense

Expenses recognized for employee benefits are analysed below:

(Unit : Baht)

	CONSOLIDATED F/S AND SEPARATE F/S	
	2021	2020
Salaries and wages	40,849,356	45,485,285
Social security costs	399,680	538,807
Pensions - defined benefit plans	-	649,818
Total	41,249,036	46,673,910

- Movements in employee benefits obligation for the years ended December 31, 2021 and 2020 are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	2021	2020	2021	2020
Defined benefit obligation as at January 1,	9,064,770	10,876,232	8,288,831	10,863,050
Current service cost	682,243	1,475,322	653,492	966,469
Interest expense	77,362	193,827	76,904	186,906
Re-measurement - actuarial loss (gain) from				
- changes in financial assumptions	823,679	(1,058,881)	856,651	(1,305,864)
<u>Less</u> Debt decreased from payment	(110,000)	(2,421,730)	-	(2,421,730)
Defined benefit obligation as at December 31,	10,538,054	9,064,770	9,875,878	8,288,831

(Unit : Baht)

	CONSOLIDATED F/S		CONSOLIDATED F/S	
	2021	2020	2021	2020
Provisions for employee benefits				
- Current provisions for employee				
benefits	6,646,819	7,302,992	6,096,819	6,551,600
- Non current provisions for employee				
benefits	3,891,235	1,761,778	3,779,059	1,737,231
Total	10,538,054	9,064,770	9,875,878	8,288,831

Actuarial gains or losses occurred from the change in the salaries and wages and other factors for the computation of post-employee benefits are presented under shareholders' equity.

- Principal actuarial assumptions at the reporting date for the years ended December 31, 2021 and 2020 are as follows:

	CONSOLIDATED F/S	
	December 31, 2021	December 31, 2020
Discount rates (% per annum)	1.48 - 1.91	0.86
Salary growth rate (% per annum)	4.00	4.36
Turnover rate (% per annum)	11.46 - 34.38	16
Retirement age (Years)	60	60

	SEPARATE F/S	
	December 31, 2021	December 31, 2020
Discount rates (% per annum)	1.48	0.86
Salary growth rate (% per annum)	4.00	4.36
Turnover rate (% per annum)	11.46 - 34.38	16
Retirement age (Years)	60	60

The present value of the defined benefit obligation was measured using the projected unit credit method.

- Defined benefit plan expenses

Amounts recognized in profit or loss related to The Group and the Company defined benefit plans are as follows:

	Jnit : Baht)			
	CONSOLIDATED		SEPARATE F/S	
	2021	2020	2021	2020
Current service cost	682,243	1,475,322	653,492	966,469
Net interest expense	77,362	193,827	76,904	186,906
Total expenses recognized in profit or loss	759,605	1,669,149	730,396	1,153,375

The current service cost is included in employee benefits expense. The net interest expense is included in finance costs.

- Amounts recognized in other comprehensive income related to the Group and the Company defined benefit plans are as follows:

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	2021	2020	2021	2020
Actuarial loss (gain) from :				
- changes in financial assumptions	823,679	(1,058,881)	856,651	(1,305,864)
Total expense were recognized in other comprehensive income	823,679	(1,058,881)	856,651	(1,305,864)

All expenses summarised above were included within items that will not be reclassified subsequently to profit or loss in the statement of profit or loss and other comprehensive income.

- The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at December 31, 2021 were summarized as below:

(Unit: Baht)	
Change of the present value of the employee benefit obligations increase (decrease)	



	CONSOLIDATED F/S	SEPARATE F/S
Discount rate		
Discount rate Increase 0.50%	(225,533)	(214,075)
Discount rate Decrease 0.50%	258,108	244,559
Salary increase rate		
Salary increase rate Increase 0.50%	247,047	233,953
Salary increase rate Decrease 0.50%	(220,792)	(209,442)
Turnover rate		
Turnover rate Increase 0.50%	(550,604)	(522,898)
Turnover rate Decrease 0.50%	751,388	709,721

As at December 31, 2021, the maturity analyses of undiscounted cash flows of benefit payments are as follows:

(Unit : Baht)

	CONSOLIDATED F/S	SEPARATE F/S
Within 1 year	6,637,617	6,087,617
Over 2 and up to 5 years	2,017,653	2,017,653
Over 6 and up to 10 years	2,286,367	2,146,064
Over 11 and up to 15 years	10,941,637	10,251,334
Total	21,883,274	20,502,668

## 26. DIVIDEND

On April 28, 2021, the Annual General Meeting of the Company's shareholders for 2021 has resolved the omission of dividend.

On April 29, 2020, the Annual General Meeting of the Company's shareholders for 2020 has resolved the omission of dividend.

## 27. SHARE CAPITAL AND WARRANTS

### Warrants to purchase ordinary shares No.1 (NFC-W1)

The Company issued warrants to purchase the Company's ordinary shares offering to the existing shareholders.

The details are as follows:

Warrant trading symbol	: NFC-W1
Secondary market	: SET
Trading date	: January 08, 2019
Number of listed warrants (Unit : Warrants)	: 108,781,159

Exercise ratio (Warrant : Common stock)	: 1 : 1.00255
Exercise price (Baht per share)	: 6.48350
Term of warrants	: 3 years from the issuance date of the Warrant (December 14, 2018)
Warrant price (Baht per unit)	: 0.00
First exercise date	: June 28, 2019
Last exercise date	: December 13, 2021

As at December 31, 2021, the outstanding balance of unexercised warrants to purchase ordinary share is 108,781,116 units. The Warrants have expired from December 13, 2021.

## 28. BASIC EARNINGS (LOSS) PER SHARE

Basic earnings per share are calculated by dividing profit for the year attributed to equity holders of the Company (Excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	For the year ended December 31,			
	2021	2020	2021	2020
Profit (loss) attributable to equity holders of the Company	352,888,683	(8,762,679)	450,549,517	36,603,671
Weight average number of common shares (shares)	1,087,833,056	1,087,833,056	1,087,833,056	1,087,833,056
Basic earnings (loss) per shares (Baht)	0.3244	(0.0081)	0.4142	0.0336

Diluted earnings (loss) per share calculated by dividing profit (loss) for the year attributable to ordinary shareholders by the weighted average number of ordinary shares issued during the year which adjusted by the number of diluted equivalent ordinary shares, assuming that the dilutive equivalent ordinary shares are converted to all ordinary shares. The Company has diluted equivalent shares which is warrants to purchase ordinary shares. The Company calculates the number of dilutive equivalents based on their fair value and the monetary value of the share options price accompanying the warrants. (Determined from the average price of the Company's ordinary shares during the year).

This calculation is made to determine the number of ordinary shares to be added to ordinary shares held by third parties in the calculation of diluted earnings (losses) per share, without any adjustment in net profit. However, the Company does not calculate diluted earnings per share for the year ended December 31, 2021 because the fair value of common stock is lower than the exercise price of ordinary shares.

## 29. STATUTORY RESERVE

The Company is required to set aside to a statutory reserve at least 5% of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10% of the registered share capital. The statutory reserve is not available for dividend distribution.

## 30. PROVIDENT FUND

The Group and the Company and its employee have jointly established a provident funds in accordance with the Provident Fund Act B.E. 2530. Both the Group and the Company and its employee contributed to the fund monthly at the rates specified in the regulation of provident fund. The fund, which is managed by MFC Asset Management Public Company Limited, will be paid to employees upon termination in accordance with the fund rules.

During the years 2020, the Group and the Company contributed Baht 0.65 million.

## 31. Other income

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	2564	2563	2564	2563
Income from the transfer of land				
leasehold rights	452,621,417	-	452,621,417	-
Profit from sale of assets	2,826,089	-	2,826,089	-
Interest loan form Related companies	-	632,466	34,097,517	34,537,208
miscellaneous income	3,636,071	1,281,725	3,634,267	1,281,285
Other income	14,582,337	14,541,967	13,909,152	14,341,459
Total	473,665,914	16,456,158	507,088,442	50,159,952

As of December 31, 2021, the Company has net income from operations for an unrelated company to have the right to lease space from the Company. in the amount of Baht 452,621,417.

## 32. EXPENSES BY NATURE

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	2021	2020	2021	2020
Change in inventories and work in process	59,818,628	(36,718,550)	59,818,318	(36,719,203)
Purchases of goods	1,268,283,234	488,540,929	1,268,282,923	488,540,276
Depreciation and amortization	109,838,678	122,156,509	98,309,854	122,080,716
Salaries, wages and employee compensation	48,274,701	56,508,364	48,151,937	55,930,662
Professional fees	2,125,539	5,156,170	1,873,039	4,901,534
Compensation paid to IEAT	22,099,390	20,671,388	21,276,067	20,671,388

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	2021	2020	2021	2020
Allowance for doubtful accounts (Reverse)	769,823	-	1,496,840	769,696
Allowance for impairment Inventory				
(Reverse)	(428,807)	(66,000,325)	(428,807)	(66,000,325)
Allowance for impairment Asset (Reverse)	(2,884,000)	(48,391,266)	4,646,454	(48,391,266)
Allowance for impairment Asset held				
for sale	-	16,943,178	-	16,943,178
Allowance for impairment long-term				
investments	192,632	1,211,863	192,632	1,211,863

### 33. INCOME TAX EXPENSE

For the years ended December 31, 2021 and 2020, income tax expense consisted of the following:

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	For the year ended December 31,			
	2564	2563	2564	2563
Current income tax :				
Income tax for the year	(57,203,399)	-	(57,203,399)	-
Deferred tax:				
Relating to origination and reversal				
of temporary differences	(9,066,837)	2,895,599	(5,571,177)	11,635,163
Income (expenses) tax in statements of				
comprehensive income	(66,270,236)	2,895,599	(62,774,576)	11,635,163

Reconciliation of effective tax rate

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	For the year ended December 31,			
	2564	2563	2564	2563
Accounting profit (loss) before tax	418,469,330	(12,148,853)	513,324,093	24,968,508
Applicable tax rate	20%	20%	20%	20%
Accounting profit (loss) before tax				
multiplied by	83,693,866	(2,429,771)	102,664,819	4,993,702
Effects of :				

Tax exempted revenue and tax				
exempted revenue	36,517,094	5,746,684	11,296,657	(3,771,314)
Current year loss not recognized as asset				
deferred income tax	4,341,872	23,264,331	-	14,923,412
Effect of deferred income tax	(11,588,192)	6,158,543	(4,492,496)	25,336,187
Previously recorded lower tax	(46,694,404)	(29,844,188)	(46,694,404)	(29,846,824)
Income tax expenses reported in the statements of				
comprehensive income	<u>(66,270,236)</u>	<u>2,895,599</u>	<u>(62,774,576)</u>	<u>11,635,163</u>

### 34. FINANCIAL INSTRUMENTS

Financial instruments carried on the consolidated statement of financial position and the separate statement of financial position include cash and cash equivalents, restricted deposits, trade account receivables, other receivables, investment in subsidiaries, other long-term investment, trade account payables, unearned revenue from sales and services, accrued compensation expense and debts under joint operating agreement and business rehabilitation plan, short-term loans and accrued interest from related companies. The accounting policies on recognition and measurement of these items are disclosed in the respective accounting policies (Note 4).

The financial risks of the Group and the Company associate with these financial instruments. The management policies on these risks are described below:**Liquidity risk**

Liquidity risk arises from the possibility that customers may not be able to settle obligations to the Group and the Company within the normal terms of trade. To manage this risk, the Group and the Company periodically assess the financial viability of customers.

### 63.2 Interest rate risk

Interest rate risk means the risk that the value of financial instruments will change because the changes of interest rate. The Group is exposed to interest rate risk relating primarily to its deposits, short term loans and loans from financial institutions. So the Group is exposed to the risk of the fluctuation in the future market rate.

Significant financial assets and liabilities as at December 31, 2021 and 2020 classified by type of interest rates are summarized in the table below :

(Unit: Million Baht)

	CONSOLIDATED F/S									
	Floating interest rate		Fixed interest rate		Non-interest bearing		Total		Interest rate	Interest rate
	December	December	December	December	December	December	December	December	per annum	per annum
	31, 2021	31, 2020	31, 2021	31, 2020	31, 2021	31, 2020	31, 2021	31, 2020	(%) 2021	(%) 2020
<b><u>Financial assets</u></b>										
Cash and cash equivalents	224.48	108.63	-	-	0.18	0.14	224.66	108.77	0.05-0.25	0.05 - 0.30
Other current financial assets	21.84	9.39	-	-	-	-	21.84	9.39	0.25	0.05 - 0.25
Other non - current financial assets	10.69	10.66	-	-	1.27	1.47	11.96	12.13	0.25	0.25
<b><u>Financial liabilities</u></b>										
Bank overdraft and short-term loan										
from financial institution	-	-	220.87	93.51	-	-	220.87	93.51	4.57-4.75	4.25
Current portion of long-term loan	66.23	-	-	-	-	-	66.23	-	3.96	-
Long - term loans from financial										
institutions	1,021.05	489.16	-	-	-	-	1,021.05	489.16	3.96	3.95
Current portion of lease liabilities	-	-	28.60	41.08	-	-	28.60	41.08	3.90-500	4.25 - 5.00
Lease liabilities	-	-	790.22	884.95	-	-	790.22	884.24	3.90-500	4.25 - 5.00

\_\_\_\_\_  
Director

( Mrs. Bongkot Rungkornpaisarn )

\_\_\_\_\_  
Director

( Mr. Nuttaphob Ratanasuwanthawee )

### 63.3 Credit risk

Credit risk is the risk that a counter party is unable or unwilling to meet a commitment that it entered into with the Group and the Company. The risk is controlled by the application of credit approvals, limits and monitoring procedures.

The carrying amount of accounts receivable recorded in the statement of financial position and consolidated statement of financial position net of allowance for doubtful accounts, if any, represents the maximum exposure to credit risk.

### 63.4 Foreign exchange risk

The Company has exposure to foreign exchange rate risk because the Company has assets dominated in foreign currencies. However, the management believe that the risk does not have a significant impact on the Company' financial statements as the Company has arranged foreign exchange forward contracts as disclosed Note 34.2

As at December 31, 2021 and 2020 the Group has financial assets and financial liabilities denominated in foreign currencies are as follow:

	Consolidated financial statements		Separate financial statements	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
<b>Financial liabilities</b>				
Accounts payable (USD)	1,925,680	299,810	1,925,680	299,810

#### Fair value of financial instruments

Fair value is defined as the amount at which the instrument could be exchanged in a current transaction between knowledgeable willing parties in an arm's length transaction. Fair values are obtained from quoted market prices, discounted cash flow models or net asset values as appropriate.

The following methods and assumptions are used to estimate the fair value of each class of financial instruments.

The book value of cash and cash equivalents, restricted deposits, trade accounts receivable and other receivable – are quite close to their fair values due to the relatively short-term maturity of these financial instruments.

Investment in subsidiaries and other long-term investment, for which there is no quoted market prices - fair value cannot be properly calculated.

Trade accounts payable and unearned revenue from sales and services - the carrying values approximate their fair values due to the relatively short-term maturity of these financial instruments.

## 35. DETERMINATION OF FAIR VALUES

A number of the Group's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. The fair value is the price at which an orderly transaction to sell an asset or to

transfer a liability would take place between market participants at the measurement date. Fair values have been determined for measurement and/or disclosure purposes based on the following methods

The fair value of cash and cash equivalents, trade and other accounts receivable, short-term loans, other current assets, bank overdrafts, short-term borrowings, trade and other accounts payable and other current liabilities is taken to approximate the carrying value.

The fair value of investments in equity securities - available-for-sales, are determined by reference to their quoted bid prices at the reporting date.

The fair value of long-term borrowings is taken to approximate the carrying value because most of these financial instruments bear interest at market rates.

Fair values and the carrying values of financial assets and liabilities other than the aforementioned were as follows:

(Unit: Baht)

	CONSOLIDATED F/S AND SEPARATE F/S							
	Level 1		Level 2		Level 3		Total	
	2021	2020	2021	2020	2021	2020	2021	2020
<b>Financial assets measured at fair value</b>								
Property ,Plant and equipment	-	-	175,989,775	178,966,842	-	-	175,989,775	178,966,842

### 36. SEGMENT REPORTING

The segment financial information of the Group and the Company company for the year ended December 31, 2021 and 2020 are as follows:

(Unit : Baht)

	CONSOLIDATED F/S			
	For the year ended December 31,			
	2021			
	Chemical	Service Chemical Storage Tank	Port Service and Other	Total
Recognize Revenues				
Point in Time	1,265,583,662	-	-	1,262,583,662
Over Time	55,779,433	-	42,788,143	98,567,576
<b>Total Revenues</b>	<b>1,321,363,095</b>	<b>-</b>	<b>42,788,143</b>	<b>1,364,151,238</b>
Revenues from sales of chemical product - net	1,265,583,662	-	-	1,265,583,662
Revenues from the rendering of services	55,779,433	-	42,788,143	98,567,576
Cost of chemical product sold	(1,207,847,946)	-	-	(1,207,847,946)
Cost of services	(9,244,993)	-	(9,130,526)	(18,375,519)
<b>Gross profit</b>	<b>104,270,156</b>	<b>-</b>	<b>33,657,617</b>	<b>137,927,773</b>



(Unit : Baht)

CONSOLIDATED F/S				
For the year ended December 31,				
2021				
	Chemical	Service Chemical Storage Tank	Port Service and Other	Total
Other income	466,543,831	420,544	6,265,154	473,229,529
Gypsum revenues net of related expenses	436,385	-	-	436,385
Selling expenses	(35,768,082)	-	-	(35,768,082)
Administrative expenses	(99,099,366)	(920,746)	(1,367,966)	(101,388,078)
Loss on impairment of other long - term investment	(190,009)	-	(2,623)	(192,632)
Expenses from underutilized fixed assets	-	-	(29,197,780)	(29,197,780)
Expenses from temporary closed port	-	-	(7,718)	(7,718)
<b>Profit (Loss) from operation before financial costs and income Tax</b>	436,192,915	(500,202)	9,346,684	445,039,397
Financial costs	(26,202,108)	(6,266)	(361,693)	(26,570,067)
Tax income (Expense)	(62,729,668)	(2,674,649)	(865,919)	(66,270,236)
<b>Net profit (Loss) for the year</b>	<u>347,261,139</u>	<u>(3,181,117)</u>	<u>8,119,072</u>	<u>352,199,094</u>
Property, plant and equipment	97,720,394	1,552,165,628	142,050,768	1,791,936,790
Right-of-use assets	7,887,538	286,783,364	553,697,894	848,368,796
Other assets	911,867,418	121,110,342	23,656,467	1,061,634,280
<b>Total assets</b>	<u>1,017,475,350</u>	<u>1,960,059,334</u>	<u>719,405,129</u>	<u>3,696,939,813</u>

(Unit : Baht)

CONSOLIDATED F/S				
For the year ended December 31,				
2020				
	Chemical	Service Chemical Storage Tank	Port Service and Other	Total
Recognize Revenues				
Point in Time	615,675,848	-	-	615,675,848
Over Time	54,960,000	-	48,649,389	103,609,389
<b>Total Revenues</b>	<u>670,635,848</u>	<u>-</u>	<u>48,649,389</u>	<u>719,285,237</u>
Revenues from sales of chemical product - net	615,675,848	-	-	615,675,848
Revenues from the rendering of services	54,960,000	-	48,649,389	103,609,389
Cost of chemical product sold	(525,259,479)	-	-	(525,259,479)
Cost of services	(11,680,916)	-	(11,734,300)	(23,415,216)
<b>Gross profit</b>	<u>133,695,453</u>	<u>-</u>	<u>36,915,089</u>	<u>170,610,542</u>
Other income	15,302,032	183,570	404,928	15,890,530
Gypsum revenues net of related expenses	565,628	-	-	565,628

(Unit : Baht)

CONSOLIDATED F/S				
For the year ended December 31,				
2021				
	Chemical	Service Chemical Storage Tank	Port Service and Other	Total
Selling expenses	(34,479,396)	-	-	(34,479,396)
Administrative expenses	(93,822,152)	(1,077,397)	(3,077,344)	(97,976,893)
Loss on impairment of other long - term investment	(1,173,377)	-	(38,486)	(1,211,863)
Expenses from underutilized fixed assets	-	-	(50,321,193)	(50,321,193)
Expenses from temporary closed port	-	-	(6,366)	(6,366)
<b>Profit (Loss) from operation before financial costs and income Tax</b>	20,088,188	(893,827)	(16,123,372)	3,070,989
Financial costs	(14,725,165)	(11,696)	(482,981)	(15,219,842)
Tax income (Expense)	6,723,371	(4,048,297)	220,525	2,895,599
<b>Net profit (Loss) for the year</b>	<u>12,086,394</u>	<u>(4,953,820)</u>	<u>(16,385,828)</u>	<u>(9,253,254)</u>
Property, plant and equipment	98,031,383	1,102,829,448	118,072,682	1,318,933,513
Right-of-use assets	6,824,626	287,487,317	682,656,501	976,968,444
Other assets	298,861,528	196,823,458	56,722,753	552,407,739
<b>Total assets</b>	<u>403,717,537</u>	<u>1,587,140,223</u>	<u>857,451,936</u>	<u>2,848,309,696</u>

Property, plant and equipment of each segment represent the segmental operating assets, while other assets principally represent cash and cash equivalents, trade account receivables, other receivables, inventories, other current assets, investments and other non-current assets.

#### Major Customer

Major customer for external revenue is Saksri Industry Co., Ltd. and IVIC (Thailand) Co., Ltd.

### 37. LONG – TERM AGREEMENTS

From starting the operations, the Company has to pay for the shipping in and out of goods passing through the pier, at the rate of Baht 6.1 per ton based on actual quantity of goods passing through. The said rate will be increased by 4% per annum from the rate of previous year. From the year 2002, if the actual quantity of goods passing through is less than 700,000 tons per annum, The Company will have to pay an amount equivalent to 700,000 tons per annum.

### 38. COMMITMENT

As at December 31, 2021 and 2020

#### 36.1 capital expenditure

As at December 31, 2021, and 2020, the subsidiary has capital expenditures related to the construction of the fuel depot project. Fuel for Baht 1 89.54 million and Baht 5 75.78 million, respectively. The company has obligations to comply with the employment contract.

36.2 The Group and the Company have commitment related to the rental and service charges to the related companies with the rental operation agreement as follows:

Year	(Unit : Baht)	
	CONSOLIDATED F/S AND SEPARATE F/S	
	December 31, 2021	December 31, 2020
Due within one year	1,440,000	2,040,000
More than 1 year but less than 5 years	360,000	3,360,000

### 36.3 Forward foreign currency exchange contracts

As at December 31, 2021 and 2020, the settlement date on open forward contracts ranged between 6 months to 12 months. The local currency amounts to be received and contractual exchange rates of the outstanding contracts as follows:

Foreign currency	CONSOLIDATED F/S AND SEPARATE F/S					
	Foreign currency contract amount		Contract rate		(Unit : Baht)	
	December 31, 2021	December 31, 2020	December 31, 2021	December 31, 2020	December 31, 2021	December 31, 2020
USD	3,014,390	1,225,648	32.66 - 33.99	29.80 - 31.12	101,148,969	37,478,340

#### Fair value

The net fair value of forward foreign exchange contracts as at December 31, 2021 and 2020, is unfavorable forward foreign exchange contracts are asset amount Baht 6,721 and liabilities amount Baht 20,458 respectively.

### 36.4 Contingent Liabilities

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
Credit facility for letter of credit and trust receipt				
Credit facility (USD)	5,000,000	5,000,000	5,000,000	5,000,000
Used credit facility (USD)	4,651,062	3,031,085	4,651,062	3,031,085

	CONSOLIDATED F/S		SEPARATE F/S	
	December	December	December	December
	31, 2021	31, 2020	31, 2021	31, 2020
<b>Balance of credit facility (USD)</b>	<b>348,938</b>	<b>1,968,915</b>	<b>348,938</b>	<b>1,968,915</b>
Credit facility for foreign exchange contract				
Credit facility (USD)	10,000,000	10,000,000	10,000,000	10,000,000
Used credit facility (USD)	3,014,390	1,225,648	3,014,390	1,225,648
<b>Balance of credit facility (USD)</b>	<b>6,985,610</b>	<b>8,774,352</b>	<b>6,985,610</b>	<b>8,774,352</b>
Executive credit card credit limit				
Credit facility (Baht)	700,000	700,000	700,000	700,000
Used credit facility (Baht)	41,431	62,313	41,431	62,313
<b>Balance of credit facility (Baht)</b>	<b>658,569</b>	<b>637,687</b>	<b>658,569</b>	<b>637,687</b>
Credit facility for loans				
Credit facility (Baht)	1,100,000,000	1,100,000,000	-	-
Used credit facility (Baht)	1,100,000,000	495,345,800	-	-
<b>Balance of credit facility (Baht)</b>	<b>-</b>	<b>604,654,200</b>	<b>-</b>	<b>-</b>
Credit facility for overdraft				
Credit facility (Baht)	25,000,000	5,000,000	5,000,000	5,000,000
Used credit facility (Baht)	-	-	-	-
<b>Balance of credit facility (Baht)</b>	<b>25,000,000</b>	<b>5,000,000</b>	<b>5,000,000</b>	<b>5,000,000</b>
Credit facility for letter of guarantee				
Credit facility (Baht)	403,544,920	400,844,920	50,844,920	50,844,920
Used credit facility (Baht)	401,228,727	363,083,539	49,284,160	49,174,760
<b>Balance of credit facility (Baht)</b>	<b>2,316,193</b>	<b>37,761,381</b>	<b>1,560,760</b>	<b>1,670,160</b>

As at December 31, 2021, The Group has other current and non-current financial assets as collateral for credit facilities received from financial institutions. Including a director to guarantee the credit limit as well.

As of December 31, 2021, The Company has other current financial assets, Claim Including the insurance benefits of the company as collateral for credit lines received from financial institutions Under the business collateral agreement mutually agreed.

### 39. RECLASSIFICATION ON INTERIM FINANCIAL INFORMATION

Certain amounts in the financial statements for the year ended December 31, 2020, the Group and the Company have been reclassified to conform to the current period, which no effect on net profit or shareholders' equity previously reported.

### 40. APPROVAL OF THE FINANCIAL STATEMENTS

These financial statements have been approved by the Company's Board of director on February 23, 2022.

## Part 4 Information Authentication

### Data Authentication

“The Company has reviewed the information in this annual registration statement. with caution The company certifies that Such information is correct, complete, not false, does not mislead others, or lacks information that should be informed in material respects. In addition, I hereby certify that

1) Financial statements and financial information summarized in the interim annual registration statement have presented accurate and complete information on essential matters relating to the financial position performance and cash flows of the Company and its subsidiaries

(2) The company has established a good information disclosure system. To ensure that the company has disclosed the information that is important to both the company and its subsidiaries correctly and completely. as well as to control and supervise the implementation of the said system

(3) The Company has established a good internal control system. and supervise to ensure compliance with the said system And the company has informed the internal control assessment information as of February 23, 2021 to the auditor and the Audit Committee of the Company at the Board of Directors' meeting. This covers deficiencies and significant changes in the internal control system, including malpractices that may affect the Company's and its subsidiaries' financial reporting.

In this regard, as evidence that all documents are the same set of documents that the Company has certified. The company has assigned the two directors to sign this document on every page as well. If any document does not have a signature The Company shall assume that it is not the information that the Company has certified the accuracy of the above information.”

Name	Position	Signature
1. Mr. Nuttaphob Ratanasuwanthawee	Vice Chairman	.....
Mr. Kijja Smunyahirun	Directors	.....

Name	Position	Signature
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Attorney : Mrs. Bongkot Rungkornpaisarn    Director and Chief Corporate Affairs Officer    .....