



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

RATCH GROUP PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2022



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Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : RATCH GROUP PUBLIC COMPANY LIMITED

Symbol : RATCH

Address : 72 Ngam Wong Wan Road Bangkhen, Muang

Province : Nonthaburi

Postcode : 11000

Business : The Company is operated as a holding company, RATCH seeks to equity invest in core companies, subsidiaries, and/ or joint ventures, subject to its shareholding proportion. Its investment is mainly focused on fossil fuel power generation projects, renewable projects as well as businesses adjacent to electricity generation and energy both in Thailand and internationally. Its main incomes are in forms of dividend and profit sharing from invested companies.

Registration Number : 0107543000031

Telephone : 0-2794-9999

Fax (if applicable) : 0-2794-9998

Website : www.ratch.co.th

Email : contactinfo@ratch.co.th

Total Shares Sold (shares)

Common Stock : 2,174,999,985

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

| | 2020 | 2021 | 2022 |
|--|---------------|---------------|---------------|
| Total (Thousand baht) | 39,521,990.00 | 44,342,650.00 | 81,788,080.00 |
| Revenue from sale and rendering of services (Thousand baht) | 31,652,540.00 | 35,231,480.00 | 71,882,030.00 |
| Revenue from lease contracts (Thousand baht) | 2,553,210.00 | 2,095,300.00 | 2,843,190.00 |
| Share of profit (loss) of jointly- controlled and associated entities (Thousand baht) | 4,600,340.00 | 5,902,400.00 | 5,391,160.00 |
| Management service income (Thousand baht) | 276,310.00 | 224,300.00 | 275,440.00 |
| Interest income (Thousand baht) | 159,410.00 | 205,350.00 | 499,610.00 |
| Dividend income (Thousand baht) | 61,180.00 | 58,830.00 | 26,510.00 |
| Other incomes (Thousand baht) | 219,000.00 | 397,960.00 | 209,060.00 |
| Gain on bargain purchase (Thousand baht) | 0.00 | 227,030.00 | 0.00 |
| Gain on change in fair value of investments (Thousand baht) | 0.00 | 0.00 | 661,080.00 |

| | 2020 | 2021 | 2022 |
|--|--------|--------|--------|
| Total (%) | 100.00 | 100.00 | 100.00 |
| Revenue from sale and rendering of services (%) | 80.09 | 79.45 | 87.89 |
| Revenue from lease contracts (%) | 6.46 | 4.73 | 3.48 |
| Share of profit (loss) of jointly- controlled and associated entities (%) | 11.64 | 13.31 | 6.59 |
| Management service income (%) | 0.70 | 0.51 | 0.34 |
| Interest income (%) | 0.40 | 0.46 | 0.61 |
| Dividend income (%) | 0.15 | 0.13 | 0.03 |
| Other incomes (%) | 0.55 | 0.90 | 0.26 |

| | | | |
|---|------|------|------|
| Gain on bargain purchase (%) | 0.00 | 0.51 | 0.00 |
| Gain on change in fair value of investments (%) | 0.00 | 0.00 | 0.81 |

By Geographical Area or Market*

| | 2020 | 2021 | 2022 |
|-------------------------------|---------------|---------------|---------------|
| Total (Thousand baht) | 39,521,990.00 | 44,342,650.00 | 81,788,080.00 |
| Domestic (Thousand baht) | 33,175,120.00 | 34,946,400.00 | 70,151,270.00 |
| International (Thousand baht) | 6,346,870.00 | 9,396,250.00 | 11,636,810.00 |

| | 2020 | 2021 | 2022 |
|-------------------|--------|--------|--------|
| Total (%) | 100.00 | 100.00 | 100.00 |
| Domestic (%) | 83.94 | 78.81 | 85.77 |
| International (%) | 16.06 | 21.19 | 14.23 |

*Excluding the profit margins in the associated companies

Information on Products and Services (1.2.2)

Product/Service Information and Business Innovation Development (1.2.2.1)

Research and Development (R&D) Policy : No

| (Unit : Thousand baht) | 2020 | 2021 | 2022 |
|----------------------------------|------|------|------|
| R&D expenses in the past 3 years | N/A | N/A | N/A |

Risk Management

Risk Management

Risk Factors (2.2)

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

Risks from changes in the factors that influence corporate performance

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy
- Changes in technologies

Operational Risk

- Impact on the environment

Risks from greater overseas presence

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Policies or international agreements related to business operations

Risks from talent shortages

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Other

Operational Risk

- Shortage or reliance on skilled workers

(Operation Risk)

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Human error in business operations
- Delays in the development of future projects
- Other

(Financial Risk)

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Fluctuation in exchange rates, interest rates, or the inflation rate
- Fluctuation in return on assets or investment

(Compliance Risk)

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Change in laws and regulations
- Corporate Governance

Climate change and Natural Disaster

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Operational Risk

- Climate change and disasters

ESG risks

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Impact on the environment

Cybersecurity threats

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Changes in technologies

Operational Risk

- Information security and cyber-attack

Compliance Risk

- Violations of laws and regulations

COVID-19 transmission

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Human error in business operations
- Safety, occupational health, and working environment

Revenue risks

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain

Financial Risk

- Fluctuation in return on assets or investment

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : <https://www.ratch.co.th/th/environment/corporate-sustainability-policy>

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice : <https://www.ratch.co.th/th/environment/corporate-sustainability-policy>

Company environmental guideline : Electricity Management, Fuel Management, Renewable/Clean Energy Management, Water Management, Waste Management, Biodiversity Management, Greenhouse Gas and Climate Change Management

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Fuel consumption

| | 2020 | 2021 | 2022 |
|-----------------------------------|--------------------|--------------------|--------------------|
| Diesel (Litre) | 2,169,721.00 | 9,244,423.00 | 22,062,706.16 |
| Fuel oil (liters) | 0.00 | 161,121,423.00 | 290,744,584.79 |
| Natural gas (Standard cubic feet) | 132,774,611,773.40 | 125,207,129,948.02 | 157,641,190,468.49 |

• Electricity consumption

| | 2020 | 2021 | 2022 |
|--|------|------|------|
|--|------|------|------|

| | | | |
|---------------------------------------|---------------|---------------|----------------|
| Amount of electricity purchased (kWh) | 47,747,810.81 | 69,628,466.96 | 163,542,324.24 |
|---------------------------------------|---------------|---------------|----------------|

Water management

• Water consumption

| | 2020 | 2021 | 2022 |
|----------------------------------|--------------|--------------|--------------|
| Water consumption (cubic meters) | 2,551,161.00 | 2,978,136.41 | 4,983,445.00 |

Waste management

• Waste from operations

| | 2020 | 2021 | 2022 |
|--------------------------|---------------------|---------------------|----------------------|
| Non-hazardous waste (kg) | 3,890,750.00 | 5,038,740.00 | 30,274,750.00 |
| Hazardous waste (kg) | 398,880.00 | 366,440.00 | 401,570.00 |
| Total (kg) | 4,289,630.00 | 5,405,180.00 | 30,676,320.00 |

Greenhouse gas management

• Greenhouse gas emissions

| | 2020 | 2021 | 2022 |
|---|---------------------|---------------------|----------------------|
| GHG emission target | N/A | N/A | N/A |
| Scope 1 (Tons of carbon dioxide equivalents) | 6,258,865.11 | 6,412,471.82 | 8,515,891.71 |
| Scope 2 (Tons of carbon dioxide equivalents) | 26,960.43 | 38,917.91 | 84,606.28 |
| Scope 3 (Tons of carbon dioxide equivalents) | 3,131.00 | 2,662,156.00 | 3,025,526.18 |
| Total (Tons of carbon dioxide equivalents) | 6,288,956.54 | 9,113,545.73 | 11,626,024.17 |

• Verification of greenhouse gas emissions over the past year

Third-party verification : Yes

Name of verifying organization : LRQA Group Limited

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy : Yes

URL of human rights policy : <https://ratch.listedcompany.com/misc/or/2022/ratch-or-2022-enc-03-th.pdf>

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

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

| | 2020 | 2021 | 2022 |
|--------------------------------------|------------|------------|------------|
| Number of male employees (persons) | 105 | 108 | 113 |
| Number of female employees (persons) | 105 | 107 | 109 |
| Total (persons) | 210 | 215 | 222 |

• Employee development and training

| | 2020 | 2021 | 2022 |
|--|------|------|------|
| Average training hours of employees (hour / person / year) | 28 | 20 | 23 |

• Health, safety and work environment

| | 2020 | 2021 | 2022 |
|--|------|------|------|
| Number of employee work injuries leading to employee absence (times) | 0 | 0 | 0 |

• Significant labor dispute

| | 2020 | 2021 | 2022 |
|---------------------------|------|------|------|
| Significant labor dispute | No | No | No |

Corporate Governance Policy

Corporate Governance Policy

Overview of the Corporate Governance Policy and Guideline (6.1)

Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://www.ratch.co.th/th/corporate-governance/corporate-policies/12/the-corporate-governance-policy>

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

Policy and guideline related to the board of directors

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

Code of Conduct (6.2)

Establishing a Code of Conduct

Establishing a Code of Conduct

Code of Conduct : Yes

Policy and Guideline related to the Code of Conduct

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

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

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

Board of Directors (7.2)

Composition of the board of directors (7.2.1)

| | Number of persons | Percentage (%) |
|-----------------------------------|-------------------|----------------|
| Total number of directors | 12 | 100.00 |
| Number of male directors | 9 | 75.00 |
| Number of female directors | 3 | 25.00 |
| Number of executive directors | 1 | 8.33 |
| Number of non-executive directors | 11 | 91.67 |
| Number of independent directors | 6 | 50.00 |

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

List of directors

| General information | Position | Date position was assumed | Experience and expertise |
|---|--|---------------------------|--|
| 1. Mr. Boonyanit Wongrukmit Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes | Chairman of the board (Non-executive) Director type: Original director | 1 May 2018 | Engineering, Energy & Utilities, Strategic Management, Risk Management, Governance/ Compliance |

| | | | | |
|----|--|--|-------------|--|
| 2. | Mr. CHARTCHAI ROJANANRATANANGKULE Gender: Male Age: 66 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive, Independent director) Director type: Original director | 6 Apr 2017 | Corporate Social Responsibility, Accounting, Governance/ Compliance, Energy & Utilities, Sustainability, Audit |
| 3. | Mr. SOMBOON NHOOKEAW Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive, Independent director) Director type: Original director | 23 Feb 2018 | Engineering, Finance, Energy & Utilities, Audit, Strategic Management, Accounting, Law, Governance/ Compliance |
| 4. | Mr. BOONSONG KERDKLANG Gender: Male Age: 71 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive, Independent director) Director type: Original director | 13 Apr 2019 | Energy & Utilities, Economics, Audit, Governance/ Compliance, Risk Management |
| 5. | Mr. KRIENGKRAI RUKKULCHON Gender: Male Age: 65 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director | 11 Jul 2020 | Human Resource Management, Law, Energy & Utilities, Strategic Management, Engineering, Governance/ Compliance |

| | | | | |
|----|---|--|-------------|---|
| 6. | <p>Ms. NANTIKA THANGSUPANICH</p> <p>Gender: Female</p> <p>Age: 57 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Arts</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p> | <p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p> | 18 Feb 2019 | <p>Risk Management, Human Resource Management, Energy & Utilities, Strategic Management, Information & Communication Technology, Governance/ Compliance</p> |
| 7. | <p>Ms. NIRAMARN LAISATHIT</p> <p>Gender: Female</p> <p>Age: 55 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p> | <p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p> | 18 Dec 2020 | <p>Engineering, Project Management, Energy & Utilities, Strategic Management, Accounting, Finance, Governance/ Compliance</p> |
| 8. | <p>Mr. RATANACHAI NAMWONG</p> <p>Gender: Male</p> <p>Age: 66 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p> | <p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p> | 6 Apr 2021 | <p>Engineering, Risk Management, Energy & Utilities, Strategic Management, Finance & Securities, Governance/ Compliance</p> |
| 9. | <p>Ms. CHOOSRI KIETKAJORNKUL</p> <p>Gender: Female</p> <p>Age: 59 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p> | <p>Director</p> <p>(Executive)</p> <p>Director type: Original director</p> | 20 Jul 2021 | <p>Accounting, Energy & Utilities, Corporate Management, Strategic Management, Risk Management, Finance, Governance/ Compliance</p> |

| | | | | |
|-----|--|--|-------------|--|
| 10. | Mr. PRASERTSAK CHERNGCHAWANO Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive) Director type: Original director | 1 Oct 2021 | Engineering, Risk Management, Energy & Utilities, Strategic Management, Governance/ Compliance |
| 11. | Mr. PANUWAT TRIYANGKULSRI Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director | 27 Apr 2022 | Human Resource Management, Sustainability, Energy & Utilities, Strategic Management, Information & Communication Technology, Governance/ Compliance |
| 12. | Mr. KULYOS AUDOMVONGSEREE Gender: Male Age: 45 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive) Director type: Newly appointed director to replace ex-director | 26 Aug 2022 | Risk Management, Engineering, Energy & Utilities, Strategic Management, Finance, Accounting, Governance/ Compliance |

List of directors who resigned/vacated their position during the year

| General information | Position | Tenure | Replacement Director |
|---|--|--|--|
| 1. Mr. APICHART CHINWANNO Gender: Male Age: 66 years old Highest level of education: Doctoral degree Major: Philosophy Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive, Independent director) | Date position was assumed: 13 Apr 2019 Date directorship ended: 27 Apr 2022 | Mr. PANUWAT TRIYANGKULSRI Date position was assumed: 27 Apr 2022 |

| | | | | |
|----|--------------------------------|-----------------|-------------------|----------------------------|
| 2. | Mr. SUTHON BOONPRASONG | Director | Date position was | Mr. KULYOS AUDOMVONGSEREE |
| | Gender: Male | (Non-executive) | assumed: | Date position was assumed: |
| | Age: 65 years old | | 19 Oct 2020 | 26 Aug 2022 |
| | Highest level of education: | | Date directorship | |
| | Master's degree | | ended: | |
| | Major: Business Administration | | 1 Jul 2022 | |
| | Thai nationality: Yes | | | |
| | Residing in Thailand: Yes | | | |

Other Information pertaining to committees

The Chairman is an independent director : No

The Chairman and the manager are the same person : No

The Chairman and the manager are members of the same family : No

The company appoints at least one independent director to determine the agenda
of the Board of Directors' meetings : No

Sub-committees (7.3)

Information about sub-committees (7.3.2)

Audit Committee

List of audit committee members

| General information | Position | Date position was assumed | Experience and expertise |
|---|--|---------------------------|--|
| 1. Mr. CHARTCHAI ROJANANRATANANGKULE Gender: Male Age: 66 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes | Chairman of the audit committee (Non-executive, Independent director) Director type: Original director | 6 Apr 2017 | Corporate Social Responsibility, Accounting, Governance/ Compliance, Energy & Utilities, Sustainability, Audit |
| 2. Mr. SOMBOON NHOOKEAW Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes | Audit committee (Non-executive, Independent director) Director type: Original director | 23 Feb 2018 | Engineering, Finance, Energy & Utilities, Audit, Strategic Management, Accounting, Law, Governance/ Compliance |
| 3. Mr. BOONSONG KERDKLANG Gender: Male Age: 71 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes | Audit committee (Non-executive, Independent director) Director type: Original director | 13 Apr 2019 | Energy & Utilities, Economics, Audit, Governance/ Compliance, Risk Management |

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

Executive Committee

List of executive committee members

| General information | Position | Date position was assumed |
|---|-----------------------------------|---------------------------|
| 1. Ms. CHOOSRI KIETKAJORNKUL Gender: Female Age: 59 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes | Member of the executive committee | 20 Jul 2021 |

Other sub-committees

Sub-committees information

| Name of sub-committees | List of directors | Position |
|---|-----------------------------------|----------|
| Investment Committee | Mr. Boonyanit Wongrukmit | Chairman |
| | Ms. NIRAMARN LAISATHIT | Member |
| | Mr. PRASERTSAK CHERNGCHAWANO | Member |
| | Mr. KULYOS AUDOMVONGSEREE | Member |
| Corporate Governance and Sustainability Committee | Mr. CHARTCHAI ROJANANRATANANGKULE | Member |
| | Mr. PANUWAT TRIYANGKULSRI | Member |
| Human Resources and Remueration Committee | Mr. KRIENGKRAI RUKKULCHON | Member |
| | Mr. PANUWAT TRIYANGKULSRI | Member |
| | Ms. NANTIKA THANGSUPANICH | Member |
| Risk Management Committee | Ms. NANTIKA THANGSUPANICH | Member |
| | Mr. KULYOS AUDOMVONGSEREE | Member |
| | Mr. RATANACHAI NAMWONG | Member |

Roles of Sub-committees

Sub-committees responsible for risk management : Risk Management Committee

Sub-committees responsible for nomination : Human Resources and Remuneration Committee

Sub-committees responsible for remuneration : Human Resources and Remuneration Committee

Sub-committees responsible for corporate governance : Corporate Governance and Sustainability Committee

Sub-committees responsible for corporate sustainability development : Corporate Governance and Sustainability Committee

Executives (7.4)

List and positions of the executive (7.4.1)

The four highest-ranking executives

| General information | Position | Date position was assumed | Experience and expertise |
|---|---|---------------------------|--|
| 1. Ms. CHOOSRI KIETKAJORNKUL Gender: Female Age: 59 years old Highest level of education: Master's degree Major: Accounting | CHIEF EXECUTIVE OFFICER | 1 Oct 2021 | Accounting, Energy & Utilities, Corporate Management, Strategic Management, Risk Management, Finance, Governance/ Compliance |
| 2. Mrs. Wadeerat Charoengcoop [1] Gender: Female Age: 48 years old Highest level of education: Master's degree Major: Business Administration | Chief Financial Officer | 1 Jan 2019 | Finance, Accounting |
| 3. Mr. Sakarin Tangka-vachiranon Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Business Administration | Chief Business Development Officer Secretary to the Investment Committ | 1 Jan 2020 | Engineering |
| 4. Mr. Boonchai Jarunwaraphan Gender: Male Age: 60 years old Highest level of education: Bachelor's degree Major: Engineering | Chief Project Development Officer | 1 Jan 2020 | Engineering |

| | | | | |
|----|---|--------------------|------------|-------------|
| 5. | Mr. Thana Boonyasirikul | Chief Asset | 1 Jan 2022 | Engineering |
| | Gender: Male | Management Officer | | |
| | Age: 54 years old | | | |
| | Highest level of education: Doctoral degree | | | |
| | Major: Engineering | | | |

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

Remuneration policy for executives (7.4.2 – 7.4.3)

Remuneration policy for executives

Remuneration policy for executives : Yes

Remuneration

| | 2020 | 2021 | 2022 |
|-------------------------------------|---------------|---------------|---------------|
| Total executive remuneration (baht) | 56,472,130.27 | 48,404,000.00 | 49,864,000.00 |

Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : No

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons) : 113

Number of female employees (persons) : 109

Total (persons) : 222

Provident fund

Total number of employees (persons) : 222

Number of employees contributing to the PVD (persons) : 222

Percentage of employees who are members (%) : 99.09

Other Significant Information (7.6)

Other significant information

Assigned persons

- Person assigned to take direct responsibility for accounting oversight

| General information | Email | Telephone |
|------------------------------|-----------------------|-------------|
| 1. Ms. Suwannee Sirisajjawat | suwannees@ratch.co.th | 0-2794-9805 |

- Company secretary

| General information | Email | Telephone |
|-------------------------|----------------|-------------|
| 1. Ms. Wanphen Chamkham | CS@ratch.co.th | 0-2794-9510 |

- Head of internal audit

| General information | Email | Telephone |
|---------------------------|---------------------------|-------------|
| 1. Ms. Kamolkarn Hinviman | internalaudit@ratch.co.th | 0-2794-9520 |

- Head of compliance unit

| General information | Email | Telephone |
|-------------------------|----------------|-------------|
| 1. Ms. Wanphen Chamkham | CS@ratch.co.th | 0-2794-9510 |

• Head of investor relations

| General information | Email | Telephone |
|------------------------------|----------------|-------------|
| 1. Ms. Ananda Muthitacharoen | IR@ratch.co.th | 0-2794-9841 |

Company's auditor

| Company | Names and general information of auditors | Audit fee (baht) | Other non-audit fees (baht) |
|---|---|------------------|--|
| 1. KPMG PHOOMCHAI AUDIT COMPANY LIMITED | 1. Mr. Vairoj Jindamaneepitak Email: info@kpmg.co.th Telephone: 0-2677-2000 | 4,455,000.00 | Details: For a special project Total service fee (baht): 4,448,573.00 |

Performance Report on Corporate Governance

Performance Report on Corporate Governance

Summary of Director Performance (8.1)

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

List of new directors appointed in the past year

• List of newly appointed director to replace the ex-director

| General information | | Position | Date position was assumed | Experience and expertise |
|---------------------|--|---|---|---|
| 1. | Mr. KRIENGKRAI RUKKULCHON Gender: Male Age: 65 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director | Date position was assumed: 11 Jul 2020 | Human Resource Management, Law, Energy & Utilities, Strategic Management, Engineering, Governance/ Compliance |
| 2. | Mr. PANUWAT TRIYANGKULSRI Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director | Date position was assumed: 27 Apr 2022 | Human Resource Management, Sustainability, Energy & Utilities, Strategic Management, Information & Communication Technology, Governance/ Compliance |
| 3. | Mr. KULYOS AUDOMVONGSEREE Gender: Male Age: 45 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes | Director (Non-executive) Director type: Newly appointed director to replace ex-director | Date position was assumed: 26 Aug 2022 | Risk Management, Engineering, Energy & Utilities, Strategic Management, Finance, Accounting, Governance/ Compliance |

Development of directors over the past year

| List of directors | Position | Participated in director development program |
|-----------------------------------|-----------------------|--|
| Mr. Boonyanit Wongrukmit | Chairman of the board | Participating |
| Mr. CHARTCHAI ROJANANRATANANGKULE | Director | Participating |
| Mr. SOMBOON NHOOKEAW | Director | Participating |
| Mr. BOONSONG KERDKLANG | Director | Participating |
| Mr. KRIENGKRAI RUKKULCHON | Director | Participating |
| Ms. NANTIKA THANGSUPANICH | Director | Participating |
| Ms. NIRAMARN LAISATHIT | Director | Participating |
| Mr. RATANACHAI NAMWONG | Director | Participating |
| Ms. CHOOSRI KIETKAJORNKUL | Director | Participating |
| Mr. PRASERTSAK CHERNGCHAWANO | Director | Participating |
| Mr. PANUWAT TRIYANGKULSRI | Director | Participating |
| Mr. KULYOS AUDOMVONGSEREE | Director | Participating |
| Mr. APICHART CHINWANNO | Director | Participating |
| Mr. SUTHON BOONPRASONG | Director | Participating |

Directors' performance assessment

Method used to evaluate directors' performance : Whole-board-of-directors assessment, Individual-director assessment (self-assessment)

Meeting attendance and remuneration to each Board member (8.1.2)

Meeting attendance of the board of directors

Number of board meetings (times) : 14

Date of AGM meeting : 27 Apr 2022

EGM meeting : No

| | List of directors | Termination date | Number of Board Meeting | AGM meetings | EGM meetings |
|-----|---|------------------|-------------------------|-------------------|--------------------------|
| 1. | Mr. Boonyanit Wongrukmit (Chairman of the board) | - | 14/14 | Participating | Did not hold the meeting |
| 2. | Mr. CHARTCHAI ROJANANRATANANGKULE (Director) | - | 14/14 | Participating | Did not hold the meeting |
| 3. | Mr. SOMBOON NHOOKEAW (Director) | - | 14/14 | Participating | Did not hold the meeting |
| 4. | Mr. BOONSONG KERDKLANG (Director) | - | 14/14 | Participating | Did not hold the meeting |
| 5. | Mr. KRIENGKRAI RUKKULCHON (Director) | - | 14/14 | Participating | Did not hold the meeting |
| 6. | Ms. NANTIKA THANGSUPANICH (Director) | - | 14/14 | Participating | Did not hold the meeting |
| 7. | Ms. NIRAMARN LAISATHIT (Director) | - | 14/14 | Participating | Did not hold the meeting |
| 8. | Mr. RATANACHAI NAMWONG (Director) | - | 14/14 | Participating | Did not hold the meeting |
| 9. | Ms. CHOOSRI KIETKAJORNKUL (Director) | - | 14/14 | Participating | Did not hold the meeting |
| 10. | Mr. PRASERTSAK CHERNGCHAWANO (Director) | - | 14/14 | Participating | Did not hold the meeting |
| 11. | Mr. PANUWAT TRIYANGKULSRI (Director) | - | 9/9 | Non-participating | Did not hold the meeting |
| 12. | Mr. KULYOS AUDOMVONGSEREE (Director) | - | 5/5 | Non-participating | Did not hold the meeting |
| 13. | Mr. APICHART CHINWANNO (Director) | 27 Apr 2022 | 5/5 | Participating | Did not hold the meeting |
| 14. | Mr. SUTHON BOONPRASONG (Director) | 1 Jul 2022 | 8/8 | Participating | Did not hold the meeting |

Remuneration for company directors

| List of directors | | Termination date | Meeting allowance (baht) | Other monetary remuneration (baht) | Other non- monetary |
|-------------------|---|------------------|-----------------------------|--|------------------------|
| 1. | Mr. Boonyanit Wongrukmit (Chairman of the board) | - | 1,081,250.00 | 2,222,222.22 | No |
| 2. | Mr. CHARTCHAI ROJANANRATANANGKULE (Director) | - | 1,007,500.00 | 1,777,777.78 | No |
| 3. | Mr. SOMBOON NHOOKEAW (Director) | - | 835,000.00 | 1,777,777.78 | No |
| 4. | Mr. BOONSONG KERDKLANG (Director) | - | 835,000.00 | 1,777,777.78 | No |
| 5. | Mr. KRIENGKRAI RUKKULCHON (Director) | - | 932,500.00 | 1,777,777.78 | No |
| 6. | Ms. NANTIKA THANGSUPANICH (Director) | - | 1,232,500.00 | 1,777,777.78 | No |
| 7. | Ms. NIRAMARN LAISATHIT (Director) | - | 865,000.00 | 1,777,777.78 | No |
| 8. | Mr. RATANACHAI NAMWONG (Director) | - | 895,000.00 | 1,315,068.49 | No |
| 9. | Ms. CHOOSRI KIETKAJORNKUL (Director) | - | 0.00 | 355,555.55 | No |
| 10. | Mr. PRASERTSAK CHERNGCHAWANO (Director) | - | 865,000.00 | 448,097.41 | No |
| 11. | Mr. PANUWAT TRIYANGKULSRI (Director) | - | 679,375.00 | 0.00 | No |
| 12. | Mr. KULYOS AUDOMVONGSEREE (Director) | - | 339,758.06 | 0.00 | No |
| 13. | Mr. APICHART CHINWANNO (Director) | 27 Apr 2022 | 395,625.00 | 1,777,777.78 | No |
| 14. | Mr. SUTHON BOONPRASONG (Director) | 1 Jul 2022 | 625,000.00 | 1,777,777.78 | No |

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

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

Meeting attendance of audit committee

Number of Audit committee meetings (times) : 6

| List of directors | | Termination date | Number of the audit committee meeting |
|-------------------|--|------------------|---------------------------------------|
| 1. | Mr. CHARTCHAI ROJANANRATANANGKULE (Chairman of the audit committee) | - | 6/6 |
| 2. | Mr. SOMBOON NHOOKEAW (Audit committee) | - | 6/6 |
| 3. | Mr. BOONSONG KERDKLANG (Audit committee) | - | 6/6 |