

# FOR SUSTAINABLE FUTURE



Annual Registration Statement / Annual Report 2021  
(Form 56-1 One Report)



UAC GLOBAL PUBLIC COMPANY LIMITED

# Contents



- 2 Message from the Board of Directors
- 4 Financial Highlights
- 5 Board of Directors
- 6 The Audit Committee Report
- 8 Report of the Corporate Governance Committee
- 10 The Risk Management Committee Report
- 11 The Nomination and Remuneration Committee Report

## Section 1 Business Operations and Performance

- 13 • Structure and Operations of the Group of Companies
- 81 • Risk Management
- 89 • Driving Business for Sustainability
- 95 • Management Discussion and Analysis
- 103 • General Information and Other Material Information

## Section 2 Corporate Governance

- 105 • Corporate Governance Policy
- 121 • Corporate Governance Structure and Important Information about the Board of Directors, the Committees, the Management, the Employees and Others
- 141 • Report on Significant Performance on Corporate Governance
- 150 • Internal Control and Related Transaction

## Section 3 Financial Statements

- 165 • Report on Responsibilities of the Board of Directors to the Financial Statements
- 166 • Independent Auditor's Report
- 171 • Financial Statements
- 180 • Notes to Financial Statements

## Enclosure

- 247 Enclosure 1  
Profiles of Directors and Executive
- 261 Enclosure 2  
Profiles of Corporate Secretary
- 262 Enclosure 3  
Profiles of Accounting Controller
- 263 Enclosure 4  
Profiles of Subsidiary Directors
- 264 Enclosure 5  
Details on Head of Internal Audit Function and Head of Compliance Function of the Company
- 265 Enclosure 6  
Operating Assets
- 279 Enclosure 7  
Corporate Governance Policy
- 279 Enclosure 8  
Code of Ethics



## Message from the Board of Directors

As coronavirus disease (COVID-19) pandemic impacted to all business sectors and caused overall economic conditions in downward direction with high fluctuation and uncertainty, UAC Group prepared readiness as well as adjusted strategies and working methods to conform to the arisen situations, for instance, implementation of Work from Anywhere practice from time to time and digital technology to support operations for easily accessible to information and for seamless works, to increase flexibility and efficiency on communications among the employees within the organization and the relevant parties outside the organization. Regarding safety and health of the employees, the Company encouraged all employees in all areas to receive 2 doses of COVID-19 vaccines and procured a third dose to boost their immunity. The Company also arranged additional health insurance policy in case any employee has been infected by COVID-19, and antigen rapid test kits have been provided to the employees for testing before performing the work.

For performance in 2021, UAC Group could maintain liquidity in high level. Revenues recognized from business operations increased by 197.04 million Baht, or 15.52%, compared with the previous year. Operating expenses have been controlled with cautiousness and were made as per urgency and necessity only, by putting emphasis on operation excellence, thus UAC could recognize net profit and EBITDA at 234.37 million Baht and 409.62 million Baht, respectively, or an decrease by 9.52% and 7.36%, compared with the previous year. In addition, the Board of Directors meeting No. 7/2021 held on December 17, 2021, passed a resolution to approve the interim dividend payment for the operating results of the first 9 months of the year at 0.08 Baht per share, totaling 53.41 million Baht.

Business operations of UAC Group emphasized on building and development of organization for continual and sustainable growth, by taking into consideration the best interests of all shareholders and stakeholders, the transparent and fair business operations under the corporate governance and anti-corruption principles. Employees are encouraged to learn to improve their advancement and dedication to the works. In 2021, we were very proud that the Company has been selected in the “Thailand Sustainability Investment (THSI)” list from the Stock Exchange of Thailand continually for the 6th consecutive years and has been recognized as ‘Excellence’ level from assessment under 2021 Corporate Governance Report of Thai Listed Companies (CGR) for the 4th consecutive years, as well as has received an honorable award of Sustainability Disclosure Recognition 2021 from the Thaipat Institute.



UAC is still committed to maintain financial stability and liquidity in adequate level for carrying out businesses in the future amidst the high fluctuation of economic conditions, by focusing on main businesses, i.e., trading business, energy business and chemical products business, and formulating the strategies to conform to mission and vision. The Company also seeks for opportunities to undertake businesses with prosperous tendency in the future, by building teams of young generations to conduct feasibility study of new projects or businesses to respond to the growth tendency of the global economic in the future, including the opportunities to invest in circular economy and green chemical to build on the present businesses. UAC Group places importance on personnel development continually to increase their potential and efficiency of the works and to keep them ready for “moving forward with sustainability” with the organization.

On behalf of the Board of Directors, we would like to express our gratitude to all shareholders and stakeholders, including the management and the employees of UAC Group for continual support and confidence. Please rest assured that UAC Group will operate business by adhering to good corporate principles and by considering all groups of stakeholders to keep UAC Group growing with sustainability.



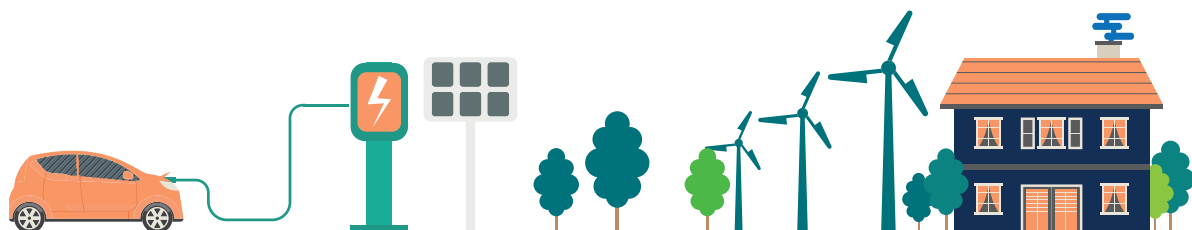
(Assoc. Prof. Dr. Paiboon Sareewiwatthana)

Chairman of the Board of Directors



(Mr. Chatchaphol Prasopchoke)

Chief Executive Officer & President





## Financial Highlights

Unit : MB

Financial Highlights	2021	2020	2019
Total Assets	3,217.40	3,130.43	3,045.07
Total Liabilities	1,446.14	1,506.84	1,601.23
Total Shareholders' Equity	1,771.26	1,623.59	1,443.84
Total Revenue	1,466.26	1,269.23	2,871.96
Selling and Administrative Expenses	211.14	207.81	253.64
Other Revenues	54.39	24.06	31.62
Share of gain(loss) from Investment in Associated Company	217.36	263.07	72.51
Net Profit	234.37	259.04	153.57
EBITDA	409.62	442.17	352.66
Earning per Share (Baht)	0.37	0.41	0.25
Registered capital	367.18	367.18	367.18
Paid-up capital	333.80	333.80	333.80
<b>Financial Ratio</b>			
Net Profit Margin (%)	15.98	20.41	5.35
Return on Equity (%)	20.73	18.52	12.31
Return on Assets (%)	7.78	8.78	4.63
Debt to Equity (times)	0.88	0.98	1.15

## Board of Directors



1



2



3



4



5



6



7

### 1. Assoc.Prof.Dr. Paiboon Sareewiwatthana

Chairman of the Board of Director

### 2. Mr.Kitti Jivacate

Vice Chairman

Chairman of Executive Committee

### 3. Mr. Chatchaphol Prasopchoke

Director

Chief Executive Officer & President

Member of Executive Committee

Member of Risk Management Committee

### 5. Assoc.Prof.Dr. Aekkachai Nittayakasetwat

Vice Chairman (Independent Director)

Chairman of Audit Committee

Chairman of Corporate Governance Committee

Member of Nomination & Remuneration Committee

Member of Risk Management Committee

### 6. Assoc.Prof.Dr. Paritud Bhandhubanyong

Independent Director

Chairman of Risk Management Committee

Member of Audit Committee

Member of Nomination & Remuneration Committee

### 4. Miss Nilrat Jarumanopas

Director

Chief Financial Officer

Member of Executive Committee

Member of Corporate Governance Committee

### 7. Miss Jeerapan Jinda

Independent Director

Chairman of Nomination & Remuneration Committee

Member of Audit Committee

Member of Corporate Governance Committee

## The Audit Committee Report

The Audit Committee comprises 3 independent directors who possess qualifications as per requirements of the Office of Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). They are also the experts who have knowledge, skill, competency, and experience on accounting and financial matters. They are fully qualified pursuant to the Audit Committee Charter and can perform duties, express opinions independently and they do not involve in managerial tasks. The members of the Audit Committee are:

- |    |                                     |                                                       |
|----|-------------------------------------|-------------------------------------------------------|
| 1. | Prof. Dr. Aekkachai Nittayakasetwat | Chairman of the Audit Committee/ Independent Director |
| 2. | Prof. Dr. Paritud Bhandhubanyong    | Audit Committee Member /Independent Director          |
| 3. | Miss Jeerapan Jinda                 | Audit Committee Member/Independent Director           |

The Audit Committee performed duties on supervision of the Company's operations on compliance with the Company's policy and in conformity with the relevant regulations and laws; on encouraging preparation of the accounting and financial reporting pursuant to the international standards, including on strengthening of effective and efficient internal control system, internal audit, and enterprise risk management. They can perform duties independently as per assigned by the Board of Directors, concordantly with the Charter and the Best Practice Guidelines for the Audit Committee and in line with the requirements of the SEC and the SET. The Audit Committee emphasizes on compliance with the corporate governance principles and with risk management that can support the management on performing the works towards the strategies and business objectives effectively and efficiently, as well as on development and maintenance of effective and efficient internal control to increase opportunity on achievement of the organizational goals and adapting to the changing business environment.

In 2021, the Audit Committee convened 5 meetings in total, with attendance by all members every time, together with the management, the internal auditor, and the external auditor. The Audit Committee also attended one meeting with the external auditor without the participation of the management to independently discuss about the review and audit of the financial reporting. The Audit Committee performed duties to the best of its abilities as per the scope.

Summary of significant operations was as follows:

### 1. Review of financial reports

The Audit Committee has reviewed the financial reporting, including quarterly and annual separated and consolidated financial statements of the Company and its subsidiaries jointly with the external auditor and the concerned management, as well as the disclosure of Key Audit Matters (KAM) in the auditor's report. In this regard, creditability of the estimates, assumptions which have been assessed and to the discretion of the management including the changes of financial reporting standards have been considered to ensure that the financial reporting has been prepared accurately and credibly for benefits of the user of the financial statements. Hence, upon completion of the auditing, the external auditor has expressed an unqualified opinion.

### 2. Review of related transactions and transactions which might have conflict of interests (the connected transactions)

The Audit Committee considered and reviewed related transactions and transactions which might have conflict of interest then disclosed to the SET correctly as per the specified timeframe for trans

parency and equally fairness to all shareholders. Related transactions and transactions which might have conflict of interest have been undertaken based on the right principles, and they passed the transparent approval process pursuant to the conditions of normal business practices, fairness, reasonability, by taking into consideration the best interest of the business and the shareholders and according to regulations of the SEC and the SET.

### 3. Review of internal control system

The Audit Committee reviewed the results of internal control system assessment on quarterly basis, which covered both operating system and information technology system and it was found that the management put emphasis on building up awareness to enhance moral, ethical behavior and code of conduct to employees continually, and risk management to find causes and guidelines for prevention of possible damage to the Company which included accounting and financial, usage of resources, protection and safeguarding of properties, operations, information technology and compliance. The Audit Committee has provided useful recommendations suitable with the current business conditions and monitored rectification of problems as per the internal auditor's report to ascertain that the auditing activities are independently, fairness, covering material risks and consistent with the internal control professional standards. The Audit Committee also provided consent on assessment results pursuant to the assessment form on adequacy of the internal control system stipulated by the Office of the SEC to ascertain that the Company's internal control system is sufficient and appropriated with its business operations.

### 4. Review of compliance with the laws on securities and exchange

The Audit Committee reviewed the Company's operations on compliance with the laws on securities and exchange, regulations of the SEC, the SET and the laws pertaining to the Company's business operations and was of the opinion that no transaction was against the laws and the relevant regulations. The Company has clear policy on compliance with the laws on securities and exchange, regulations of the SEC and the SET including the laws relevant to the Company's business operations.

### 5. Supervise the internal audit operations

The Audit Committee considered and selected EI Business Advisory Company Limited, the independent auditor, as the Company's internal auditor for 2021, including reviewed and approved the annual audit plan which has been prepared pursuant to the Company's material risks and focused on auditing of efficient operations of important control points, including annual budget, adequacy of personnel and supervision of auditing activities pursuant to the specified work plans.

### 6. Consider on selection and appointment of the external auditor

The Audit Committee considered and selected the external auditor by taking into consideration the auditor's independency, previous performance, skills, competency, and experiences on auditing of businesses of the Company and the Group of Companies. Thus, the Audit Committee resolved to propose to the Board of Directors to further propose to the shareholders' meeting for consideration on appointment of the auditors from EY Company Limited and approval of the audit fee.



(Assoc. Prof. Dr. Aekkachai Nittayakasetwat)  
Chairman of the Audit Committee

## Report of the Corporate Governance Committee

The Board of Directors puts strong emphasis on promotion and compliance with corporate governance principles to strengthen confidence of all stakeholders. The Board of Directors assigned the Corporate Governance Committee which consists of 3 members to propose corporate governance practices to the Board of Directors, supervise operations of the directors and the management to ensure that they shall comply with the corporate governance principles specified in the Company's corporate governance policy. In 2021, the Corporate Governance Committee has arranged 1 meeting to review and improve the Company's corporate governance policy to make it correspond to the international operating practice as well all relevant laws, rules, criteria and regulations. This Committee also monitored the operations pursuant to 5 main topics which can be summarized as follows:

### 1. The Right of Shareholders

- Provide sufficient information on date, time, venue and meeting agenda of the 2021 Annual General Meeting of Shareholders as well as all information related to the agenda which are required to be considered to the shareholders in advance and on timely manner.
- Disseminate information related to the 2021 Annual General Meeting of Shareholders through the Company's website in advance to allow the shareholders to have adequate time to study information as well as facilitate the shareholders so that they can fully exercise their rights to participate and to vote in the meeting. As a result, the Company obtained 100 scores from assessment on AGM Checklist by the Thai Investors Association.

### 2. The Equitable Treatment of Shareholders

- As part of corporate governance principle, the Company allowed the shareholders to propose meeting agenda and nomination of director's name for the General Meeting of Shareholders in advance during September 18, 2020 to December 31, 2020.
- The Company specified that the directors and the executives are obligated to report their securities holding of the Company. In case of trading of the Company's securities, they shall report the Company Secretary at least 1 day in advance and shall report all of the Company's securities they hold to the Office of the Securities and Exchange Commission within the specified period of time.

### 3. The Role of Stakeholders

- The Company is well aware of importance of the rights of all stakeholders by conducting business legally and correspondingly to the laws, regulations or standards or requirements and such business operation shall not have any adverse effects to environment, community and society as well as all groups of stakeholders. The Company has specified "Fraud Dishonest Act Prevention Policy and Anti-corruption Policy" and set up measures to prevent and handle dishonest or corruption cases which may occur or has occurred in the Company. Social responsibility policy has also been defined by emphasizing on conducting business with social and environmental responsibility as well as placing importance on promotion and support activities for the society, community and environment continually, for instance, UAC and its subsidiaries jointly provided medical equipment, dried food, beverage, necessary supplies and aid packages to hospitals and communities in areas around the office and the plants in Sukhothai Province and Nakhorn Ratchasima Province as efforts to help prevention and fighting against the spread of coronavirus (COVID-19). Mae Tang Biogas Plant also participated in Phee Khun Nam Ceremony by providing drinking water and fruits to the local people of Huay Hia community to use in Pee Khun Nam Ritual at Huay Hia River Source, Mae Tang Sub-district, Mae Tang District, Chiangmai Province. In addition, the Company recognized the impact to the environment from greenhouse gas emission in areas around the plant, in 2021, the Petroleum Production Plant (PPP) and Mae Tang Biogas Plant could reduce CO2 emission of 28,956.75 tons/year, and 8,711 tons/year, respectively.

- The Company has provided channels for the stakeholders and the investors to notify, suggest, file a complaint or clue with regard to illegal act, correctness of financial statement, defective internal control system or any act which is against the ethics principles to the Board of Directors via the Audit Committee at email address: chairman\_auditcom@uac.co.th or visit the Company's website and click at Icon: Whistleblower Form. Details of the person who notifies such information (the whistle blower or the informant) or the clues shall be kept confidential to protect the right of such informant. During 2021, the Company did not receive any complaint or clue on illegal act at all.

#### 4. Disclosure and Transparency

- The Company has participated in the 'Opportunity Day' Event arranged by the Stock Exchange of Thailand to hold a press conference on performance of the Company 4 time and video of this activity including the supporting document has been publicized on the Company's website, so that the investors can access to such information at all times.
- The Company has prepared the Annual Information Disclosure Form (56-1 One Report Form). In addition, the information of the Company's performance on quarterly basis as Management Discussion and Analysis and Factsheet including important information for the shareholders, the investors and general public which consisted of adequate, reliable and update material information have also been disclosed via various channels continually, such as Elcid System of the Stock Exchange of Thailand, including the Company's website (www.uac.co.th).

#### 5. Responsibilities of the Board of Directors

- The Board of Directors is required to conduct self-assessment every year and the result from such assessment in 2021 was in 'Excellence' level. In addition, in 2021, assessment results on performance of member of the Board individually and by all committees were also in 'Excellence' level.

With strong determination to operate business with transparency and fairness, the corporate government operations of the Company has been recognized at national level which can be witnessed from the following achievements: The Company's assessment results from the 2020 Corporate Governance Report Program (CGR 2020) of Thai Listed Companies by the Thai Institute of Directors Association (IOD) was ranked in the "Excellent" level and selected as "Thailand Sustainability Investment (THSI)" for 2021 from the Stock Exchange of Thailand, for six consecutive year.

As corporate governance is an important element that can effectively and sustainably contribute and build up value of the Company's business operations, therefore, the Corporate Governance Committee will put its best efforts to supervise the Company on strictly compliance with the corporate governance policy, anti-corruption policy, fraud protection policy and code of conduct as well as to develop corporate governance practices to be on par with the standardized level on continued basis. In addition, the Company became a member of the Partnership Against Corruption for Thailand (PACT Network) which could lead to efficient and transparent operations with objectives to earn more confidence from all stakeholders that the Company has considered the benefits of all stakeholders.



(Mr. Aekkachai Nittayagasetwat)

Chairman of the Corporate Governance Committee

## The Risk Management Committee Report

The Company's Risk Management Committee comprises of 2 Independent Directors and 1 Executive Director. The Chairman of the Risk Management Committee is Assoc. Prof. Dr. Paritud Bhandhubanyong, the Independent Director, and the committee members are Assoc. Prof. Dr. Aekkachai Nittayagasetwat, the Independent Director and Mr. Chatchaphol Prasopchoke, the Executive Director.

In 2021, the Risk Management Committee arranged 4 meetings to conduct material operations which could be summarized as follows:

1. Considered and approved Key Risk Indicator (KRI) pursuant to the 2021 Corporate KPI to be used as tool for monitoring performance towards the targets or Corporate KPIs.
2. Considered UAC Strategic Risks, enterprise risk assessment for 2021 including emerging risks and risk mitigation management plan.
3. Considered progress report on risk management performance pursuant to COSO ERM 2017 framework.
4. Considered performance report on risk management pursuant to the 2021 annual plan.
5. Considered performance report on business continuity plan management pursuant to the 2021 annual plan.

The Risk Management Committee was of the opinion that during the past year the Company has adjusted and developed the enterprise risk management system continually, for instance, enterprise risk management culture has been encouraged and cultivated; risk management plan and business continuity management plan had been concretely prepared; the meetings to monitor and review risk management to ensure compliance with the plan have been arranged, and risks from changes of external environment factors and other crises which may affect the Company's operations have been monitored.

The Company could adequately manage material risks and could control risk management in acceptable level. The Company also determined to improve risk management system pursuant to the policy under the corporate governance principles.

(Assoc. Prof.Dr. Paritud Bhandhubanyong)

Chairman of the Risk Management Committee



## The Nomination and Remuneration Committee Report

The Nomination and Remuneration Committee comprises of 3 Independent Directors, namely Miss Jeerapan Jinda, the Chairman and two Committee Members who are Assoc. Prof. Aekkachai Nittayakasetwat and Assoc. Prof. Dr. Paritud Bhandhubanyong. In 2021, the Nomination & Remuneration Committee held 2 meetings and essence of the meetings can be summarized as follows:

**1. To consider the nomination of the director to replace the vacant director position:**

The Committee has considered and resolved to nominate Assoc.Prof.Dr. Palboon Sareewiwatthana, Mr. Chatchaphol Prasopchoke and Miss Jeerapan Jinda to replace the vacant director positions because they are fully qualified with regards to proficiency, expertise, working experiences and etc. They also do not possess any prohibited characteristics under the Public Limited Company Act, the Law on Securities and Exchange Act and the relevant notifications, requirements and/or regulations.

**2. To assess performance of the Chief Executive Officer & President**

The Committee has assessed annual performance of the Chief Executive Officer & President in order to consider on adjustment of his salary and annual bonus and to propose to the Board of Directors.

**3. To consider and approve bonus allocation and payment for 2021**

The Committee has considered on approval of bonus allocation and payment for 2021 by comparing the performance of 2021 with the budget, in addition, information on average rate of bonus payment and profitability in 2019 and 2020 and survey of wage labor market were also taken into account for consideration. Such bonus allocation was proposed by Management and the Committee has agreed with the criteria and procedure which were considerably clear, transparent and appropriate.

**4. To consider draft budgeting of wage for 2022**

The Committee has considered draft budgeting by divided into 2 parts, i.e. draft budgets for salary and for bonus which has been proposed by the Management and information gained will be used as framework for wage management for 2022. However, draft budgeting of salary of the Chief Executive Officer & President will not include in this draft budgeting.

**5. To consider Chairman of Executive Committee and Chief Executive Officer & President salary**

The Committee has considered salary of Chief Executive Officer by comparing his annual performance assessment business operating results and salary assessment of 2021 and 2020 as well as survey of wage labour market in the similar industry.

In conclusion, the Nomination and Remuneration Committee has performed duties pursuant to the Charter which has been approved by the Board of Directors and pursuant to the corporate governance principles. In addition, the Committee was of view that the Company has clear, transparent and fair criteria and methods for wage management which are in line with corporate governance principles and they are considered for the best interests of the Company.



(Miss Jeerapan Jinda)

The Chairman of the Nomination and Remuneration Committee





## Business Operations and Performance



# Structure and Operations of the Group of Companies

## Policy and Business Overview

UAC Global Public Company Limited was incorporated on June 28, 1985 and listed on Market for Alternative Investment (mai) on October 11, 2010 and was later listed on the Stock Exchange of Thailand (SET) in Petrochemicals & Chemicals Sector on February 19, 2020. The Company engaged in business of import and distribution of chemicals and equipment used in various industries, i.e., off-shore natural gas exploration and production, gas separation plant, oil refinery, upstream petrochemicals, engine oil lubricant manufacturing plant, polymer and plastic manufacturing plant, chemical industrial plant, power and utilities plant, and etc.

Furthermore, the Company has expanded its businesses by investing in the projects related to renewable and alternative energy, for instance, biodiesel plant through the associated company (Bangchak Biofuel) which is a joint investment with the subsidiary of Bangchak Corporation Public Co., Ltd. ("BCP"), petroleum production plant in Sukhothai Province, the biogas power plant by using energy crops as fuel, Solar PV Rooftop projects including investment in chemicals business, i.e. latex polymer and latex emulsion used in the country's infrastructure industries to build on existing business for sustainable growth, including by conducting study on project development and investment in utilities business. The Company emphasizes on conducting business under following vision and missions:

### Vision:

The Company determines to be an environmentally friendly operator of clean energy, petrochemicals and utilities and it shall maintain its national leadership and to be accepted at international level.

### Missions:

1. To determine to engage business in clean and environmentally friendly energy, petrochemicals and utilities beneficially to the country, environment and society,
2. To operate business by adhering to corporate governance principles by treating business partners fairly, transparently and anti-corruption.
3. To be responsible to shareholders by adding values to business continually and creating stable returns to the shareholders in the long term.
4. To determine to become a happy organization by taking into consideration the fair working environment and compensation and promotion of career path of the employees.

The Company's business expanded continually by emphasis on projects related to renewable and alternative energy. During the 2014 Annual General Meeting of Shareholders on April 4, 2014, the meeting approved to change the Company's name from "Universal Adsorbents and Chemicals Public Company Limited" to "UAC Global Public Company Limited" to support present and future business operations. The Company registered the change in the Company's name with the Ministry of Commerce on April 18, 2014.

## Business Operation Goals

The Company's first priority in operating the business is the customer and goals of its business operations are as follows:

- 1) Supply good quality and up-to-standard products as per specified by the customers. There are processes on procurement and selection of qualified and up-to-standard products with Certificate of Acceptance (COA) and product details for continual delivery as per the customers' requirements.
- 2) Build customer satisfaction from quality of products delivered and after-delivery processes, as well as deliver products on time or as per the customers' requirements.
- 3) Improve the works continually by focusing on the employee engagement and the organization with fair management. Support processes on development of quality and enhancement of the employees' knowledge, so that they can select and present qualified products to the customers.
- 4) Increase revenue and products in main customer groups, i.e., energy industry, petrochemical, lubricant and utilities system groups.
- 5) Expand investment in renewable energy industry and utilities business continually, in order to make them become the main sources to increase the Company's net profit sustainably.
- 6) Put emphasis on safety of the employees and the related parties. Stringent safety system must be arranged to prevent injury or damage-related accidents.
- 7) Prevent and anti-corruption for business operations in every kind by encouraging the directors, the executives and the employees to realize about good corporate governance principles and motivate them to observe those principles continually.

## UAC Core Value

**W** Workplace happiness

**E** Ethics

**R** Responsibility

**U** Unity

**A** Authenticity

**C** Competency

## Significant Developments and Changes

### Significant Developments and Changes in 2019

- On May 9, 2019 during the 2019 Annual General Meeting of Shareholders, the meeting resolved and approved the dividend payout for performance from January 1 to December 31, 2018 at the rate of 0.16 Baht per share. The Company has already paid interim dividend on October 9, 2018 at the rate of 0.10 Baht per share, or equaled to 66,760,530.10 Baht. Such dividend has been paid from unappropriated retained earnings. The remaining dividend at the rate of 0.06 Baht per share, or equaled to 40,056,318.06 Baht which has been allocated from unappropriated retained earnings and net profit has been paid on April 20, 2019.
- On April 2019, UAC Energy Co., Ltd., the subsidiary, has entered into the contract for waste management project to produce renewable energy and process recycled product, in Vientiane, Lao PDR with total investment value of USD30 million or approximately 990 million Baht to generate electricity for sale to government with capacity of approximately 6 MW; to sell recycled plastic to private company with expected buying volume of approximately 13,200 ton/year and to sell chemical fertilizer to agricultural entity of Lao PDR with expected buying volume of approximately 30,000 ton/year.
- On September 2019, UAC Energy Co., Ltd. has purchased additional 17,499 shares in UAC Top Energy Co., Ltd. from Sunthornwipat Green Energy Co., Ltd. Consequently, at present, UAC Energy Co., Ltd. holds shares of 99.99% in UAC Top Energy Co., Ltd.
- UAC TPP Pellets Co., Ltd. has registered for business dissolution on September 24, 2019 because its commercial operation has not been commenced.

### Awards and Achievements

- Biogas power plant from energy crops in Mae Tang received the outstanding renewable energy award from Thailand Energy Award 2019 under category of On-Grid Project.
- Petroleum Production Plant (PPP) received 2019 Green Industrial Level 4 from Ministry of Industry. This award reiterated good image and attitude of the environmentally friendly industry and led to mutual acceptance between the surrounding communities and the industries as well as to reduce cost on business operations.
- The Company received Rising Star Sustainability Awards under the Sustainability Excellence Award Group and also received “2019 Thailand Sustainability Investment: THSI” Award, for the 4<sup>th</sup> consecutive year. This year, 90 listed companies and 8 listed companies in mai have been awarded.
- The Company has been recognized in ‘Excellence’ level from the assessment under 2019 Corporate Governance Report of Thai Listed Companies (CGR) by the Thai Institute of Directors.

### Significant Developments and Changes in 2020

- On February 19, 2020, UAC securities moved from the Market for Alternative Investment (mai) to be traded on the Stock Exchange of Thailand (SET) under Industrials Group in Petrochemicals & Chemicals Sector to enhance confidence to the shareholders and the investors.

- On May 7, 2020, the 2020 Annual General Meeting of Shareholders passed the following resolutions:
  - Approve the dividend payment for operating performance from January 1, 2019 to December 31, 2019 at the rate of 0.135 Baht per share, pursuant to the resolution of the Company's Board of Directors No. 3/2020 on April 7, 2020. The Company has already paid the interim dividend on April 30, 2020 at the rate of 0.135 Baht per share, totaling 90,126,715.64 Baht or dividend payout ratio at 88.74% of the net profit.
  - Approve the issuance and offering for sale of Debt Instrument in the Form of Debentures in the amount of up to 2,000,000,000 Baht, or in equivalent amount of other currencies, with objectives to repay existing bank debt, to expand business and/or to serve as working capital including to make available alternative investment product for Company's investors.
- Redemption of debentures and offering for sale of debentures as follows:
  - On June 12, 2020: Redeem 400 million Baht debentures which was due on maturity date.
  - On June 18, 2020: Raise fund by issuing debentures in named certificate form, unsecured and unsubordinated to the institute investors and/or major investors amounting to 300 million Baht, with maturity date on June 18, 2022.
- On June 30, 2020: Notify the last exercise date of UAC-W2. UAC-W2 holders notified their intention to exercise their rights totaled 898 units, representing 898 ordinary shares. Hence, currently the Company has 667,606,199 ordinary shares in total.
- On August 26, 2020, UAC signed a Memorandum of Understanding for Academic Purpose with Mae Jo University for capacity building program on energy study.
- UAC signed an agreement with Sunsweet Public Company Limited, to be a consultant for construction project of biogas system by using raw material from residue waste from production process within the plant.
- UAC was qualified for FTSE Global Index, an international securities index, for calculation in FTSE Micro Cap Series, for the latter part of 2020, with effective from September 18, 2020. This announcement can increase attraction to UAC securities and enhance confidence of both local and international institutional investors.
- Offering of shares in the subsidiary and the associated company for business restructure as per the Company's policy which focused on Core Business, i.e., investment in renewable energy and clean chemical products, as follows:
  - Offer 30% of shares of UAC Utilities Company Limited (Subsidiary) to PPE Plus Company Limited (PTE Plus), an expert in Petroleum Exploration and Production services.
  - Offer total of 49% of shares in Sebigas UAC Company Limited to a new shareholder, because Sebigas UAC operates in EPC business, which is classified as Non-Core Business.
- UAC received dividend from investment in Bangchak Bio-fuel Company Limited (BBF), an associated company, amounted to 143.56 million Baht from its operating performance in 2019 and the first half of 2020.
- UAC securities have been selected for sSET calculation for the first half of 2021 which can reflect liquidity for trading and securities distribution to general investors at adequate level.

## Awards and Achievement

- “2020 Thailand Sustainability Investment (THIS)” Award. The Company received this award for the 5th consecutive year which signified business operations with environmental, social and corporate governance responsibility or ESG and a good model for business operations as an alternative for the investors who need to invest in securities with sustainability.
- The Company has been recognized as ‘Excellence’ level from assessment under 2020 Corporate Governance Report of Thai Listed Companies (CGR) by the Thai Institute of Directors (IOD).
- Petroleum Production Plant (PPP) has been certified for ISO45001:2018 (Occupational Health and Safety Management System) from the Management System Certification Institute (Thailand) (MASCI).
- The Company received 100 full scores (Excellent Level) during 2020 Assessment of Quality on Arrangement of Annual General Meeting of Shareholders by the Thai Investors Association.

## Sustainability Activities

- Mae Tang Plant donated the subsoil irrigation system (SIS) to Thung Luang Temple as soil amendment for planting herb. This activity can strengthen local wisdom inheritance and develop the environment on sustainable basis.
- PPP delivered HDPE pipes to government agencies, tambon administration organizations and temples located in areas surrounding Kokrat Sub-district, Kongkrait District, Sukhothai Province to help minimize flooding problems during rainy season.
- UAC and its subsidiaries jointly provided medical equipment and alcohol gel to the hospitals and the suffered people to protect themselves and fight against spread of coronavirus (COVID-19).
- Mae Tang Plant donated rice and dried food to Forest Fire Extinguishing Association, Fang District, Chiang Mai Province as morale support for the officers who performed forest fire-fighting operations.
- The Company's employees participated in 2020 maiA Virtual Run for Thai Red Cross Society, during the period from September 1, 2020 to October 31, 2020, which can collect running distance totaled 5,716.59 kilometers. The Company also donated 50,000 Baht for this charity activity.
- Chief Executive Officer and President participated in SET Social Impact Gym Project, arranged by the Stock Exchange of Thailand, the Market for Alternative Investment (mai) and mai Listed Company Association (maiA) as a volunteer mentor to enhance knowledge and develop the Social Enterprise (SE) operators. In 2020, he gave advises and recommendation to Petchburi Tourism Community Enterprise.
- In 2020, PPP could reduce CO<sub>2</sub> emission generated from flaring of associated gas and from power utilization which could absorb 22,839 ton and 222 tons of CO<sub>2</sub> respectively. For Mae Tang Plant, as 10,082 tons of corn had been purchased to be used as raw material so it could reduce CO<sub>2</sub> emission of more than 8,096 tons from corn burning.

## March

UAC, as a project consultant, signed an agreement with Sunsweet Public Company Limited to conduct a study about the “Renewable Energy and Clean Energy Project” under the circular economy concept by using corncob as fuel for production of biogas of Mae Tang Plant. This project can also develop agricultural industry sector by connecting with the clean energy business, and can respond to Green Energy way to balance the environmentally friendly business operations with society and communities in the long term. Currently, the progress of this project is more than 98%.



## April

On April 8, 2021, the 2021 Annual General Meeting of Shareholders, resolved to approve the dividend payout for performance from January 1 to December 31, 2020 at the rate of 0.20 Baht per share. The Company has already paid interim dividend which has been allocated from net profit on December 9, 2020 at the rate of 0.06 Baht per share, or equaled to 44,056,371.94 Baht. The remaining dividend at the rate of 0.14 Baht per share, or equaled to dividend payout of 93,464,867.86 Baht, accounting to 85.56 of net profit, which has been allocated from net profit, has been paid on May 7, 2021.

- Natural gas purchase and sales agreement between UAC and PTT Exploration and Production Public Co., Ltd., to supply to Petroleum Production Plant (PPP) in Sukhothai has been renewed for another 10 years. Consequently, UAC can run its production process continually. Furthermore, UAC is now conducting a feasibility study to find additional natural gas from other sources to make the plant operate at full capacity.

## Significant Developments and Changes in

# 2021

## December

Increase registered capital of the associated company to support for business expansion and investment in various projects as follows:

- PP W E Co., Ltd. (an associated company) increased registered capital from 1 million Baht to 40 million Baht to support for business expansion and investment in EV charging station project.

The Board of Directors resolved to pay interim dividend for the 9-month period of 2021 at the rate of 0.08 Baht per share from the net profit, or equaled to 53,408,495.92 Baht. This interim dividend has been paid on January 17, 2022.

## July

UAC securities have been selected for sSET calculation for the latter part of 2021 with effective from July 1, 2021- December 31, 2021. This announcement restated strength of the Company's businesses which contributed to confidence of both local and international institutional investors.

## September

Phuphaman power plant has been selected as 1 of 43 Community Power Plant for the Local Economy Project (Pilot Project). Phuphaman power plant is a 3 MW biogas power plant using energy crops as fuel located in Phuphaman District, Khonkaen Province.

VWM Project has completed the construction of Phase I : Sorting Phase and full load test has been conducted in September 2021.



## October

UAC provided machine installation and leasing services of garbage shredders and separators to SR 2 Advisory Co., Ltd., a leading business in RDF3 production from municipal solid waste ponds to supply to the cement plant. UAC has delivered and run commissioning test on October 15, 2021.

Increase registered capital of the subsidiary to support for business expansion and investment in various projects as follows:

- UAC & TPT Energy Co., Ltd. (a subsidiary) increased registered capital from 150 million Baht to 166.67 million Baht, by dividing into ordinary share of 150 million Baht and preferred shares of 16.67 million Baht to support for share acquisition of Phuphaman Energy Crop Community Enterprise Co., Ltd.

UAC received dividend from investment in Bangchak Bio-fuel Company Limited (BBF), an associated company, amounted to 225.48 million Baht, which divided into:

- 119.92 million Baht from performance in 2020, which has been received on April 28, 2021.
- 105.56 million Baht from interim dividend for the year 2021, which has been received on November 11, 2021.

## November

UAC and QTC Energy Public Co., Ltd. (QTC) jointly invested in EV charging station project for DC EV Quick Charge, with a maximum of 200 kW. During the first phase, it has target to construct 4 EV charging stations with total 12 dispensers and in the future, it has target to construct 50 EV charging stations or total 150 dispensers throughout the country.



## Awards and Achievement



The Company received “2021 Thailand Sustainability Investment (THSI) Award for the 6th consecutive year which signified business operations with responsibility to environmental, social and corporate governance (ESG) and a role model for business operations as an alternative for the investors who need to invest in securities with sustainability.



The Company received an honorable award of Sustainability Disclosure Recognition 2021 from the Thaipat Institute in recognition of its operations in the sustainability report where sustainability information has been fully, completely and reliably disclosed pursuant to the global reporting initiative (GRI) guidelines.



UAC's Mae Tang Biogas Power Plant, Saha Thai Power Plant and Von Bundit Power Plant received honorable certificates from the 4th Low Emission Support Scheme or LESS for 2021 from the Project Evaluation and Approval Office of Thailand Greenhouse Gas Management Organization (Public Organization) (TGO). This award has presented to the private companies engaging in the environmentally friendly alternative energy business with social responsibility.

The Company has been recognized as 'Excellence' level from assessment under 2021 Corporate Governance Report of Thai Listed Companies (CGR) by the Thai Institute of Directors (IOD).

The Company received 100 full scores (Excellent Level) during 2021 Assessment of Quality on Arrangement of Annual General Meeting of Shareholders by the Thai Investors Association.



# Sustainability

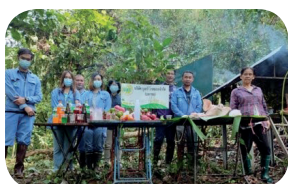
## Activities

In 2021, Petroleum Production Plant (PPP) could reduce CO<sub>2</sub> emission generated from flaring of associated gas which could absorb 29,437 tons of CO<sub>2</sub>. For Mae Tang Plant, as 10,849 tons of corn had been purchased to use as raw material so it could reduce more than 8,711 tons of CO<sub>2</sub> emission from corn burning.

April 29, 2021: Petroleum Production Plant (PPP), Sao Thian-A Power Plant, Pra Du Thao-A Power Plant and Pradu Thao-A Power Plant Expansion Phase jointly participated with the industries in Sukhothai Province to donate consumable goods and supplies to the field hospitals.



May 13, 2021: Mae Tang Biogas Plant provided dried food, beverage and necessary supplies to the Public Health Office, Mae Tang District, Chiangmai Province to support the field hospitals of Chiangmai Central Prison and Mae Tang Hospital.



May 22, 2021: Mae Tang Biogas Plant participated in Phee Khun Nam Ceremony by providing drinking water and fruits to the local people of Huay Hia community to use in Pee Khun Nam Ritual at Huay Hia River Source, Mae Tang Sub-district, Mae Tang District, Chiangmai Province.

July 16, 2021, Petroleum Production Plant (PPP) provided medical equipment and supplies to Baan Prakrak Health Promoting Hospital and Baan Kokrat Health Promoting Hospital, Sukhothai Province.



UAPC, a subsidiary of UAC, foresaw the importance on providing warmly assistance to the local communities in fighting against the COVID-19 pandemic situations. Thus, aid packages provision activity has been arranged at the communities located closed to the plant in Nakorn Ratchasima Province to relieve suffering of the community people, to entertain them including to provide moral support to get through the COVID-19 crisis together. This activity was in line with the UAC's goals on placing emphasis on building value and community engagement on continued basis.



## General Information

Name of Company	:	UAC Global Public Company Limited
Type of Business	:	The Company engages in business of import and distribution of chemicals and equipment used in various industries, i.e., offshore natural gas exploration and production, oil refinery, upstream petrochemicals, engine oil lubricant manufacturing plants, polymer and plastic manufacturing plant, chemical industrial plants, power and utilities plant as well as investment in alternative energy and utilities system.
Registration No.	:	0107553000085
Registered Capital	:	367,183,099.50 Baht
Paid-up Capital	:	333,803,099.50 Baht
Number of Shares	:	667,606,199 Shares
Par value	:	0.50 Baht
Address of Head Office	:	No. 1, TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19, Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok 10900
Telephone	:	0-2936-1701
Facsimile	:	0-2936-1700
Web Site	:	<a href="http://www.uac.co.th">www.uac.co.th</a>
Corporate Secretary	:	0-2936-1701 Ext. 118 Email: <a href="mailto:sajjaporn@uac.co.th">sajjaporn@uac.co.th</a>
Investor Relations	:	0-2936-1701 Email: <a href="mailto:ir@uac.co.th">ir@uac.co.th</a>

## Nature of Business

### Income Structure

The Company engages in business of import and distribution of chemicals and equipment used in various industries; investment in projects related to renewable and alternative energy by its own or via its subsidiaries and the associated companies; investment in chemicals business, i.e. latex polymer and latex emulsion including conducts the study and development project for investment in utilities business concerning tap water system of its subsidiaries. Revenue structure of the Company is as follows:

Type of Income	2021		2020		2019	
	Mill. Baht	%	Mill. Baht	%	Mill. Baht	%
1. Products in Energy and Petroleum Related Business Group	670.51	38.58	638.78	41.04	2,129.50	71.55
2. Products in Industrial Business Group	232.65	13.39	174.42	11.21	144.22	4.85
3. Products in Manufacturing Business	335.10	19.28	274.58	17.64	346.18	11.63
4. Other Products <sup>1/</sup>	38.54	2.22	20.55	1.32	52.67	1.77
5. Provision of Services <sup>2/</sup>	39.07	2.25	18.70	1.20	1.84	0.06
6. Energy	150.40	8.65	142.21	9.14	197.55	6.64
<b>Total Income from Sales and Services</b>	<b>1,466.26</b>	<b>84.36</b>	<b>1,269.23</b>	<b>81.55</b>	<b>2,871.96</b>	<b>96.50</b>
Other Incomes <sup>3/</sup>	54.39	3.13	24.06	1.55	31.62	1.06
<b>Total</b>	<b>1,520.65</b>	<b>87.49</b>	<b>1,293.28</b>	<b>83.10</b>	<b>2,903.58</b>	<b>97.56</b>
Profit Sharing from investment in associates	217.36	12.51	263.07	16.90	72.51	2.44
<b>Total Revenue</b>	<b>1,738.01</b>	<b>100.00</b>	<b>1,556.35</b>	<b>100.00</b>	<b>2,976.08</b>	<b>100.00</b>

Remark:

<sup>1/</sup> Income from Sales of Other Products means income received from export of Crude Glycerin and etc.

<sup>2/</sup> Income from Provision of Services means income from EPC contract, installation service and consultancy fees.

<sup>3/</sup> Other Incomes are commission from selling of products and services, interest income, gain from foreign exchange rate and proceeds from assets disposition and etc.

## Chiang Mai

### Mae Taeng

Product : Electricity /  
Value-added  
by-product (SIS)

Capacity : 1.5 MW.

Status : In Operation

## Sukhothai

### PPP

Product : C1 / LPG / NGL

Capacity : 19,600 tpy.

Status : In Operation

### PDT - A

Product : Electricity

Capacity : 3 MW.

Status : In Operation

### STN - A

Product : Electricity

Capacity : 3.9 MW.

Status : In Operation

## Ayudthaya

### BBF

Product : Biodiesel

Capacity : 1 mlpd.

Status : Status: In Operation

\*JV with BBGI

## Surat Thani

### VBD

Product : Electricity

Capacity : 750.20 KW.

Status : In Operation

## Vientiane, Laos PDR.

### VWM

Product : Electricity / Plastic Recycled /  
Organic Fertilizer

Capacity : 6 MW. / 13,200 tpy. / 30,000 tpy.

Status : Under Construction

## Khon Kaen

### PPM

Product : Electricity

Capacity : 3 MW.

Status : Under Commissioning

## Nakorn Ratchasima

### UAPC

Product : Latex Emulsion &  
Polymer

Capacity : 24,000 tpy.

Status : In Operation

## Rayong

### UAC Branch Office

## Bangkok

### UAC Head Office

## Samutprakarn

### SHT

Product : Electricity

Capacity : 924.56 KW.

Status : In Operation

### Warehouse: UAC / UAPC

Status : In Operation

## Information about Products

### 1. Import and Supply of Chemicals and Equipment for Industrial Use

#### Nature of Products or Services

The Company engages in business of import and supply of chemicals and equipment used in various industries, such as, natural gas exploration and production, refinery, petrochemicals, lubricant oil production plant, polymer and plastic industrial plant, chemical industrial plant, power plant and utilities and etc. Products and services supplied by the Company can be classified into 4 groups according to nature of business and services of the customers as follows:

- 1.1) Products in Energy and Petroleum Business Group, such as
  - Oil & Gas Refinery and Petrochemicals)
  - Emission & Waste Management
- 1.2) Products in Industrial Business Group, such as
  - Chemicals Products
  - Power and Utility
- 1.3) Other Products, i.e. crude glycerin, refined glycerin and other export products.
- 1.4) Provision of services, such as consultancy and coordination services for design of manufacturing process, refineries, petrochemical industrial plants and other industries.

#### Details of Products in each Business Group are as follows:

##### 1.1.1) Products in Oil & Gas Refinery and Petrochemicals

##### 1.1.1.1) Products in Oil & Gas Refinery and Petrochemicals

Most of products in this group are Adsorbent and Molecular Sieve to sieve adulterants in crude oil and natural gas before they are entering into the production processes. Details of products supplied by the Company in this group are as follows:

- Adsorbent and Molecular Sieve are synthetics substances and their porous structure can help adsorbing more than one substance. They have properties to adsorb unwanted substances, such as sulfur dioxide (SO<sub>2</sub>), carbon dioxide (CO<sub>2</sub>) and mercury (Hg) from feedstock, i.e. crude oil, natural gas, before entering into refining process. These products are available in both powder and pellet. Their application depends on suitability of product. They are mostly used in oil refinery, petrochemical plants, ethylene plant, aromatics plant and gas separation plant and etc.
- Ceramic & Alumina Balls are round shaped synthetic substances and available in various sizes depending on their application. They must be jointly used with Catalyst Adsorbents and Molecular Sieve to help balancing flow of natural gas and hydrocarbon in reaction tower.
- CO<sub>2</sub> Membrane Separation is an equipment to separate carbon dioxide from natural gas and used in natural gas production process in the Gulf of Thailand.

- Desorbent for PX extraction is liquefied chemicals to separate paraxylene from hydrocarbon. It is typically used in aromatics plants.
- CCR Catalyst is used in Continuous Catalyst Regeneration Unit to increase octane of gasoline and aromatics amount in oil refinery and aromatics plants.
- Isomerization Catalyst. It is used to enhance octane of light naphtha.
- Hydrocracking Catalyst. It is used to crack heavy molecular weight into diesel oil and light oil to add more value.
- Triethylene Glycol (TEG) is chemical used to adsorb humidity from natural gas before transporting into undersea natural gas pipeline, then to gas separation plant, because undersea natural gas pipeline has a very low temperature, which can coagulate humidity in natural gas and subsequently clog up the pipeline.
- Oil & Gas Field Chemicals are used in oil rig and natural gas industry, for instance, they are used to reduce hydrogen sulfide (H<sub>2</sub>S Scavenger), to reduce biocide and to use as corrosion inhibitor in natural gas/oil pipeline because they are acid contaminants, such as carbon dioxide and hydrogen sulfide in natural gas/oil. Since such pipelines are laid undersea, corrosion and rust can cause damage to pipeline and leakage of natural gas/oil into the sea.
- Filter and Coalescer are used to separate unwanted solid or liquid from natural gas, oil and petrochemicals. They are mostly used in processes which require refined quality.
  - Filter is equipment to sieve solid substance from liquid substance/gas, for instance filter dust and absorber from natural gas or oil.
  - Coalescer is equipment to separate liquid from gas and separate liquid from liquid, for instance separate particle liquid from gas before it goes into Gas Compressor to prevent damage within Gas Compressor, and separate water from oil.

Anyhow, in large structural process, Filter and Coalescer are mostly used together, by using Filter to sieve solid substance from liquid/gas first, then follow by Coalescer, so that liquid/gas obtained shall have good standards enough to enter into production processes.
- Cracking Coil and Reformer Tube are made of special material which can be used for production of ethylene, propylene and hydrogen in the oil refineries and petrochemical plants as they have heat resistance property.
- DMDS (Dimethyl Disulfide) is catalyst chemicals. It is mainly used in oil refinery, aromatics plant and olefins plant.
- Antioxidant for Jet Fuel is chemicals to mix with jet fuel to reduce and maintain oxygen to be in appropriate level.
- Hydro-processing Catalysts are used to eliminate sulfur nitrogen and heavy metals from diesel oil, naphtha and aromatics. They are mainly used in quality improvement units of oil refineries to reduce pollution to be in international standards.



- Merox Chemical is used to change molecular structure of sulfur to be in non-hazardous form and it is mostly used in oil refineries.
- Process Chemicals are used in production process of oil refinery to increase efficiency and reduce problems. The company offers wide range of products that can be used, such as beginning from crude oil receiving process, refinery process, and oil/product quality improvement process and they can be divided into 4 main types as follows:
  - Chemicals used in production process in oil refinery to maximize its efficiency, such as:
    - Crude Demulsifier is used to increase separation efficiency of water or salt in oil, for easily treatment and prevention refining process from damaging caused by salt and temper.
    - Chemicals to improve quality of crude oil which has high acidity. As oil prices tend to be higher, so oil refineries try to refine cheap crude oil for maximum profits, but usually cheap crude oil has high acidity and it can cause corrosion problem to pipeline of refining units of the refineries. The products sold by the Company can adjust such acidity and the Company also has service to measure acidity level in oil refinery.
  - Antifoulant is used in production units which are exposed to risk from temper, for instance, chemicals to prevent polymers from clog up in Heat Exchanger, or anti-corrosion chemicals in distillation columns.
  - Chemicals to improve oil quality. Sometimes quality of oil products, i.e. diesel oil, gasoline and fuel oil, which are obtained from refining process of crude pile is not as per the specified standards, so it is needed to use oil improvement chemicals, such as anti-oxidation, turbidity reduction, corrosion prevention, or substance to increase pour point, lubrication and conductivity and etc.
  - Chemicals used in petrochemical production. They are antifoulant and chemicals to improve quality of polymers, i.e. anti-oxidation and substance for degeneration prevention from UV and etc.
- Ethanolamine, i.e. Monoethanolamine (MEA), Diethanolamine (DEA), Methyl diethanolamine (MDEA) are used to separate carbon dioxide and sulfur dioxide from liquefied petroleum gas (LPG). It is mostly used in oil refinery and petrochemical plants.
- Anti-icing Additive is chemical used in fighter jet fuel to prevent fuel from clotting up in low temperature atmosphere.
- Sulfolane is chemical to separate gasoline from aromatics.
- Antifoam is used to prevent form in systems of oil refinery and petrochemical plants.
- Dewaxing Agent is chemical to dewax in basic lubricant oil production process.
- Diisopropanolamine (DIPA) is chemical to separate carbon dioxide and sulfur dioxide from liquefied petroleum gas (LPG). It is mostly used in oil refinery and petrochemical plant.



### 1.1.2) Products in Emission & Waste Management Group

- VOC Removal Catalyst is used to reduce Volatile Organic Chemicals and bad odor of oil and petrochemical vapors. It is usually used in oil refinery, petrochemicals plant, enameled wire plant, and etc.
- Activated Carbon is used to adsorb odor and adulterant. It is synthetic carbon with porous features and their porous structure can help adsorbing more than one substance. It has properties to adsorb humidity, odor, vapor in manufacturing process of chemical plants, refineries, chemical tanks, oil tanks and etc. This product is available in both powder and pellet. Their application depends on suitability of product. They are mostly used in oil refinery, petrochemical plants, ethylene plant, aromatics plant and gas separation plant and etc.
- Regenerative Thermal Oxidizer (RTO). It is a system to eliminate Volatile Organic Chemicals and odors in the gas separation plant, the petrochemical plant and other chemical plant by using ceramic medium furnace to exchange heat between hot gas from combustion and gas before passing into the furnace,

## 1.2) Products in Industrial Business Group

### 1.2.1) Chemicals Products

Chemical products consist of solvent, additives and catalyst, which are parts of the raw materials in products manufacturing industry processes and they can be used on continuous industries, such as paint and printing ink industry, chemical coating and resin manufacturing industry, textiles industry, lubricant and industrial oil industry, metal forming industry and bio-diesel plant. Major chemical products supplied are as follows:

- Ethanolamine Group which comprises of Monoethanolamine (MEA), Diethanolamine (DEA) and Triethanolamine (TEA) which has base solvent properties. Its application depends on chemical properties, physical properties and appropriateness of each product. It is mostly used as ingredient for production of shampoo, hair conditioner, fabric softener, detergent, cosmetics and in medicines, cement, printing ink and other midstream industries.
- Ethylene Glycol Group, which comprises of Monoethylene Glycol (MEG), Diethylene Glycol (DEG), Triethylene Glycol (TEG) and Polyethylene Glycol, which has solvent properties. Its application depends on chemical properties, physical properties and appropriateness of each product. It is mostly used as mixture for production of coating and resin, building paints, steel, wood, plastics paints, printing ink, detergent including textiles and synthetic fiber products.
- Glycol Ether Group, such as Butyl Glycol Ether (BGE), Butyl Diglycol Ether (BDGE), Ethyl Glycol Ether (EDGE), Ethyl Acetate (EAc), Isopropyl Acetate (IPAc), Butyl Acetate (BAc) and Isobutyl Acetate (IBAc), has solvent properties and is used in various industries, such as shellac, lacquer, thinner, paint, dye, printing ink, pain removing solution, glue, as well as used as components in packaging industry, pesticide and herbicide products, detergent, surface cleaning products to eliminate rust and oil stain and sterilization in industrial plants and for household use.

- Other chemical products and solvents are Methanol, chemical mixed with detergent and surfactant. Its application depends on chemical properties and appropriateness of such products.
- Polyglycol Group is synthetic lubricant which has high boiling point and low pour point. It is suitable for use in works with high temperature or high pressure, such as incombustible hydraulic oil, high pressure resistance compressor oil.
- Polybutene Low/High MW Group can be used as raw material for production of motor oil to increase efficiency on reduction of white smoke, or used as additives to increase tackifier for production of hot melt or pressure sensitive glue and used in production of insulator for cooled equipment, such as insulator for air-conditioner or refrigerator including used to increase viscosity index for lubricants.
- Metal Working Additives Group can be divided into 2 main groups as follows:
  - Additives to increase efficiency of lubricant and industrial oil to increase cleaning properties and heat transfer efficiency, reduce rusting & friction and lubricate heat resistant works.
  - Anti-oxidation Additive is used to reduce antioxidant reaction which is arising from exposure or exchange of air.
  - Emulsifier is chemical used to increase solubility property of oil.
  - Biocide is a substance used to inhibit the growth of bacteria and fungi in order to prevent putrid of oil and metal work, and water-based metal working lubricant.
- Brake Fluid for all types of vehicles. Both DOT3 and DOT4<sup>1</sup> are available.
- Sodium Methyllate is catalyst for production of bio-diesel oil.
- Bleaching Earth (Bleaching Clay) is used in vegetable oil and bio-diesel production process.
- Hydrogenation Catalyst is mainly used in oil and vegetable oil fat industry, such as production of margarine, white cheese and non-dairy creamer. Fully Hydrogenation will not cause trans-fat (trans fatty acid) and catalyst distributed by the Company is used in Fully Hydrogenation only.

### 1.2.2) Products in Power & Utility Group

Machines and equipment for power plant, tap water production plant and raw water treatment plant supplied by the Company include:

- Filter and Coalescer are used to separate unwanted solid or liquid from natural gas and oil which are used as fuels for power plant which needed cleanliness and complete combustion.

---

<sup>1</sup> DOT3 is automobile brake fluid suitable for general vehicle, with drying boiling point is over 260°C and wet boiling point is over 145°C. DOT4 is automobile brake fluid suitable for vehicle which requires to have high speed, vehicle with modified engines, vehicle which is required to drive at long distance and truck which is frequently required to drive along steep slope areas. Its drying point is over 260°C and wet boiling point is over 160°C.

- Filter is equipment to sieve solid substance from liquid substance/gas, for instance filter dust and absorber from natural gas or oil.
- Coalescer is equipment to separate liquid from gas and separate liquid from liquid, for instance separate particle liquid from gas before it goes into Gas Compressor to prevent damage within Gas Compressor or separate water from oil.
- Oil Filtration System is equipment used to separate water and dirtiness in hydraulics oil and transformer oil of the power plant.
- Vanish Removal System is equipment used to separate dirtiness which is in forms of vanishes or polymers in hydraulics oil and transformer oil of the power plant.
- Micro Filtration System is used to separate dirtiness contaminating in water to make quality of water as clean as per required so that it can be used in tap water production process or used for production of steam of the power plant.
- Reverse Osmosis (RO) Filter is used to produce water with high purity; usually it is used in tap water production process or used for production of steam of the power plant.
- Condensate Polishing System is equipment to separate dirtiness and organic matter in purified water system of the power plant.
- Mist Eliminator is a system to separate mist from natural gas before it enters into gas turbine in order to increase production efficiency.
- Vibration & Condition Monitoring System is the system and equipment used to measure abnormal vibration of mechanical rotating machine, such as turbine in power plant, compressor in oil refineries and general industrial factories.
- Filter Cloth/Filter Bag is a rough filter kit and is generally used to separate dirtiness from chemicals and water system.
- EV Charger is a charger for electric vehicle, both fast charge or normal charge. It is suitable to use in various locations, from roadside charging station along the main routes to general household.
- Machine and Equipment in Biogas Plant such as Solid Feeder, Biocut System, Lube Pump, Vertical Agitator, Gas Holder, and etc.

**1.3) Other Products,** such as crude glycerin, refined glycerin and other exported products.

- Crude Glycerin. It will be processed until it becomes Refined Glycerin.
- Refined Glycerin is non-toxic substance and it can be used in all applications, such as substrate or additive, so it can be widely used, for instance it can be used as ingredient or supplementary in plasticizer, cosmetics, soap, toothpaste production process, toiletry and personal hygiene products, pharmaceutical and animal food products.

**1.4) Provision of Service,** such as provision of consultancy, coordination with other companies with regard to design process of oil refinery, petrochemical industry and other industries; biogas power plant which used energy crops as fuel, including construction and installation work, inspection and cleaning services of reactor and heat exchanger, provision of consultancy services and provision of garbage milling and separator for RDF production.

## Warehouse and Transportation of Products to Customers

The Company has 1 leased warehouse located at No. 999 Moo 4, Soi Tessaban Bang Pu 99 (Sermmit), Sukhumvit Road, Bang Pu Sub-district, Muang Samut Prakan District, Samut Prakan Province. It has been rented from a juristic person who is related to the Company. It is a warehouse building with utilization areas of 2,200 square meters on areas of 2 rais to store stocks of products and chemicals. Packages of chemicals stored in the Company have various sizes and all of them have Certificate of Acceptance (COA) from the manufacturers and are pending for delivery to the customers.

The Company supplies products from such warehouse to its customers by using various sizes of trucks hired from the third party transportation operators which have been registered to certify safety operation under the standards of Department of Industrial Works. For safety of the warehouse, the Company has employed security guards to station at the warehouse 24 hours a day. Hazardous chemicals shall be divided by chemical type and stored as per prescribed by laws with the hazardous control officer in the warehouse. The Company shall not allow any third party or any person even its employees whose duties are not related to such warehouse to enter into the warehouse without permission. In addition, the Company has executed an insurance policy to cover goods stored in the warehouse in case of accident during storage period or from operations as well as the insurance policy for goods during transportation to the customers as well.

## Process for Products Receiving and Storing in the Warehouse and Delivery to the Customers

- Process for receiving products from the manufacturers
  1. After the warehouse officers receive order from the Purchasing Department, they shall prepare areas including goods receipt form.
  2. When goods are delivered at the warehouse, the warehouse officers shall inspect and accept goods as per details obtained from the Purchasing Department. The following information shall be inspected:
    - Details of goods to be stored into the warehouse by inspecting at the tag attached to its storage tanks.
    - Number of goods to be stored in the warehouse by counting the number of storage tank.
  3. Warehouse officer shall fill in the number of goods received and defective goods (in case there are defective goods) in the goods receipt form and record the stock then submit details to the relevant departments, such as Purchasing Department and Accounting Department.
  4. In case the goods received do not conform to the purchase order or there are any defective goods, the warehouse shall submit information to the Purchasing Department for verification and notify to manufacturer and/or the product insurance company.
- Process and procedure for goods disbursement to deliver to the customers
  1. After receiving Purchase Order (PO) from the customers, the service coordinating officer shall request for goods disbursement form in advance then request the Administration and Customer Service Manager to sign and approve.

2. The service coordinating officer shall submit goods disbursement form, financial document and other document to the warehouse officer to disburse goods from the warehouse.
3. The service coordinating officer shall be responsible for transportation arrangement by contact with the truck drivers and request them to pick up the goods on specified date and time, then record in the goods delivery report.
4. The warehouse officers shall prepare the goods which must be corresponding to the goods disbursement form in advance then place them in waiting areas pending for delivery.
5. The security guard shall record license plate of the truck including the drivers' names who will deliver goods out of the warehouse in the daily log, so that the Administration and Customer Service Manager can inspect such document.
6. The warehouse officers shall return a copy of financial document, such as original invoice, copy of tax invoice received from the customers to the service coordinating officer to further forward to the accounting officers, so they can follow up for payment pursuant to accounting practices and regulations.

### Quality and Standards of Products Supplied

The Company places importance on quality and standards of the products supplied to ensure that they are in compliance with specifications agreed with the customers. Chemicals that the Company orders from the manufacturer shall be packed in closed drum with Certificate of Acceptance (COA) from the manufacturer before they are shipped to the Company. The Company shall supply such chemicals in closed drum with COA to the customers without opening the drum to ensure that the customer shall receive products with complete quality and standards from the manufacturers.

In addition, the Company has been certified on ISO 9001:2015 Quality Management System Standards from SGS (Thailand) Co., Ltd. for import and distribution of chemicals, adsorbent, catalysts, filter and equipment used in oil, energy, petrochemicals and utilities business.

### Characteristics of Customers and Target Customers

The Company's customer groups are manufacturers in various industries which need chemicals and equipment to use in their production process. Main customer groups of the Company are the manufacturers in infrastructure industries of the country, i.e. gas separation plant, oil refinery, petrochemicals and etc. Products sold by the Company can be used variedly, depending on application requirements of the customers. Target customers can be divided by service & products characteristics into 4 groups as follows:

Product and Service Groups	Target Customers
<b>1. Products in Energy and Petroleum Group</b> <ul style="list-style-type: none"> <li>Oil &amp; Gas Refinery and Petrochemicals</li> <li>Emission &amp; Waste management</li> </ul>	<ul style="list-style-type: none"> <li>Drilling and production unit of natural gas and petroleum products both onshore and offshore, gas separation plant, petrochemical plants, ethylene plant, aromatics plant and contractors of oil refinery and petrochemicals plants</li> <li>All types of industrial plants</li> </ul>
<b>2. Products in Industrial Group</b> <ul style="list-style-type: none"> <li>Chemicals Products</li> <li>Power &amp; Utility</li> </ul>	<ul style="list-style-type: none"> <li>General industrial plants which manufacture industrial products and consumers products, such as production plant for shampoo, fabric softener, detergent; industrial paints, printing ink, cement, lubricant mixing plant, biodiesel production plant, glue manufacturing plant, vegetable oil production plant, metal lubricant oil production plant and etc.</li> <li>Refineries, power plant and tap water production plant for the public and for all types of industries.</li> </ul>
<b>3. Other products</b> <ul style="list-style-type: none"> <li>Crude Glycerin</li> <li>Refined Glycerin</li> </ul>	<ul style="list-style-type: none"> <li>Refined glycerin production plants in the country and overseas.</li> <li>Plasticizer manufacturing plants, personal hygiene products manufacturing plants, such as cosmetics, toothpaste, soap, hand sanitizer gel.</li> </ul>
<b>4. Service provision</b> <ul style="list-style-type: none"> <li>Provision of consultancy and coordination services for design of manufacturing process</li> <li>Turnkey construction and installation</li> <li>Selection and procurement of machines and equipment</li> <li>Inspection and cleaning services</li> <li>Construction and installation service</li> </ul>	<ul style="list-style-type: none"> <li>Groups of refineries &amp; petrochemical plant, alternative energy &amp; renewable energy and all types of industrial plants</li> <li>Biogas power plant group</li> <li>Companies producing RDF from municipal solid waste and industrial waste</li> </ul>

The Company always has good relationship with the customers and new products has been sought continually to respond to the customers' needs. Apart from selling various types of products and equipment, the Company also provides related consultancy and after-sales-services to the customers. The Company places importance on quality of products and on time delivery and commits to improve work operations continually by conducting satisfactory survey with the customers regularly, and the results gained shall be used to improve our operation. The Company also provides suggestions and jointly plans with the customers to enhance efficiency of service provision, as well as completely complies with conditions, criteria and requirements of the customers, so the Company has always been trusted by the customers.

## Pricing Policy

Pricing policy used by the Company is cost plus pricing and selling price must be flexible pursuant to market prices of each type of products. Most of chemical products supplied by the Company are products of crude oil refinery process and petrochemical productions. Pricing mechanism of products or product costs of the Company shall be defined and fluctuated by pricing condition of oil and petrochemicals. Consequently, product pricing must be flexible and suitable with nature of each product, target group of customer, quantity and value of purchasing order and it must also be able to compete with other competitors in the market and at the same time it must be able to maintain adequate margin to support expenses on sales, management and operations.

## Distribution and Distribution Channel

Almost of the Company's products are sold within the country by the Company's sales team who work in head office in Bangkok and branch office in Rayong Province. Sales team shall divide responsibility into each product group, and shall contact, take care of customers' requirements and present products directly. They also contact with the manufacturers or the business partners continually, so that demand of the customers including details of products, tendency of quantity and pricing in the manufacturer's market, competitive environment in the market shall be acknowledged in advance for purposes of effective planning and fixing of product price.

Most of the products supplied by the Company have received purchase order from the customers in advance with preparation period for purchasing and delivery process as per agreed schedule. The customers usually specify their requirements, standards, sources or manufacturers for the Company, so that the Company can procure the products in accordance with their requirements, including propose price and sales conditions in bidding nature. Most of the products supplied are products which are made from the manufacturers trusted by the customers and corresponding to the customers' production process standards which they have to use them continually.

## Procurement of Products and Services

Most of the products supplied by the Company have been imported from many manufacturers in foreign countries and most of them are world-class manufactures of leading chemicals products and equipment used in oil refinery and petrochemicals industries. The Company has a policy to focus on distribute and being a distributor of the products with good quality and standards that conform to requirements of the customers, with clear process on selection of product, COA, source and details of products, i.e. type of chemicals, chemicals compounds, chemical hazardous preventive and corrective action and etc. The business partners who supply the products to the Company must register with the Company and the Company shall regularly review such list for effective operations and creation of confidence on the product supplied.

The Company plans about purchase order for products to be supplied to the customers in advance in the appropriated amount by taking into consideration market trends, requirements of the customers in each period and inventory amount. Reasons are that the Company can prepare products adequately for such supply, can reduce loss from opportunity loss due to shortfall amount of inventory or inability to supply products on time and sufficiently with the customers' demand. At the same time, the inventory kept in the warehouse must be controlled in suitable level and it should not be kept in warehouse for a lengthy period of time that it can cause burdens to the Company.

The Company is a distributor and agent of products in each product group for the following manufacturers:

Product and Service Group	Manufacturer/Distributor
<b>1. Products in Energy and Petroleum Group</b> <ul style="list-style-type: none"> <li>Oil &amp; Gas Refinery and Petrochemicals</li> <li>Emission &amp; Waste management</li> </ul>	UOP Malaysia Sdn. Bhd. PALL Corporation Filtration and Separations INEOS Oxide Nikki Universal Co., Ltd. Manoir Industries GC Glycol Co., Ltd. Dorf Ketal Chemicals PTE Ltd. Donau Carbon GmbH & Co.Kg Nikki Universal Co., Ltd. Honeywell International Sdn. Bhd
<b>2. Products in Industrial Group</b> <ul style="list-style-type: none"> <li>Chemical Products</li> <li>Power &amp; Utility</li> </ul>	GC Glycol Co., Ltd. INEOS Oxide Clariant Chemicals DL Chemical Co., Ltd. Evonik Industries Pall Corporation Filtration and Separations Pall Water Toray Brüel & Kjær Vibro COSTEL Co., Ltd.
<b>3. Other products</b> <ul style="list-style-type: none"> <li>Crude Glycerin and Refined Glycerin</li> </ul>	Bangchak Biofuel Co., Ltd
<b>4. Provision of Services</b> <ul style="list-style-type: none"> <li>Provision of consultancy and coordination services for design of manufacturing process</li> <li>Construction and installation services</li> <li>Inspection and cleaning services</li> </ul>	Honeywell International Sdn. Bhd Vogelbusch GmbH PALL Corporation Filtration and Separations MP / Tube Tech



## Environmental Impact

The Company pays most attention to the environment and it has clear policy not to perform business which may cause impact to the environment. In addition, there are quality control processes for chemicals supplied by the Company in all levels, such as from the manufacturing of containers used for packaging and leakage prevention during transportation. The Company strictly complies with ISO9001:2015 Standard and also established the emergency plan including designated the persons responsible for emergency plan to support in case there is unforeseeable event.

The Company foresaw business opportunities on environment, hence in 2011, Sales Unit has been established to oversee products and services relevant to environment, both for air and water for all type of industries.

## Competition

There are many business operators who have engaged in business of import and distribution of chemical products and equipment because there are various chemicals for various industries. Each business operator has different expertise. The Company has an expertise on distribution of chemicals and products for oil refineries, gas separation plant and petrochemicals industries. Competition in this industrial group is not harsh when compared with other industries because the operators in this field have to be the specialized experts and must have good experienced sales team who can provide suggestions, advices and after-sale services to the customers. Additionally, new comers may find that it is quite difficult to enter in this field of business because they need to have long term relationship with the customers and a lot of investments when compared with supply of chemicals and equipment to general industries.

It is quite complicated to identify market share of the Company by industry groups because there are a lot of chemicals and equipment suppliers and range of their supplied products are so vast. Anyway, the Company has readiness to compete with other distributors because the Company has experiences and the specialized sales team to sell chemicals and equipment for large infrastructure industries and the products sold have good quality and standards in world class level with after-sales-service. In addition, the Company always has good relationship with the customers, so we are trusted by the customers for a long time.

## Competitive Strategies

The Company has experiences and skills on distribution of chemicals and equipment for various industries and most of them are infrastructure industries of the country. During over 20 years of business operations, the Company has always developed and increased type of products supplied to meet the increased and diversified demand of the customers. The competitive strategies of the Company are to focus on strengthening long term satisfaction and relationship with the customers. Our marketing and competitive strategies are as follows

1. Supply good quality products which are corresponding to the customers' need both on quantity and quality from the worlds' leading manufacturers with Certificate of Acceptance (COA). Products shall be tested and controlled to ensure their quality and standards by the Company's team and the third party's surveyor so that the products shall be strictly conformed to the specified standards, therefore the Company can guarantee quality and standards of the products sold.
2. Always keep the customer satisfied with regards to products and services provided. The Company studies tendency of the product's markets continually to seek and select new products which can respond to the needs of the customer in each group of industry. In addition, the Company keeps contacting, strengthening good relationship and taking care of the customers continually to ensure that the products can be offered correspondingly to the demand and schedule of the customers. The Company also has after-sales-service process to acknowledge problems and provide corrective solutions to prevent any reoccurrence of such problem, which can lead to sustainable satisfaction to the customers in the long term.
3. Emphasize on complete and on time delivery of products, as well as safety transportation by hiring the specialized transportation company for maximum efficiency and avoidance of any potential accident from transportation. This practice can reduce cost on procurement of trucks and administration and management costs of transportation personnel.
4. Fix price properly and flexibly pursuant to pricing conditions in each market. As most of the products sold by the Company are by-product from crude oil refinery and petrochemical processes, so their pricing mechanism have been defined and varied by condition of oil and petrochemical prices. Hence, pricing has to be fixed with flexibility, appropriateness and competitively and at the same time their margin must be adequately maintained to support the selling and administrative expenses and other operations. The Company regularly follows up prices of the relevant products in the world market, so that prices of its products can be fixed appropriately and effectively corresponding to the world market. Pricing and margin shall be based on qualifications and competitiveness of product in each product group.
5. Focus on sale directly to customers in main industries in large volume and on continued basis by sales teams who have experiences and knowledge on products who shall contact and provide details on products correspondingly to the customers' demand as well as provide consultancy and after sales services which can increase satisfaction, sales income and good image to the Company as the keen expert in this business.

### Industrial Trends and Competition

The competition on business of import and distribution of chemicals and equipment used in large infrastructure industries, such as oil refinery, petrochemical industry and large power plants is not intense because chemicals and equipment used have good quality as per the standard and the operator must have specialized knowledge and good relationship with the customers and it is a business which required a lot of investments when compared with distribution of chemicals used in general industries. Instead, the business operators tend to compete by adding value to the products supplied by increasing consultancy and recommendation services including finding new products which can increase value and production efficiency, reduce energy consumption and costs to the customers in order to better respond to the customers' needs.

However, the business operators might face the problem concerning the policy on request for construction of new plant which specified that there must be a study on occupational health and environment impact assessment and this process may take time to consider. In addition, fluctuation of crude oil price and Thai Baht, trade wars between China and the USA, worldwide logistics crisis in 2021 from shortage of shipping containers and freight areas in cargo ships which led to steeply rise of freight and impacted transportation cost and prolonged transportation period caused the business operators to face with higher cost, so it impacted to supply chain on prices of products that the consumers have to pay higher. Shortage of shipping container problem has tendency to extend to 2022. Similarly, problems from coronavirus (Covid-19) pandemic which still persisted all over the world led to decrease of jet fuel consumption as a result from reduction of air traffic and cargo transportation. Uncertainty of domestic and global economic situations made the business operators paid more attention on investment in new projects and it may cause the business operator to postpone the investment of new project or reduce size of new investment. Such factors impacted the Company and the competitors who are importer, exporter and distributor of chemicals related to oil refinery and infrastructure industries.

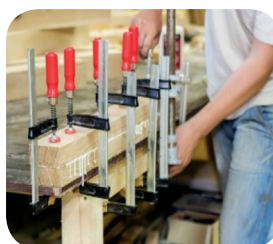
## 2. Manufacturing and Distribution Business of Latex Emulsion and Latex Polymer

UAC Advance Polymer & Chemicals Co., Ltd. (UAPC), a subsidiary, has been established on January 21, 2015, in which the Company held 99.97%, by acceptance entire business transfer from Advance Polymer & Chemicals Co., Ltd. (APC) on April 30, 2015. UAPC engages in manufacturing and distribution business of chemicals. Products and services of UAPC can be divided into 3 categories: emulsion polymer, trading and toll manufacturing, with details as follows:

### 2.1 Emulsion Polymer

UAPC engages in business of manufacturing and distribution of emulsion polymer or it is generally known as "Latex". Most of products are liquid polymer which has binder properties, for instance it can firmly bind two different materials with each other. Emulsion polymer is important element used in many industries, for example, mixing with pigment to make paint firmly affix with the wall surface or mixing with printing ink in order to make ink has long last stay with paper.

All of emulsion polymer manufactured by UAPC is water base polymer, so they are more environmentally friendly and can be safely used by the consumers when compared with other type of emulsion polymer which uses oil, thinner as solvent base during manufacturing process. Water base emulsion polymer manufactured by UAPC will be mixed for production of finished goods in various industries, such as painting and coating, adhesives and adhesive tape, textiles and garment industry, construction material industry including ink and printing industry and etc.



## 2.2 Trading Business

Apart from manufacturing of emulsion polymer, UAPC also focuses on trading business of finished products and raw material chemicals to further respond to the customers' requirements as well as to increase new customer bases from the existing customer bases. There is wide-range of products under trading business and most of them are UV Coating, Polyurethane Dispersion (PUD) and Emulsion Wax, and etc.

## 2.3 Toll Manufacturing

UAPC also offers toll manufacturing service to many customers covering various types of chemical products for industries and application purposes.

UAPC's current production capacity is 24,000 tons per year and as UAPC has been granted BOI promotion privileges from the Board of Investment (BOI), it has high potential to grow. Moreover, as UAPC has invested in a new research and development center which has better quality and more environmentally friendly to enhance its competition edge and increase marketing channels, so the Company's customer bases have been further expanded.

### Location of UAPC Head Office and Plant Site

**Head Office of UAPC** : is located at No. 1, TP&T Tower, 21st floor, Soi Vibhavadi-rangsit 19, Vibhavadi-rangsit Road, Chatuchak Sub-district, Chatuchak District, Bangkok.

UAPC owns 1 manufacturing plant and 1 warehouse, of which such properties belong to UAPC, with details as follows:

**Manufacturing plant** : It is located at no. 50 Moo 3, Sikhio-Chaiyaphum Road (Highway No. 201), Sikhio Sub-district, Sikhio District, Nakhon Ratchasima Province.  
It has total areas of 14-3-80 rai.

**Warehouse:** : It is located at no. 998 Moo 2, Next to Soi 1C, off Soi Thetsaban Bang Pu 77 (Bang Pu Industrial Estate), Sukhumvit Sai Kao Road (Highway No. 3), Phraekkasa Sub-district, Mueang Samut Prakan District, Samut Prakan Province.  
It has total areas of 9-2-0 rai.



## Characteristic of Customers and Target Groups

UAPC has more than 100 customer bases who are large, medium and small production manufacturers in various industries, both domestically and abroad. Customers groups classified by type of industries are as follows:

- Painting and coat industries
- Printing ink and printing industries
- Toll manufacturing services
- Floor coating industries
- Adhesives and adhesive tape industries
- Construction material industries
- Textiles and garment industries
- Other groups

## Trends and Competition

In 2021, demands of products manufactured by UAPC by various industries had increased, particularly those exported to CLMV countries. However, UAPC had to encounter the increased prices of material costs more than two-fold continually throughout the year as a result from high demands of products in foreign countries worldwide and international cargo transportation problems. Consequently, gross profit margin decreased by 10%.

## Pricing Policy

Pricing policy of all types of products shall be as per market prices because there are many competitors in the market. Normally, product price of major competitors shall be used as standard for setting up price list of products for selling in the market. However, product price list of each customer shall be differently, depending on usage amount and status of each customer, for instance, do they have good financial history or not, or are they the companies under the credible group of companies which have plan or potential for business expansion that will employ UAPC to be their manufacturer or distributor or not. Nonetheless, UAPC already has standard price list and it shall be improved constantly as per situation of raw material markets and customers' requirements. For new products to be manufactured for sale, UAPC shall primarily survey demand in the market and prices the customers wish to purchase, after that price list shall then be determined.

## Environmental Impact

Environmentally friendly policy is UAPC's main policy. In 2021, UAPC received honorable certificate and shield in Eco-Factory plus Social Value, Silver Level which can be certified that UAPC sincerely implemented the environment policy. In addition, UAPC also focused on development of products currently available to be the environmentally friendly products and planned to increase development of these environmentally friendly products continually for sustainable growth of business, economic and society.

## 3. Investment in Renewable and Alternative Energy Projects

### 3.1 Petroleum Production Plant (PPP)

The Company invested in the Petroleum Production Plant (PPP) in Sukhothai Province, which engages in natural gas separation plant, by using residue gas (associated gas) which is by-product from oil drilling from Burapa-A production platform of Siam Moeko Co., Ltd. and Sao Thian-A production platform of PTT Exploration and Production Public Co., Ltd. (which are not the connected person of the Company) that obtain



the petroleum concession in Burapa source, Kongkrailat District, Sukhothai Province from the Ministry of Energy to transform into various petroleum products which can be used as fuels, such as:

- 3.1.1) Liquefied Petroleum Gas : LPG
- 3.1.2) Natural Gasoline : NGL
- 3.1.3) Fuel Gas : C1

This plant has capacity to receive raw material about 1.8 million cubic feet per day and its designed production capacity is approximately 19,681 tons per year, comprising Fuel Gas (C1) for 12,036 tons per year, LPG for 6,300 tons per year and NGL for 1,345 tons per year. Investment for this project is approximately 620 million Baht. The commissioning test has been commenced since January 2014 and sales of LPG and NGL had been started since May 2014, while sales of CNG had been started on November 2014.

During the latter part of 2021, PTT Exploration and Production Public Co., Ltd., can supply additional raw material to the plant and when coupled with the increased price of petroleum products, the performance of PPP in 2021 was better than the previous year.

### Characteristics of Product or Service

Petroleum Production Plant (PPP) engages in gas separation plant business by using associated gas, a by-product from crude oil production, to transform and separate into various petroleum products as follows:

#### 3.1.1) Liquefied Petroleum Gas: LPG

Liquefied Petroleum Gas is hydrocarbon compound which has Propane (C3) and Butane (C4) as their main components. It has more density than air (heavier than air) with odorant. Its quality has been controlled pursuant to the “Notification of the Department of Energy Business Re: Prescribing characteristics and quality of liquefied petroleum gas, B.E. 2559”. It has been stored in the form of liquid under pressure within steel container. LPG has a wide variety of uses, such as fuel for cooking in household, fuel for industrial sector or alternative fuel for some groups of vehicles.

#### 3.1.2) Natural Gasoline : NGL

Natural Gasoline Liquids (NGL) is hydrocarbon component which is heavier than LPG (C5+). It has liquefied, clear, odorless properties with high inflammable. NGL can be used as feedstock or substrate in solvent industry or paint industry.

#### 3.1.3) Fuel Gas : C1

Fuel Gas (C1) is hydrocarbon compound which has Methane (C1) as its main component. This gas has less density than air (lighter than air) and it is odorless. Fuel Gas C1 has been supplied as fuel to Sao Thien A power plant of UAC Energy Co., Ltd. for power generation from the Gas Engine Generator and some gas has been used as fuel within the plant. When C1 has increased pressure, it can also be used to produce compressed gas for vehicles. Presently, the Company has already stopped CNG (Compressed Natural Gas) production.

## Project Site



Location of the project,  
No. 1/1, Moo 8, Baan Boplao, Tumbol Kokrat, Amphur Kongkrait, Sukhothai Province

## Pricing Policy

### Liquefied Petroleum Gas: LPG

Selling price of Liquefied Petroleum Gas (LPG) is pursuant to the LPG price structure announced by the Energy Policy and Planning Office (EPPO) which includes excise tax and local government tax plus transportation cost pursuant to floating LPG price policy to promote competition. The Company also remits fund into the oil fund and requests for reimbursement at the rates announced by the Notification of the Fuel Fund Executive Committee. LPG price structure has referred to main factors, such as global LPG price (LPG Cargo), import expenses and etc. The Company also entered into LPG purchase and sales agreement with all customers.

### Natural Gasoline: NGL

Selling price of Natural Gasoline Liquids (NGL) is pursuant to the pricing formula jointly determined between UAC Global Public Co., Ltd. and the Purchaser, who is the fuel trader pursuant to Section 7 of Fuel Trade Act B.E. 2543 (2000) by referring to the main factors, such as prices of Naphtha in Singapore Market (MOPS or Mean of Platts Singapore) and exchange rate of US Dollar.

### Fuel Gas: C1

Selling price of Fuel Gas (C1) is pursuant to the price mutually agreed in the purchase and sales agreement between UAC Global Public Co., Ltd. and UAC Energy Co., Ltd.

## Supply and Distribution Channel

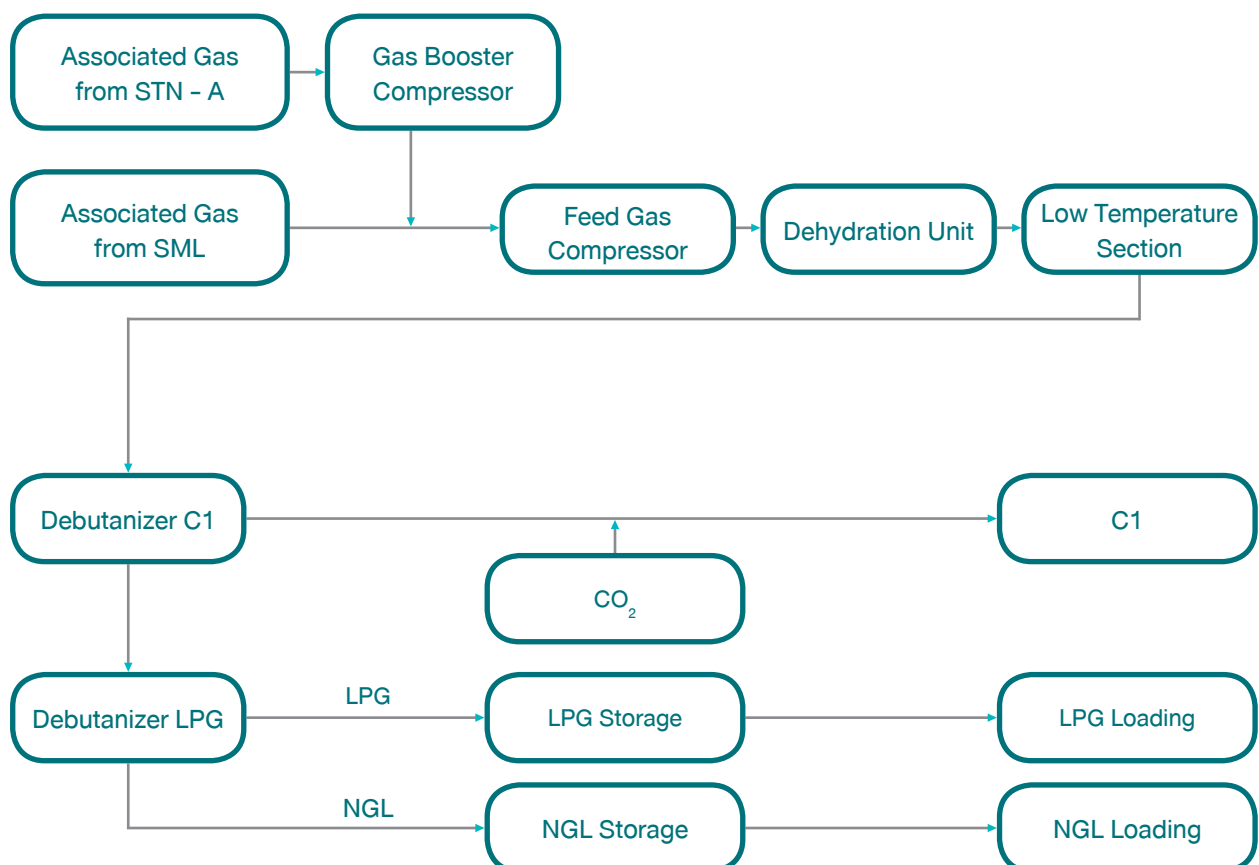
The Company sells LPG to the fuel trader pursuant to Section 7 of Fuel Trade Act B.E. 2543 (2000), and sells NGL to the domestic solvent operators. LPG and NGL shall be transported via petrol tanker. Fuel Gas (C1) has been sold to be used as fuel to Sao Thian-A power plant of UAC Energy Co., Ltd. via 3-inch natural gas pipeline which has distance of 7 kilometers.



## Procurement of Products or Services

### Production process

Manufacturing technology used by PPP is Refrigerant Process or Dew Point Control Unit (DCPU) to control quality of natural gas. This technology is generally used by the gas separation plants as it is suitable with the small gas sources. Main principle of this gas production process is to increase pressure through dehumidifier and reduce temperature of natural gas until gas is condensed into liquid. After that, liquefied gas will be sent to the refinery tower to distill into petroleum products, i.e. Fuel Gas (C1), LPG and NGL, respectively.





### Feedstock and feedstock supplier

The Company procured feedstock used in the Petroleum Production Plant (PPP) as follows:

- Associated Gas, which is by-product of crude oil production process, is the main feedstock of PPP's production process. The Company entered into Associated Gas Purchase and Sales Agreement with Siam Moeko Co., Ltd. (SML) to purchase associated gas from Burapa A Platform. The Company also entered into Associated Gas Purchase and Sales Agreement with PTT Exploration and Production Public Co., Ltd to purchase associated gas from Sao Thian-A Platform.

### Material information of the Associated Gas Purchase and Sale Agreement with Siam Moeko Co., Ltd.

Execution Date	April 25, 2012
Parties to the Contract	1. Universal Adsorbent and Chemicals Public Co., Ltd. (former name of UAC Global Public Co., Ltd.) or the "Purchaser", and 2. Siam Moeko Co., Ltd. (SML), or the "Seller".
Effective period of the agreement	36 months after the effective date of the agreement and it will be automatically renewed for 12 consecutive months each time, except either party notifies its intention not to renew the agreement at least 3 months in writing.
Goods to be purchased and sold	Gas obtained from crude oil production process from Burapa-A Platform, located in Block L10/43, L11/43 Petroleum Concession.
Purchase price	As per mutually agree between the Purchaser and the Sellers

Note: \* Siam Moeko Company Limited (SML) has terminated the petroleum concession contract from Burapa-A production plant in the middle of 2020

### Material information of the Associated Gas Purchase and Sales Agreement with PTT Exploration and Production Public Co., Ltd.

Execution Date	April 1, 2016
Parties to the Contract	1. UAC Global Public Co., Ltd. or the "Purchaser" 2. PTTEP Siam Co., Ltd. (PTTEPS) and PTT Exploration and Production Public Co., Ltd., which has investment ratio in the concession of 75% and 25%, respectively, or the "Sellers".
Effective Date	No. 1: From April 1, 2016 to March 14, 2021. No. 2: From March 15, 2021 to March 14, 2031.
Goods to be purchased and sold	Gas obtained from crude oil production process at Sao Thian-A Platform, located in Block S1 Petroleum Concession.
Purchase price	As per mutually agreed between the Purchaser and the Sellers

### Supporting materials for production process

1. Carbon dioxide (CO<sub>2</sub>) is used to mix with Fuel Gas (C1) to control its quality to make it suitable as fuel used for power generation. The Company stores carbon dioxide in the reserve tank within the plant. Such liquid carbon dioxide has been purchased from domestic suppliers.
2. Propane 99.9% is chemicals used in production process as coolant in cooling system to reduce temperature in the production unit. Such propane has been purchased from domestic suppliers.
3. Hot Oil (Hi Temp Oil 500) is heat convection medium substance from gas combustion and such heat will be used to boil liquid to separate gas in separate distillation columns. The Company purchases Hot Oil (Hi Temp Oil 500) from domestic supplier.
4. Molecular Sieve is chemicals used in dehumidifying unit as desiccant in natural gas. This chemical is in the distribution list supplied by the Company.

### Environmental Impacts

The production of petroleum products from the plant in Kongkrait District, Sukhothai Province uses and maximizes benefit of residue gas from oil drilling at Burapa-A Platform of Siam Moeko Co., Ltd. and Sao Thian-A Platform of PTT Exploration and Production Public Co., Ltd. Therefore, it can help reduce pollution and waste because such residue gas does not have to be disposed by flaring as flame from flare can cause air pollution and environmental problems to the nearby communities and usage of such associated gas can also reduce heavy metal compound of crude oil manufacturers.

In addition, the Company has arranged the public hearing session with the villagers and the stakeholders of the project to assess social and environmental impacts as well as prepared the environmental impact assessment (EIA) report to propose to the Office of Natural Resources and Environmental Policy and Planning (ONEP). Such EIA report has been approved on February 28, 2013. In addition, the environmental report (ER) has also been prepared to propose to the Environmental Report Consideration Committee, Energy Business Department. Such report has been approved by the Director-General of Energy Business Department on January 18, 2016. In 2017, the Petroleum Production Plant has been certified for ISO9001: Quality Management System, ISO 14001: Environmental Management System and OHSAS 18001: Occupational Health and Safety Management (ISO45001) from the Management System Certification Institute (Thailand) (MASCI). In addition, on September 5, 2019, PPP also received Green Industrial Level 4 for 2019 from the Ministry of Industry, which can reinforce image and good attitude towards the environmentally friendly factor and lead to mutual acceptance between the industries and the surrounding communities, as well as to help reduce business operation costs.

PPP could reduce CO<sub>2</sub> emission generated from flaring of associated gas totaled 29,437 tons/year, or equivalent to planting of 441,569 trees for 10 years to absorb such amount of CO<sub>2</sub> emission. However, with regards to power utilization, in 2021, PPP consumed more electricity than 2020 because during December 2021, gas engine generator was malfunctioned that it could not generate power for its own consumption in the plant, so the plant has to purchase additional power from PEA by 369,536 kilowatts, which was equivalent to additional emission of CO<sub>2</sub> of 480.28 tons/year. Hence, in 2021, PPP could reduce net CO<sub>2</sub> emission of 28,956.75 tons/year.

## Industrial Trend and Competition

Tendency of performance and growth of the Petroleum Production Plant (PPP) in Kongkrait District, Sukhothai Province depends on amount of raw materials received from 2 crude oil producers, i.e. Siam Moeko Co., Ltd. and PTT Exploration and Production Public Co., Ltd., including crude oil prices and petroleum prices situation in the global markets as they have direct impact to selling prices of the plant's products. Nonetheless, competitive condition of the plant in the same industry is rather low, because PPP is a small gas separator plant with small total production capacity. It is supplement of energy requirement in transportation and industrial sectors in the lower northern areas which still have continual demand.

### 3.2 Generation and Distribution of Electricity from Solar Power

UAC Energy Co., Ltd. (UAC Energy) and Solar Energy Roof Power Co., Ltd. (SERP), the Company's subsidiaries, invested in 2 Solar PV Rooftop construction projects of Metropolitan Electricity Authority and Provincial Electricity Authority with total generating capacity of 2 MW. Commercial operation date (COD) of 2 projects had already commenced and revenue has been recognized since the third quarter of 2014.

#### Characteristics of Products or Services

It generates and supplies electricity from renewable energy in form of solar PV rooftop.



Project Location:

Saha Thai Steel Pipe Public Co., Ltd. (SHT), Samut Prakarn Province, invested by UAC Energy



Project Location:

Von Bundit Co., Ltd. (VBD), Surat Thani Province, invested by SERP

## Characteristic of Customer and Target Customers

Direct customers of the Company for distribution of electrical energy are Metropolitan Electricity Authority (MEA) and Provincial Electricity Authority (PEA).

## Rooftop Lease Contract

Contract	Party to Contract	Contract Term	Details
1. UAC Energy Co., Ltd. (UAC Energy)			
1.1 Rooftop lease contract for Solar PV Rooftop	Saha Thai Steel Pipe Public Co., Ltd.	25 years (June 20, 2015 to June 20, 2040)	<p><b>Leased Property</b> Warehouse rooftop of Saha Thai Steel Pipe Public Co., Ltd., with total areas of 8,000 square meters.</p> <p><b>Leased Rate</b> 1,052,631.58 Baht per Year</p> <p><b>Contract Renewal</b> Nil</p> <p><b>Termination</b> The lessor agrees not to terminate this contract, except the lessee is in default for at least 6 months, provided that the lessor must notify the lessee to correctly comply with the conditions in writing.</p>
2. Solar Energy Roof Power Co., Ltd. (SERP)			
2.1 Rooftop lease contract for Solar PV Rooftop	Von Bundit Co., Ltd.	25 years (November 25, 2014 to June 29, 2040)	<p><b>Leased Property</b> Rooftop of Von Bundit Co., Ltd., with total areas of 10,368 square meters.</p> <p><b>Leased Rate</b> 45,000.00 Baht per Month, payment must be paid every 3 months.</p> <p><b>Contract Renewal</b> Nil</p> <p><b>Termination</b> Notify in writing at least 60 days in advance.</p>

## Power Purchase Agreement

### 1. Power Purchase Agreement with Metropolitan Electricity Authority

Power purchase agreement from very small power producers (for electricity generated from renewable energy) of UAC Energy Co., Ltd.

Party to Contract : Metropolitan Electricity Authority  
No. of Agreement : 1 Agreement

Details of the Power Purchase Agreement

Project	Contracted Sales Capacity	Project Location	Scheduled Commercial Operation Date
1.	998.28 kWp	Phrapadaeng District, Samut Prakarn Province	June 20, 2015

Details of agreement : Metropolitan Electricity Authority and UAC Energy agree to enter into 1 power purchase agreement at voltage of 24 kilovolt, as per Regulations for the Purchase of Power from Very Small Power Producers (for Electricity Generated from Renewable Energy) at the purchase point as per detailed above.

Purchase and sales condition : Power producer shall sell electricity to the Power Utility within the date specified in the Agreement (scheduled commercial operation date to supply electricity to the Metropolitan Electricity Authority).

Contract Term: Contract term is 25 years from the Commercial Operation Date and it will be expired on December 31, 2038.

Contract Termination: 1) The power producer shall submit a written notice to the Power Utility notifying his intention to stop selling electricity by requesting for contract termination.  
2) If any party fails to comply with any provision in the Agreement, the other party shall send a notice request such party to rectify and if such defaulting party fails to rectify thereof, the other party is entitled to terminate the Agreement.

### 2. Power Purchase Agreement with Provincial Electricity Authority

Power purchase agreement from very small power producers (for electricity generated from renewable energy) of Solar Energy Roof Power Co., Ltd.

Party to Contract : Provincial Electricity Authority  
No. of Agreement : 1 Agreement

Details of the Power Purchase Agreement

Project	Contracted Sales Capacity	Project Location	Scheduled Commercial Operation Date
1.	752.4 kWp	Muang District, Surat Thani Province	July 28, 2015

Details of agreement	: Provincial Electricity Authority and Solar Energy Roof Power Co., Ltd. agree to enter into 1 power purchase agreement at voltage of 33,000 volt, as per Regulations for the Purchase of Power from Very Small Power Producers (for Electricity Generated from Renewable Energy) at the purchase point as per detailed above.
Purchase and sales condition	: Power producer shall sell electricity to the Power Utility within the date specified in the Agreement (scheduled commercial operation date to supply electricity to the Provincial Electricity Authority).
Contract Term	: Contract term is 25 years from the Commercial Operation Date and it will be expired on December 31, 2038.
Contract Termination:	<ol style="list-style-type: none"> <li>1) The power producer shall submit a written notice to the Power Utility notify his intention to stop selling electricity by requesting for contract termination.</li> <li>2) If any party fails to comply with any provision in the Agreement, the other party shall send a notice request such party to rectify and if such defaulting party fails to rectify thereof, the other party is entitled to terminate the Agreement.</li> </ol>

### Pricing Policy

Pricing policy of electricity shall be as per specified by Metropolitan Electricity Authority or Provincial Electricity Authority which shall be Feed in Tariff (FIT) throughout the contract term of 25 years.

### Technology Used

Solar panels shall convert sunlight into direct current (DC) then it will be transmitted to combiner box, where it will be collected and delivered to the inverter, then direct current will be converted to alternating current (AC). Afterward the transformer will be used to increase pressure, so that it can be supplied to the government's power utilities.

### Solar Cell Insurance

The Company has managed to reduce business risks, apart from carrying out the scheduled operation & maintenance in each cycle every year, is to affect industrial all risks insurance policy for solar cells. Such insurance policy shall provide coverage from the loss or damage caused by natural disaster, burglary, accident to machinery, loss of profit from business operation as well as provides coverage for business operations which may impact to the third party that may cause damage to the Company.

### Environmental Impact

Solar PV rooftop does not cause any environmental impact.

## Industrial Trend and Competition

The entrepreneur who is granted license to generate and supply electricity from various types of renewable energy shall supply to the government agencies pursuant to prices and conditions obtained from application submission for license. Therefore, this business does not have direct competition with other entrepreneurs.

### 3.3 Power Generation from Fuel Gas and Associated Gas

On June 1, 2015, the Board of Directors of UAC Global Public Co., Ltd. has approved UAC Energy Co., Ltd. (its Subsidiary) to acquire 2 power plants, Sao Thian-A power plant and Pra Du Thao power plant, from Ratchburi Energy Co., Ltd. at total value of Baht 205 million. Sao Thian-A power plant is located at Moo 11, Nongsaotien Tai Village, Krainai Sub-district, Kongkrait District, Sukhothai Province while Pra Du Thao power plant is located at Moo. 11, Thammaikrai Village, Kong Sub-district, Kongkrait District, Sukhothai Province. Business transfer of such 2 power plants have been completed on April 1, 2016, and UAC Energy Co., Ltd. can recognize revenue from electricity supply immediately from the business transfer date, so it can generate long-term revenues to the Company.

Sao Thian-A power plant has generating capacity of 3.9 MW and its uses fuel gas, by-product from gas separation process of Petroleum Production Plant (PPP) and associated gas of Sao Thian-A crude oil production well of PTT Exploration and Production Public Co., Ltd, which has been granted concession from Energy Ministry in Sao Thian-A Source, Kongkrait District, Sukhothai Province, as its fuel to produce electricity. Such electricity will be supplied to distribution and transmission system of Provincial Electricity Authority. In 2021, its total generating capacity was approximately 8,200 MWh per year.

Pra Du Thao-A power plant has generating capacity of 3.0 MW and its uses associated gas, by-product from Pra Du Thao-A crude oil production well of PTT Exploration and Production Public Co., Ltd, which has been granted concession from Energy Ministry in Pra Du Thao-A Source, Kongkrait District, Sukhothai Province, as its fuel to produce electricity. Such electricity is supplied to distribution and transmission system of Electricity Generating Authority of Thailand (EGAT) and Provincial Electricity Authority (PEA). In 2021, its total generating capacity was approximately 4,400 MWh per year.

### Characteristic of Product or Service

Products of Sao Thian-A power plant and Pra Du Thao-A power plant are electricity. Sao Thian-A power plant supplies electricity to transmission and distribution system of the Provincial Electricity Authority (PEA), while Pra Du Thao-A power plant supplies electricity to the Electricity Generating Authority of Thailand (EGAT) and the Provincial Electricity Authority (PEA).



## Power Plant Site



Location of Sao Thian-A power plant is No. 143 Moo 11 Baan Nongsaothiantai,  
Tambon Krainai, Amphur Kongkrailat, Sukhothai Province



Location of Pra Du Thao-A power plant is No. 32, Moo 11, Baan Tummaigrai,  
Amphur Kongkrailat, Sukhothai Province

## Pricing Policy

Pricing policy of electricity will be as per Regulation on Power Purchase from Small Power Producers which has been jointly specified in Non-Firm Power Purchase Agreement between the Company and the Purchaser, which are Electricity Generating Authority of Thailand (EGAT) and Provincial Electricity Authority (PEA).

## Distribution and Distribution Channel

The Company sells all of its generated electricity through transformer and into transmission system of Electricity Generating Authority of Thailand (EGAT) and Provincial Electricity Authority (PEA) where determination of purchase price is as per Regulation on Power Purchase from the Very Small Power Producers (VSPP).



## Procurement of Product or Service

## Production

The Company's Sao Thian-A power plant and Pra Du Thao-A power plant used gas turbine generators, 4 stroke turbo charger motor with complete combustion. Thermal energy obtained from fuel combustion shall be changed into mechanical energy to drive gas turbine shaft, then mechanical energy will be transformed into electrical energy. After that voltage of generated power will be increased via transformer from 400 volt to 22 kilovolt, then it will be supplied to transmission system of the Power Utility. This technology is generally used by the power plant and it is appropriated with the power plant which has small source of gas.

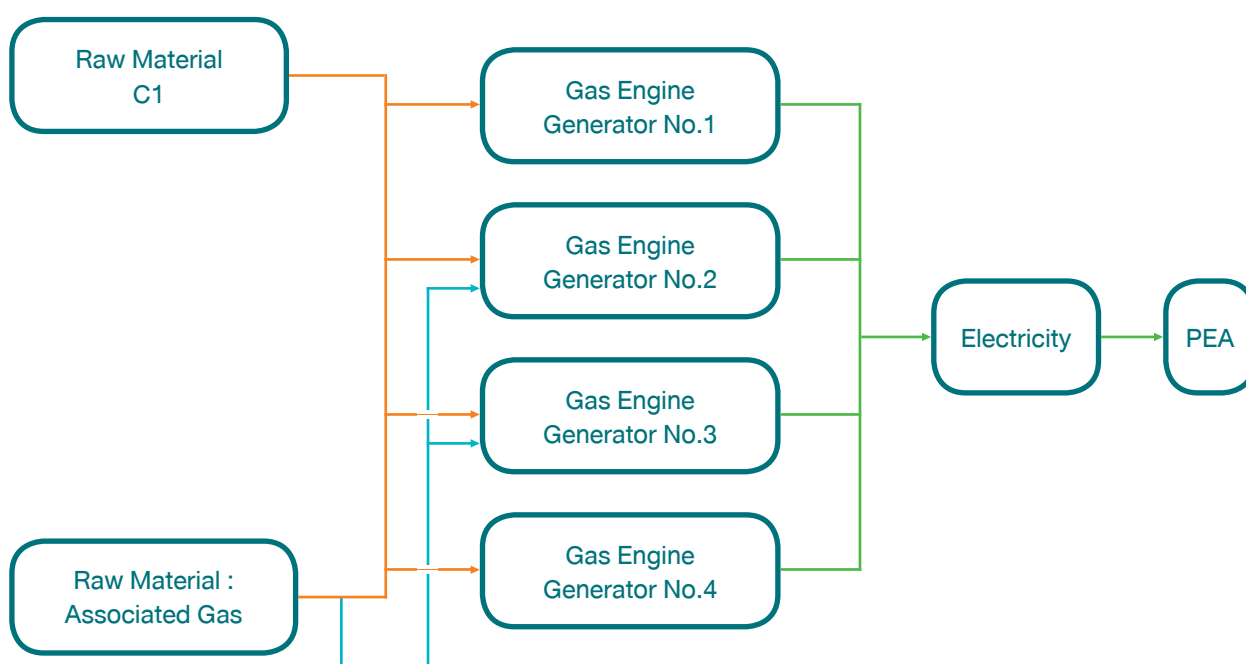


Diagram of overview production process of Sao Thian-A power plant

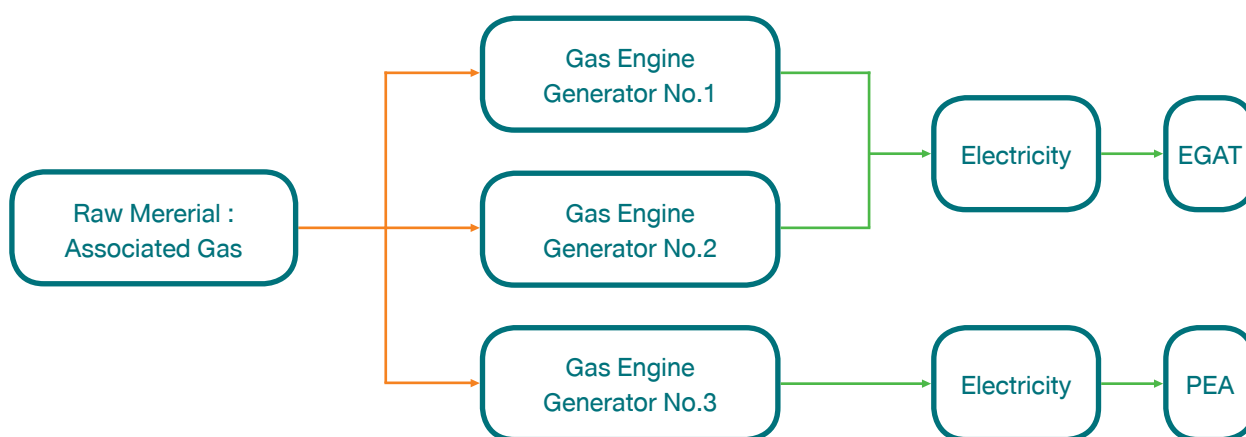


Diagram of overview production process of Pra Du Thao-A power plant

## Feedstock

### • Procurement of feedstock to be used in Sao Thian-A power plant

1. Fuel gas is main feedstock for power generation process which has been purchased from UAC Global Public Co. Ltd.'s Petroleum Production Plant (PPP), located in Kongkrait District, Sukhothai Province. Such fuel gas has been supplied via 3 inches natural gas pipe and distance from PPP to Sao Thian-A power plant is approximately 7 kilometers. UAC Energy Co., Ltd. has entered into Fuel Gas Supply Agreement with UAC Global Public Co., Ltd.

### Material information of Fuel Gas Supply Agreement with UAC Global Public Co., Ltd.

Execution Date	July 1, 2016
Party to Contract	1. UAC Energy Co., Ltd. or the “Purchaser”, 2. UAC Global Public Co., Ltd. or the “Seller”
Effective date of agreement	From July 1, 2016 to March 14, 2031
Products to be purchased and sold	Fuel Gas (Methane: C1) from Petroleum Production Plant (PPP)
Purchase price	As per mutually agreed between the Purchaser and the Seller

2. Associated gas is by-product of petroleum production process of Sao Thian-A Platform of PTT Exploration and Production Public Co., Ltd. which obtained petroleum concession for Sao Thian-A Source, Kongkrait District, Sukhothai Province from the Ministry of Energy. UAC Energy Co., Ltd. has entered into Associated Gas Supply Agreement with UAC Global Public Co., Ltd. Sao Thian-A power plant shall use associated gas in case Sao Thian-A Platform has increased a large volume of production capacity that the Petroleum Production Plant (PPP) cannot take or in case the Petroleum Production Plant (PPP) cannot supply fuel gas, such as during annual maintenance period.

### Material information of Associated Gas Supply Agreement with UAC Global Public Co., Ltd.

Execution Date	April 1, 2016
Party to Contract	1. UAC Energy Co., Ltd. or the “Purchaser”, 2. UAC Global Public Co., Ltd. or the “Seller”
Effective date of agreement	From April 1, 2016 to March 14, 2031
Products to be purchased and sold	Associated gas from Sao Thian-A Platform located in Block S1 Petroleum Concession.
Purchase Price	As per mutually agreed between the Purchaser and the Seller.

- **Procurement of feedstock to be used in Pra Du Thao-A power plant**

1. Associated gas is main feedstock for power generation process of Pra Du Thao-A power plant. Associated gas is by-product of petroleum production process of Pra Du Thao-A Platform of PTT Exploration and Production Public Co., Ltd. which obtained petroleum concession from Pra Du Thao-A Source, Kongkrailat District, Sukhothai Province from the Ministry of Energy. UAC Energy Co., Ltd. has entered into the Associated Gas Supply Agreement with UAC Global Public Co. Ltd.

#### Material information of Associated Gas Supply Agreement with UAC Global Public Co., Ltd.

Execution Date	April 1, 2016
Party to Contract	1. UAC Energy Co., Ltd. or the “Purchaser”, 2. UAC Global Public Co., Ltd. or the “Seller”
Effective date of agreement	From April 1, 2016 to March 14, 2023
Products to be purchased and sold	Associated gas from Pra Du Thao-A Production Platform located in Block S1 Petroleum Concession.
Purchase Price	As per mutually agreed between the Purchaser and the Seller.

#### Environmental Impact

The Company’s power plants in Kongkrailat District, Sukhothai Province use fuel gas as main feedstock. Such fuel gas is regarded as clean energy because it has high efficiency with complete combustion, and low pollution so it can reduce greenhouse gas effect which is the cause of global warming problems. In addition, usage of associated gas obtained from petroleum production of Sao Thian-A Source and Pra Du Thao-A Source of PTT Petroleum and Production Public Co., Ltd. as fuel can reduce air and noise pollution problems caused by flaring associated gas into the atmosphere, as well as reduce impact to nearby communities and environment.

#### Industrial Trend and Competition

In 2021, performance of Sao Thian-A power plant was rather stable pursuant to amount of fuel gas (C1) received from the Petroleum Production Plant (PPP). Nonetheless, in case the seller cannot supply fuel gas, the associated gas which is the backup fuel, can be used. For Pra Du Thao-A power plant, its overall performance was also decreased because PTT Exploration and Production Public Co., Ltd., associated gas producer, decreased its production.

Competitive condition of the power plants in the same industry is rather low because Sao Thian-A power plant uses fuel gas and associated gas which is by-product of petroleum production process as fuel for power generation and supply to the Provincial Electricity Authority (PEA). While Pra Du Thao-A power plant which is the first power plant in Kongkrailat District, Sukhothai Province that uses associated gas, by-product of petroleum production process, as fuel for power generation and supply to the Electricity Generation Authority of Thailand (EGAT) and the Provincial Electricity Authority (PEA). When comparing about

generating capacity, it was found that total generating capacity of the Company is much lower than other companies' power plants located nearby which are also engage in power generation business. However, there is competition from other industries, such as renewable energy industry, i.e., solar energy. Presently, many private companies pay much attention and invest in power generation from solar cells because it is renewable, clean energy and will not cause noise or air pollution and it also uses low investment costs. There are other sources of alternative energy, such as wind, hydro and biofuel energy, and etc. Such alternative energy has been supported by the government agencies because they can be used to replace fossil energy, such as coal, crude oil, natural gas and etc. Alternative energy is regarded as clean energy, as it will not cause pollution and is environmentally friendly. According to a 15 Year Alternative Energy Promotion and Development Plan (2012-2021), alternative energy will be promoted to be used at ratio of 20% of total energy. Consequently, in the future, competition of alternative energy industry has tendency to grow continually.

### 3.4 Electricity Generation from Biogas by using Energy Crops

The Company invested in a 1.5 MWp biogas power plant which used energy crop as main raw material in Mae Tang District, Chiang Mai Province. Commercial operation date of this project has been commenced on December 2015. In addition, UAC TPT also invested in 2 projects in Phuphaman District, Khon Kaen Province and construction of both projects had already been completed. Currently 1 project is now commencing its commissioning test to prepare readiness for supply of electricity. Generating capacity of each project is 1.5 MWp. Both projects are now requesting for the electricity selling permit from Provincial Electricity Authority (PEA). Total generating capacity of these plants will be 4.5 MWp, however, it will depend on policy and consideration of the public sector agencies.

#### Biogas Power Plant from Energy Crops, Mae Tang

Mae Tang biogas power plant is located in Mae Tang District, Chiangmai Province on the leased land closed to pig farm of Mongkol and Sons Co., Ltd. (which is not the Company's connected person). It has area of approximately 15 rai and generates electricity from biogas which is obtained from fertilization of energy crop. Its maximum capacity has been designed to produce 1.5 MWp. Such power plant has been certified on ISO 9001:2015 Quality Management Systems from SGS (Thailand) Co., Ltd. on December 2016.

#### Characteristic of Product or Service

Maximum electrical energy sold is 1.0 MWp at voltage of 22,000 volts and frequency of 50 Hz, which has been obtained from fertilization of energy crops until it has methane gas at approximately 50-55%, then supplied to the biogas generator.

#### Project Site



Project Site: Mae Tang District, Chiang Mai Province

## Characteristics of Customers and Target Customers

The Company's one and only direct customer that the Company supplies electric energy to is Provincial Electricity Authority (PEA) because the Company's biogas power plant from energy crops is the project which has been initiated with cooperation of the government sector by the Energy Policy and Planning Office (EPPO), Ministry of Energy pursuant to "Promotion of Biogas Technology for Industrial Plants" project to promote the use of energy crops then transformed into biogas to be used as an alternative heat and power source.

## Pricing Policy

Pricing policy of electricity shall be as per Notification of the Energy Regulatory Commission Re: Purchase of electricity from renewable energy (excluding solar energy) at "FiT" or "Feed in Tariff" for the Very Small Power Producer (VSPP) from Renewable Energy Program with the contract term of 20 years.

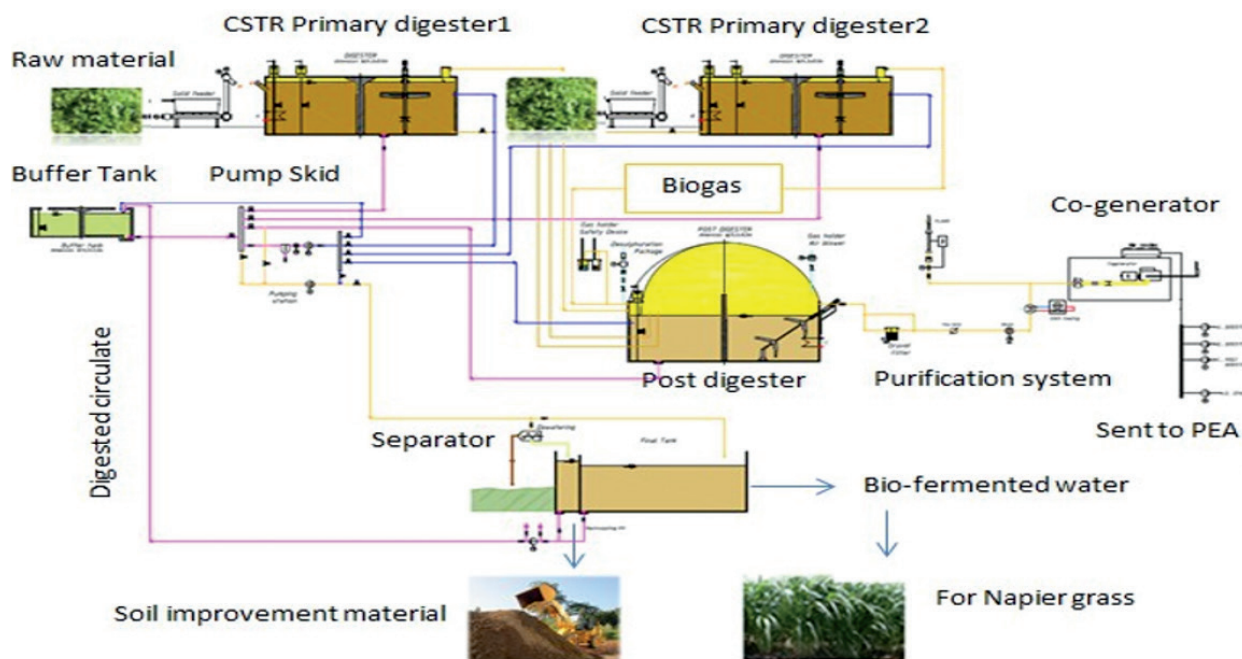
## Material Information of the Power Purchase Agreement

Execution Date	June 26, 2015
Parties to the Contract	1. Universal Adsorbent and Chemicals Public Co., Ltd. (former name of UAC Global Public Co., Ltd.), and 2. Provincial Electricity Authority (PEA)
Goods to be purchased and sold	Power energy
Contract Term	20 years from the Commercial Operation Date (COD)
Amount of power energy purchase and sold	Power energy not exceeding 1.0 MW at the maximum, at voltage of 22,000 volt.
Purchase price	As per specified in the agreement

## Procurement of Product or Service

### Production

This power plant, which uses biogas as fuel, applies the Continuously Stirred Tank Reactor (CSTR) technology of Italy to increase biogas output production, so that it can be used as fuel for power generation. Raw material used during start-up process is pig increment and main raw material for power generation is energy crops. The machinery in the production process will run automatically and continuously to digest organic waste to be biogas before entering into biogas quality improvement system and then to power production process. Power generated will be supplied to the Provincial Electricity Authority (PEA) and for its own usage in the plant.



Firstly, energy crops will be loaded into the Continuously Stirred Tank Reactor (CSTR) for digestion process into biogas. After that such biogas will be dehumidified, increased pressure and feed into power generation system to supply electricity to the Provincial Electricity Authority.

Digested slurry will be extracted and sludge will be produced as soil amendment and sold to the farmers. Some extracted water will be reused in the system to maintain the condition and the rest will be used for planting Napier Grass and corn including other agricultural crops to reduce the farmers' consumption of chemical fertilizers.

### Raw Material

Main raw material for production of biogas which will be used as fuel for power generation derives from Green Grass Development Co., Ltd., the major Napier grass grower and supplier, located closed to the Company's plant. This company also purchases Napier grass from the neighboring farmers who are crofters to supply to the Company. Therefore, raw material procurement and transportation is quite easy and convenient.

Presently, Green Grass Development Co., Ltd. has areas of approximately 1,000 rais for planting Napier glass, so it can supply adequate Napier grass for power production of the Company throughout the year.

In addition, after the corn harvesting season or when the corn has been sold to the market, the farmers will sell corn stalks to the Company's plant to be used as an alternative raw material. Therefore, it can benefit many parties, for instance it can make farmers have additional income, it can reduce pollution caused by stalk burning which led to smog and PM10 and PM2.5 problems in the North and it can make the power plant has additional raw material for power generation all year long.

## Quality Improvement of By Product from Production Process

There were approximately 500-600 tons per months of by products from electricity generation process from energy crops after the separator. These products can be used as soil improvement and mixture with soil for planting to increase microorganism and plant nutrient, N P K, in the soil. They can condition the decaying land from agricultural harvest, solve acid soil problem and it can be used as substrate for manufacturing of organic fertilizer.

The plant implemented the project to improve quality of soil improvement materials where formula and ingredients have been invented and new machines have been provided to increase amount and quality and develop products for better results. The plant has cooperated with the communities and distributed the plant's by-products from production process to the farmers living nearby the plant continually for more than 3 years. Thus, it can make the farmers have more income, reduce expenses, healthy and safely that they have been accepted by the farmers who used this product.

## Initiation for Manufacturing as Packaging

After by-product from production process have been accepted in the market, the Company began to manufacture in packaging form, improve fermentation formula, and launch as 1-kilogram-ready for usage bag for more convenience, easier usage and transportation and later a 20-kilogram package has been launched in the market for usage in general agricultural purpose. The plant is now studying about palletization process to maintain quality of soil improvement and for longer storage. This product can also add value and develop into new products of Mae Tang Plant.



## Environmental Impact

Power generation from biogas fuel by using energy crops as main raw material at Mae Tang Plant in Mae Tang District, Chiangmai Province can reduce air pollution problem and reduce corn stalk burning which is one of the causes of smog problems. In 2021, the Company purchased 10,849 tons of corn to be used as raw material, so it could reduce CO<sub>2</sub> emission from corn stalk burning for more than 8,711 tons/year.

Therefore, it can be regarded as this biogas power plant can help reduce pollution from the communities. This plant is a small power plant and is under energy conservation project that does not cause impact to the environment and the nearby communities, so it does not require to prepare the Environmental Impact Assessment (EIA) report.

The plant employed the third party agency to prepare the Code of Practices (COD) report and measure quality of the environment. Its results have been monitored every year to enhance confidence on safety to the employees and the surrounding communities.



## Industrial Trend and Competition

This Biogas Technology Promotion Program for Industrial Plant is the program supported by the government and there are power purchase agreements with exact firm FiT (Feed in Tariff) rate for 20 years, so there is not competition with regard to the production. In addition, this biogas power plant is classified as a very small power producer (VSPP), so the power output is very small when compare with power consumption of Thailand.

### 3.5 Vientiane Waste Management Project, Lao PDR

The Company has invested in waste management project in Vientiane, Lao PDR under Vientiane Waste Management Co., Ltd. or VWM, which is a joint venture of 3 companies, namely, UAC Energy Co., Ltd., M8 Holding Limited, and Kwan Muang Group Co., Ltd. VWM has entered into a concession agreement to produce renewable energy from solid waste to sell to the Vientiane Administration Organization, Lao PDR led by the Department of Planning and Investment of Vientiane Capital.

Vientiane Waste Management Project, Lao PDR is a project to transform solid waste into renewable energy and recycled products. Presently, the construction of waste sorting system, Phase 1 with sorting capacity of 200 tons per day has been completed and it is now under machines commissioning period.



## Nature of Product or Service

Products generated by Vientiane Waste Management Project in Lao PDR can be divided into 3 types as follows:

- Electricity from solid waste with generating capacity of 6 MW.
- Products from recycled plastic.
- Organic fertilizer from organic waste



## Project Site



Project Site: Baan Na Phasook (Milestone 32) Xaythany, Vientiane, Lao PDR.

## Material Information of the Concession Agreement

Execution Date	April 2, 2019
Parties to the Agreement	<ol style="list-style-type: none"> <li>1. Vientiane Capital Administration Organization by the Department of Planning and Investment of Vientiane Capital.</li> <li>2. Vientiane Waste Management Co., Ltd. (VMW)</li> </ol>
Concession Agreement	Waste management by transforming waste into renewable energy and recycled products
Term of Agreement	45 Years from the execution date of the Concession Agreement.

## Characteristics of Customers and Target Customers

Presently, the recycled products have been sold to 2 retail purchasers in front of the plant site. In the future, it is expected that there will be 2 additional customers, such as, the cement plant and Electricite du Laos (EDL). The cement plant will purchase RDF which is now under negotiation process and Electricite du Laos (EDL) will purchase electricity from the power plant to be constructed in the future and planned to be completed in 2023.

## Industrial Trend and Competition

In the future, waste separation process will be improved by increasing RDF shredding process from RDF Type 1 to RDF Type 3 to supply to be used as fuel in the cement plant. There will be an investment on construction of the power plant using solid waste as fuel with generating capacity of 6 MW, where 5 MW will be supplied to Electricite du Laos (EDL) and 1 MW will be used within the plant. Vientiane Waste Management Project has been granted concession from the government sector, so it does not have any competition with regard to production and distribution.

## Environmental Impact

Vientiane Waste Management Project has waste separating process to produce the following products:

- Light RDF (RDF Type 1): It will be sent to the shredders to make it become RDF Type 3 to be used as fuel for the cement plant and the power plant.
- Heavy RDF: It will be sent to the shredders to make it become RDF Type 3, just like Light RDF.
- Heavy Waste: It will be sent to the shredders to make it become RDF Type 3, just like Heavy RDF.
- Organic Waste: It will undergo the process to transform into fertilizer or soil amendment product.
- Recycled waste, such as plastic, glass and metal, will be sold to the plant to further recycle and reuse them.

Based on the above processes, it can be seen that all of sorted waste will be utilized, so it will not have any environmental impact.

### 3.6 Phuphaman Power Plant: Community Power Plant for the Local Economy Project (Pilot Project)

The Company by UAC & TPT Energy Co., Ltd. has invested in the construction of 1 biogas power plant using energy crops as fuel in Phuphaman District, Khon Kaen Province. The Company sent an application to offer to sell electricity under the Community Power Plant for the Local Economy Project (Pilot Project) to the Provincial Electricity Authority, and Phuphaman power plant has been selected to participate in the Community Power Plant for the Local Economy Project on September 23, 2021.

#### Characteristics of Product or Service

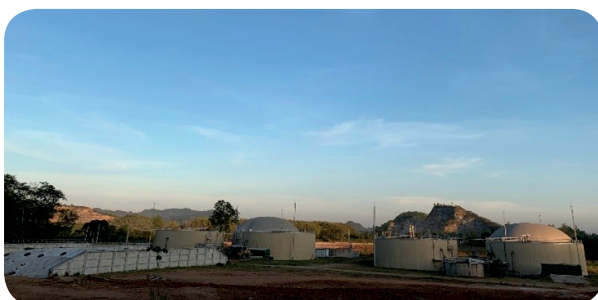
Maximum electrical energy supplied is 3.0 MW at voltage of 22,000 volts and frequency of 50 Hz, which has been obtained from fertilization of energy crops until it has methane gas at approximately 50-55%, then supplied to the biogas generator.

#### Progress of the Project

This project is now under pending for an execution of the power purchase agreement with the Provincial Electricity Authority (PEA) (within January 2022).

#### Project Site

Phuphaman biogas power plant using energy crops as fuel is located at Phuphaman District, Khon Kaen Province on the lease land closed to Thepprathanporn Stone Mill (a shareholder of UAC & TPT Energy Co., Ltd.) in areas of approximately 48 rai. It generates electricity by using biogas obtained from fertilization of energy crops. Its maximum capacity has been designed to produce 3.12 MW.



Project Site: Phuphaman District, Khon Kaen Province

## Characteristics of Customers and Target Customers

The Company's direct and only customer is Provincial Electricity Authority as a result of the notification of the Energy Regulation Commission (ERC) Re: Invitation to purchase electricity from very small power producers (VSPPs), the Community Power Plant for the Local Economy Project (Pilot Project) B.E. 2564 (2021). Purchase of electricity shall be as per the resolution of the National Energy Policy Council (NEPC) during the meeting no. 2/2019 (No. 149) on December 16, 2019 and during the meeting no. 2/2020 (No. 151) on November 16, 2020 including pursuant to the regulations of the Energy Regulation Commission (ERC) Re: Procurement of electricity from very small power producers (VSPPs), the Community Power Plant for the Local Economy Project (Pilot Project) B.E. 2564 (2021). Objectives of this project are to improve the grassroots economy, to make the energy crops farmers have solid income from fuel purchase and sale as contract farming and to enjoy mutual benefits and returns from the power plant as well as to make the power plant take part in supporting the community development and social welfare of the communities surrounding the power plant site.

## Pricing Policy

Pricing policy of electricity shall be as per regulation of the Energy Regulatory Commission (ERC) Re: Procurement of electricity from very small power producers (VSPPs), the Community Power Plant for the Local Economy Project (Pilot Project) B.E. 2564 (2021), which specified tariff pursuant to resolution of ERC No. 2/2019 (No. 149) on December 16, 2019 as "FiT" or "Feed in Tariff" scheme pursuant to installed capacity of generator and type of fuel with the contract term of 20 years.

## Material Information of the Power Purchase Agreement

Execution Date	It is expected that agreement can be executed within January 2022.
Parties to the Contract	1. UAC & TPT Energy Co., Ltd., and 2. Provincial Electricity Authority (PEA)
Goods to be purchased and sold	Power energy
Contract Term	20 years from the Commercial Operation Date (COD)
Amount of power energy purchase and sold	Power energy not exceeding 3.0 MW at the maximum, at voltage of 22,000 volts.
Purchase price	As per specified in the agreement

## Industrial Trend and Competition

As the Community Power Plant for the Local Economy Project (Pilot Project) is a project pursuant to resolution of the National Energy Policy Council (NEPC) and there are power purchase agreements with exact firm FiT (Feed in Tariff) rate for 20 years, so it does not have any competition with regard to the production. In addition, as this power plant is classified as a very small power plant (VSPP), so the power output is very small when compared with power consumption in Thailand.

## Environmental Impact

Electricity generation from biogas fuel by using energy crops or waste at Phuphaman District, Khon Kaen Province use energy crops or waste as main raw material which is obtained from fertilization of energy crops, so it can help reduce air pollution, and corn stalk burning which cause pollution from smog including CO<sub>2</sub> Emission.

Therefore, it can be regarded as this biogas power plant can help reduce pollution from the communities. This plant is a small power plant and is under energy conservation project that does not cause impact to the environment and the nearby communities, so it does not require to prepare the Environmental Impact Assessment (EIA) report.

However, in order to apply for the electricity industry license, the project has to prepare the Code of Practice (CoP) report pursuant to regulation of the Energy Regulatory Commission on Measures for the prevention, remedy and monitoring of environmental impact for electricity generation operators using biogas as fuel for power generation. In addition, public hearing session must be arranged pursuant to regulation of the Energy Regulatory Commission on Public Hearings and Creation of Understanding with the Public and the Stakeholders to build confidence on safety to the employees and the communities.

### 3.7 Production and Distribution of Bio-diesel

The Company has joint investment in Bangchak Biofuel Co., Ltd. ("BBF") with BBGI Co., Ltd., a subsidiary of Bangchak Petroleum Plc. ("BCP"), at shareholding ratio of 30% and 70%, respectively. BBF is located in Bang Pa-in District, Phra Nakorn Sri Ayudhya Province and engages in business of production and supply of biodiesel which is liquefied fuel used as substitute mixture with some part of diesel oil obtained from petroleum process in order to produce various types of diesel oil such as biodiesel B7. Initially, BBF's production capacity of biodiesel was 360,000 liters per day, later in 2014, BBF has invested in construction of the 2nd plant located in the same area of the 1st plant to increase its production capacity by 450,000 liters per day. The construction has been completed and the revenue has been recognized since the third quarter of 2016, with total production capacity of 810,000 liters per day. At present, production capacity has increased to 1,000,000 liters per day and B100 Type 2 has been produced as per the latest standard of the Department of Energy Business.

### Characteristic of Product or Service

BBF is a producer and supplier of biodiesel (B100), liquefied fuel, obtained from crude palm oil or products from palm oil, such as Palm Stearine which has to undergo chemical process called transesterification process by making palm oil interact with alcohol, i.e. methanol, and alkaline is used as catalyst until it generates ester which has property closed to diesel called "biodiesel" or "B100". This plant also has crude glycerin (technical grade), by-product from biodiesel production process, which currently has high demand in the markets because they can be used to produce other chemical products in upstream industry apart from usage in food, medicine and cosmetics industry and etc.

## Characteristic of Customer and Target Customer

- **Biodiesel Product**

All of biodiesel products produced are supplied within the country and main target customers are oil companies as biodiesel can be mixed with diesel oil to obtain biodiesel at various grades. Presently, major customer is Bangchak Corporation Public Co., Ltd. (BCP), a parent company of BBF. BCP has entered into an agreement with BBF to purchase biodiesel produced at the minimum amount specified in such agreement. Other customers are large refineries.

- **Crude Glycerin and Refined Glycerin**

Glycerin, a by-product of biodiesel production, shall be sold to the major traders both within and outside the country to further resale to the users in other industries, such as food, medicine and cosmetics industry including upstream industries of chemical products.

## Pricing Policy

Selling price of biodiesel that BBF used for negotiation or bidding with the customers will be mainly referred to the pricing formula announced by the Energy Policy Management Commission, Re: Reference prices of denature ethanol and fatty acid methyl ester biodiesel.

BBF determined selling price of crude glycerin by referring to glycerin prices in Asian markets then applied with discount as per quality or grade of products as criteria for negotiation on prices for export to abroad.

## Competition

Currently, there are many biodiesel operators and total production capacity exceeds the demands in the country, however, BBF did not have much impact from such business competition because biodiesel produced by BBG has good quality and conforms to standards of Department of Energy Business and it can be mixed with diesel oil in various ratio then sold to the oil users. While crude glycerin, a by-product of biodiesel production, shall be sold to the major traders, both within and outside the country.

Thailand still has been impacted from the coronavirus (COVID-19) pandemic situation continually. Lockdown measures which have been imposed in the maximum controlled areas resulted in an unavoidably reduction of fuel consumption of all sectors. However, the government continually promoted usage of biodiesel as renewable energy and diesel B7 has been announced to be used as basis, and as palm oil production amount of Malaysia and in Thailand reduced, so it made prices of domestic crude palm oil increased accordingly.

## Competitive Strategy

1. The Company chose to use automatic production technology with flexible raw materials, though it has higher investment cost, but competitiveness on operating cost is better, because it has high yield and demand of utilities, i.e. fuel, electricity and chemicals is much lower normal (Batch) system. Consequently, production cost will be reduced in the long term.
2. With technology for flexible usage of raw material, the plant can choose various kinds of raw material as per different requirements of customers in each season.

## Environmental Impact

There are 3 types of wastes from biodiesel production process: waste water, air pollution & noise and solid waste. BBF Plant has to comply with the requirements of the concerned government agencies, for instance, discharge of waste water must be controlled to be as per the Notification of the Ministry of Science and Technology and air emission from the industrial plant must be controlled to be as per Notification of the Ministry of Natural Resources and Environment as well as Enhancement and Conservation of the National Environmental Quality Act. For the past period, BBF has sent environmental measurement report to the Department of Industrial Works and it had passed standards prescribed.

In addition, main raw materials used in the biodiesel production process of BBF are from nature, by-products and waste from production process which are biodegradable and do not cause impact to the environment. However, there are some chemical components which may cause impact to the environment, such as waste water and solid waste. BBF has measures for disposal of such waste as follows:

### 1) Waste Water

BBF has waste water treatment system and reused water from production process in order to minimize discharge of effluent. There are approximately 100 cubic meters of waste water per day from production process but there is no heavy metal contaminated in such waste water.

In order to reduce usage of resources, such as water and chemicals, BBF has designed the waste water management system by using the constructed wetland systems, so that it will be the first biodiesel plant in Thailand which has zero discharge.

Treated water from main water treatment system of the project will be sent to reverse osmosis system and such water will be reused in other activities, such as in cooling tower, for watering tree and for cleaning purpose. Hence, there will not be water from production process discharged to the environment, which is as per qualification of effluent of the Department of Industrial Works, Ministry of Industry.

### 2) Solid Waste

During biodiesel production process, it incurs solid waste but such waste can be used in other industries, for instance sludge and bleaching clay can be used as agricultural fertilization. For the remaining solid waste, it will be disposed by the outsource company.



### 3) Air Pollution & Noise

As the biodiesel of BBF is a closed system by using residue methanol for reactivation process, so there is no chemical fume emitted into the air, therefore it is not required to have air treatment system. In addition, noise level does not exceed the controlled standard, so no special management system is required.

## 4. Engineering, Procurement and Construction (EPC) and Operation & Maintenance (O&M) Service Business

**4.1 Enerray UAC (Thailand) Co., Ltd.**, an associated company, is a joint venture between UAC Energy Co., Ltd., a subsidiary, and Enerray S.p.A, Italy which has expertise on EPC contractor of solar energy power plant in Europe. This company was established on March 15, 2016 with objectives to operate EPC contractor for solar energy power plant and Operation & Maintenance (O&M) services both in Thailand and countries in Southeast Asia. Currently, there is project which is under construction and providing O&M services.

## 5. Engineering Service Business for Biogas Production System from energy crops and agricultural residue/waste

UAC Energy Co., Ltd. provides engineering services for construction of biogas production system to Sunsweet Public Co., Ltd., located at Sun Patong District, Chiangmai Province. Chopping corncobs, residue from production process, has been used as raw material for biogas production to increase amount of biogas for usage in power generation within the plant and for sales to the Provincial Electricity Authority.

### Characteristics of Product or Service

Provision of engineering consultancy service, procurement of machinery, selection of contractor, supervision of construction including commencement of biogas production system.

### Progress of the Project

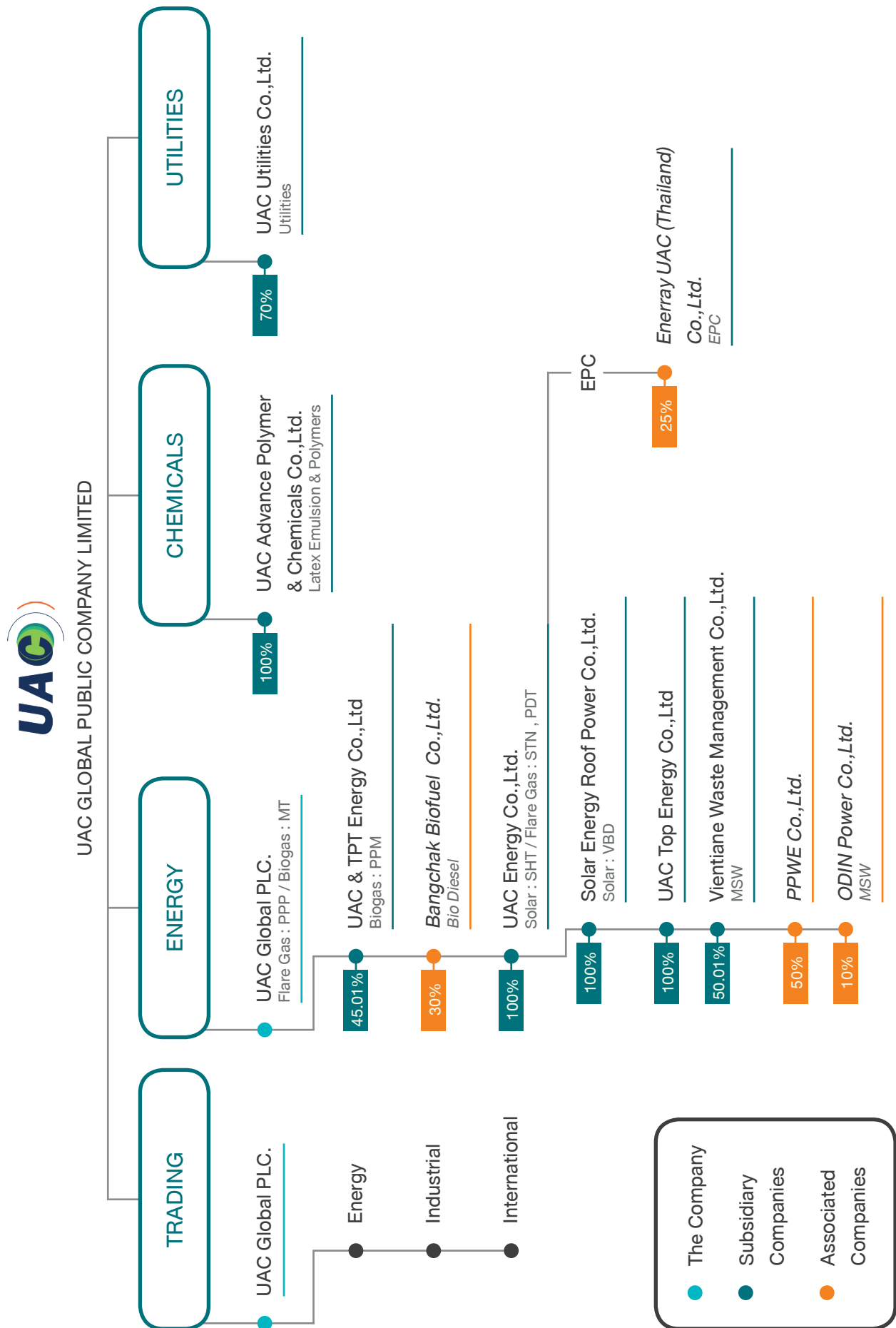
This project is now under construction and machine installation and it is expected that the commencement of the biogas production system will be during mid of January 2022.

### Project Site



Project Site: Sunsweet Public Co., Ltd., located in Sun Patong District, Chiangmai Province

## Company shareholding structure





## General Information of Subsidiary and Associated Companies

### Subsidiary Company 7 companies

(1)	<b>Name of Company</b>	:	<b>UAC Utilities Company Limited</b>
	Shareholding Portion	:	70%
	Type of Business	:	Investment in renewable energy and utilities projects
	Registration No.	:	0105554049345
	Registered Capital	:	100,000,000 Baht
	Paid-up Capital	:	100,000,000 Baht
	Number of Shares	:	1,000,000 Shares
	Par value	:	100 Baht
	Address of Head Office	:	No 1, TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19, Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok 10900
	Telephone	:	0-2936-1701
	Facsimile	:	0-2936-1700
(2)	<b>Name of Company</b>	:	<b>UAC &amp; TPT Energy Company Limited</b>
	Shareholding Portion	:	45.01%
	Type of Business	:	Investment in Biogas plant for transportation and general industry
	Registration No.	:	0105555167953
	Registered Capital	:	166,666,700 Baht
	Paid-up Capital	:	166,666,700 Baht
	Number of Ordinary Shares	:	1,500,000 Shares
	Number of Preferred shares	:	166,667 Shares
	Par value	:	100 Baht
	Address of Head Office	:	No. 1, TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19, Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok 10900
	Telephone	:	0-2936-1701
	Facsimile	:	0-2936-1700



- (3) **Name of Company** : **UAC Energy Company Limited**
- Shareholding Portion : 100%
- Type of Business : Investment in energy projects
- Registration No. : 0105556136130
- Registered Capital : 200,000,000 Baht
- Paid-up Capital : 200,000,000 Baht
- Number of Shares : 2,000,000 Shares
- Par value : 100 Baht
- Address of Head Office : No. 1, TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19,  
Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District,  
Bangkok 10900
- Telephone : 0-2936-1701
- Facsimile : 0-2936-1700
- (4) **Name of Company** : **Solar Energy Roof Power Company Limited**
- Shareholding Portion : 100% (Shareholding by UAC Energy Company Limited)
- Type of Business : Generating and distribution of electricity from Solar power
- Registration No. : 0105556138311
- Registered Capital : 12,525,000 Baht
- Paid-up Capital : 12,525,000 Baht
- Number of Shares : 125,250 Shares
- Par value : 100 Baht
- Address of Head Office : No. 1, TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19,  
Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District,  
Bangkok 10900
- Telephone : 0-2936-1701
- Facsimile : 0-2936-1700
- (5) **Name of Company** : **UAC Advance Polymer & Chemicals Company Limited**
- Shareholding Portion : 100%
- Type of Business : Manufacturing and distribution of latex emulsion and latex polymer
- Registration No. : 0105558011415
- Registered Capital : 180,000,000 Baht
- Paid-up Capital : 180,000,000 Baht
- Number of Shares : 1,800,000 Shares
- Par value : 100 Baht
- Address of Head Office : No. 1, TP&T Tower, 21st Floor, Soi Vibhavadirangsit 19,  
Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District,  
Bangkok 10900
- Telephone : 0-2537-9016
- Facsimile : 0-2537-9015

- (6) **Name of Company** : **UAC Top Energy Company Limited**
- Shareholding Portion : 100% (Shareholding by UAC Energy Company Limited)
- Type of Business : Investment in energy projects
- Registration No. : 0105560006113
- Registered Capital : 7,000,000 Baht
- Paid-up Capital : 7,000,000 Baht
- Number of Shares : 70,000 Shares
- Par value : 100 Baht
- Address of Head Office : No. 1, TP&T Tower, 19st Floor, Soi Vibhavadirangsit 19,  
Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District,  
Bangkok 10900
- Telephone : 0-2936-1701
- Facsimile : 0-2936-1700
- (7) **Name of Company** : **Vientiane Waste Management Company Limited**
- Shareholding Portion : 50.01% (Shareholding by UAC Energy Company Limited)
- Type of Business : Waste Management at Vientiane, LPDR.
- Registration No. : 058375564000
- Registered Capital : 72,900,000,000 LAK
- Paid-up Capital : 42,429,027,933.59 LAK
- Number of Shares : 36,450,000 Shares
- Par value : 2,000 LAK
- Address of Head Office : Dongsavath Village, Sisatthanak District, Vientiane, LPDR.
- Telephone : (+856) 20 99903393
- (8) **Name of Company** : **Energy Crop Power 1 Company Limited** (Dissolution on December 7, 2021)
- Shareholding Portion : 100% (Shareholding by UAC Top Energy Company Limited)
- Type of Business : Generating and distribution of electricity from Biogas
- Registration No. : 0105564035886
- Registered Capital : 6,400,000 Baht
- Paid-up Capital : 1,600,000 Baht
- Number of Shares : 64,000 Shares
- Par value : 100 Baht
- Address of Head Office : No. 1, TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19,  
Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District,  
Bangkok 10900
- Telephone : 0-2936-1701
- Facsimile : 0-2936-1700

- (9) **Name of Company** : **Energy Crop Power 2 Company Limited** (Dissolution on December 7, 2021)
- Shareholding Portion : 100% (Shareholding by UAC Top Energy Company Limited)
- Type of Business : Generating and distribution of electricity from Biogas
- Registration No. : 0105564035916
- Registered Capital : 6,400,000 Baht
- Paid-up Capital : 1,600,000 Baht
- Number of Shares : 64,000 Shares
- Par value : 100 Baht
- Address of Head Office : No. 1, TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19,  
Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District,  
Bangkok 10900
- Telephone : 0-2936-1701
- Facsimile : 0-2936-1700
- (10) **Name of Company** : **Energy Crop Power 3 Company Limited** (Dissolution on December 7, 2021)
- Shareholding Portion : 100% (Shareholding by UAC Top Energy Company Limited)
- Type of Business : Generating and distribution of electricity from Biogas
- Registration No. : 0105564035894
- Registered Capital : 6,400,000 Baht
- Paid-up Capital : 1,600,000 Baht
- Number of Shares : 64,000 Shares
- Par value : 100 Baht
- Address of Head Office : No. 1, TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19,  
Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District,  
Bangkok 10900
- Telephone : 0-2936-1701
- Facsimile : 0-2936-1700
- (11) **Name of Company** : **Energy Crop Power 4 Company Limited** (Dissolution on December 7, 2021)
- Shareholding Portion : 100% (Shareholding by UAC Top Energy Company Limited)
- Type of Business : Generating and distribution of electricity from Biogas
- Registration No. : 0105564044346
- Registered Capital : 6,400,000 Baht
- Paid-up Capital : 1,600,000 Baht
- Number of Shares : 64,000 Shares
- Par value : 100 Baht
- Address of Head Office : No. 1, TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19,  
Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District,  
Bangkok 10900
- Telephone : 0-2936-1701
- Facsimile : 0-2936-1700

(12)	<b>Name of Company</b>	:	<b>Energy Crop Power 5 Company Limited</b> (Dissolution on December 7, 2021)
	Shareholding Portion	:	100% (Shareholding by UAC Top Energy Company Limited)
	Type of Business	:	Generating and distribution of electricity from Biogas
	Registration No.	:	0105564044176
	Registered Capital	:	6,400,000 Baht
	Paid-up Capital	:	1,600,000 Baht
	Number of Shares	:	64,000 Shares
	Par value	:	100 Baht
	Address of Head Office	:	No. 1, TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19, Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok 10900
	Telephone	:	0-2936-1701
	Facsimile	:	0-2936-1700

#### Associated Company 5 companies

- (1) Name of Company :** **Bangchak Biofuel Company Limited**

Shareholding Portion : 30%

Type of Business : Production and distribution of biodiesel and by-products

Registration No. : 0105551029246

Registered Capital : 281,500,000 Baht

Paid-up Capital : 281,500,000 Baht

Number of Shares : 2,815,000 Shares

Par value : 100 Baht

Address of Head Office : No. 28, Moo 9, Bangkrason Sub-district, Bangpain District, Pranakornsriyutthaya Province 13160

Telephone : 035-276-500

Facsimile : 035-276-549
  
- (2) Name of Company :** **Enerray UAC (Thailand) Company Limited**

Shareholding Portion : 25% (Shareholding by UAC Energy Company Limited)

Type of Business : Engineering, Procurement and Construction of energy projects

Registration No. : 0105559045038

Registered Capital : 6,000,000 Baht

Paid-up Capital : 6,000,000 Baht

Number of Shares : 60,000 Shares

Par value : 100 Baht

Address of Head Office : No. 1, TP&T Tower, 18th Floor, Soi Vibhavadirangsit 19, Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok 10900

Telephone : 0-2936-1701

Facsimile : 0-2936-1700
  
- (3) Name of Company :** **PPWE Company Limited**

Shareholding Portion : 50% (Shareholding by UAC Energy Company Limited)

Type of Business : Investment in energy projects

Registration No. : 0105559005541

Registered Capital : 40,000,000 Baht

Paid-up Capital : 40,000,000 Baht

Number of Shares : 400,000 Shares

Par value : 100 Baht

Address of Head Office : No. 2/2 Soi Krungthep Kritha 8(5), Krungthep Kritha Road, Huamark Sub-District, Bangkapi District, Bangkok 10240

Telephone : 0-2379-3902

Facsimile : 0-2379-3097



- (4) **Name of Company** : **ODIN Power Company Limited**
- Shareholding Portion : 10% (Shareholding by UAC Energy Company Limited)
- Type of Business : Investment in energy projects
- Registration No. : 0115541003996
- Registered Capital : 200,000,000 Baht
- Paid-up Capital : 200,000,000 Baht
- Number of Shares : 2,000,000 Shares
- Par value : 100 Baht
- Address of Head Office : No. 333/3 Moo 6, Thumbon Bang Preang, Amphur Bang Bor,  
Samut Prakarn Province 10560
- Telephone : 0-2108-0360-6
- Facsimile : 0-2108-0367
- (5) **Name of Company** : **ODIN Myanmar Limited**
- Shareholding Portion : 40% (Shareholding by UAC Energy Company Limited)
- Type of Business : Investment in energy projects
- Registration No. : 0115560028281
- Registered Capital : 1,000,000 Baht
- Paid-up Capital : 1,000,000 Baht
- Number of Shares : 10,000 Shares
- Par value : 100 Baht
- Address of Head Office : No. 333/3 Moo 6, Thumbon Bang Preang, Amphur Bang Bor,  
Samut Prakarn Province 10560
- Telephone : 0-2108-0360-6
- Facsimile : 0-2108-0367

## Subsidiary Companies

1. **UAC Utilities Co., Ltd. (“UAC Utilities”)**, the Company’s subsidiary, has been established on April 8, 2011. The Company holds 69.9998%, PTE Plus Co., Ltd. holds 30.00% and the management holds 0.0002% of shares in this entity. Its current registered capital is 100 million Baht and its objective is to engage in business relating to utilities and energy.
2. **UAC & TPT Energy Co., Ltd. (“UAC TPT”)**, the Company’s subsidiary, has been established on November 12, 2012. The Company holds 45.0099%, TPT Thepprathanporn Co., Ltd. holds 44.9900% Phuphaman Energy Plant Community Enterprise Co., Ltd. holds 10.00% and the management holds 0.0001% of shares in this entity. Its current registered capital is 166.67 million Baht and its objective is to operate business relating to production of biogas to be used for electricity generation, transportation and general industries.
3. **UAC Energy Co., Ltd. (“UAC Energy”)**, the Company’s subsidiary, has been established on August 26, 2013. The Company holds 99.99985% and the management holds 0.00015% of shares in this entity. Its current registered capital is 200 million Baht and its objective is to invest in the energy-related projects.
4. **Solar Energy Roof Power Co., Ltd. (“SERP”)** has been established by acquisition of ordinary shares from Sun Edison Energy (Thailand) Co., Ltd. on November 18, 2014. SERP is an indirect subsidiary where the Company holds shares through UAC Energy Co., Ltd. UAC Energy Co., Ltd. holds 99.9976% and the management holds 0.0024% of shares in this entity. SERP’s current registered capital is 12.525 million Baht and its objective is to generate and supply electricity from solar energy.
5. **UAC Advance Polymer & Chemicals Co., Ltd. (“UAPC”)**, the Company’s subsidiary, has been established on January 21, 2015 by acceptance entire business transfer from Advance Polymer and Chemicals Co., Ltd. (APC). The Company holds 99.9998% and the management holds 0.0002% of shares in this entity. Its current registered capital is 180 million Baht and its objectives are to manufacture and distribute latex emulsion and latex polymer for use in various industries, such as paint and coating, printing ink and publishing, adhesive, paper, synthetic material to be used as raw material in production of textiles and garment and etc.
6. **UAC Top Energy Co., Ltd. (“UAC Top Energy”)** has been established on January 13, 2017. It is an indirect subsidiary where the Company holds shares via UAC Energy Co., Ltd. UAC Energy Co., Ltd. holds 99.9971% and the management holds 0.0029% of shares in this entity. Its current registered capital is 7 million Baht and its objective is to invest in energy projects.
7. **Vientiane Waste Management Company Limited (“VWM”)** has been incorporated in Vientiane, Lao’s People Democratic Republic on June 3, 2019. VWM is an indirect subsidiary where the Company holds shares via UAC Energy Co., Ltd. UAC Energy Co., Ltd. holds 50.01%, M8 holding Co., Ltd. holds 29.99% and Kwan Muang Group Company Limited holds 20.00% of shares in this entity. VWM’s current registered capital is 72.90 million Kip and its objective is to invest in waste management project to produce renewable energy and process recycled product in Vientiane, Lao PDR.

8. **Energy Crop Power 1 Company Limited (“ECP1”)** has been established on March 1, 2021 and it is an indirect subsidiary where the Company holds shares through UAC Top Energy Co., Ltd. UAC Top Energy Co., Ltd. holds 99.99%, the management holds 0.0031% and other group holds 0.0016% of shares in this entity. Its current registered capital is 6.4 million Baht and its objective is to generating and distribution of electricity from Biogas. Presently The Company has registered for dissolution since December 7, 2021.
9. **Energy Crop Power 2 Company Limited (“ECP2”)** has been established on March 1, 2021 and it is an indirect subsidiary where the Company holds shares through UAC Top Energy Co., Ltd. UAC Top Energy Co., Ltd. holds 99.99%, the management holds 0.0031% and other group holds 0.0016% of shares in this entity. Its current registered capital is 6.4 million Baht and its objective is to generating and distribution of electricity from Biogas. Presently The Company has registered for dissolution since December 7, 2021.
10. **Energy Crop Power 3 Company Limited (“ECP3”)** has been established on March 1, 2021 and it is an indirect subsidiary where the Company holds shares through UAC Top Energy Co., Ltd. UAC Top Energy Co., Ltd. holds 99.99%, the management holds 0.0031% and other group holds 0.0016% of shares in this entity. Its current registered capital is 6.4 million Baht and its objective is to generating and distribution of electricity from Biogas. Presently The Company has registered for dissolution since December 7, 2021.
11. **Energy Crop Power 4 Company Limited (“ECP4”)** has been established on March 12, 2021 and it is an indirect subsidiary where the Company holds shares through UAC Top Energy Co., Ltd. UAC Top Energy Co., Ltd. holds 99.99%, the management holds 0.0031% and other group holds 0.0016% of shares in this entity. Its current registered capital is 6.4 million Baht and its objective is to generating and distribution of electricity from Biogas. Presently The Company has registered for dissolution since December 7, 2021.
12. **Energy Crop Power 5 Company Limited (“ECP5”)** has been established on March 12, 2021 and it is an indirect subsidiary where the Company holds shares through UAC Top Energy Co., Ltd. UAC Top Energy Co., Ltd. holds 99.99%, the management holds 0.0031% and other group holds 0.0016% of shares in this entity. Its current registered capital is 6.4 million Baht and its objective is to generating and distribution of electricity from Biogas. Presently The Company has registered for dissolution since December 7, 2021.

## Associated Companies

1. **Bangchak Biofuel Co., Ltd. (“BBF”)**, which has been established on March 12, 2008, is an associated company in which the Company holds 30.00% and BBGI Co., Ltd., a subsidiary company of Bangchak Corporation Plc. (“BCP”) holds 70% of shares of this entity. BBF’s current registered capital is 281.50 million Baht and its objective is to produce and supply biodiesel which is liquefied fuel used as substitute mixture with some part of diesel oil obtained from petroleum process in order to produce various types of diesel oil such as biodiesel B7 or B10 and etc.
2. **Enerray UAC (Thailand) Co., Ltd. (“ENERRAY UAC”)**, an indirect associated company, has been established on March 15, 2016. It is a joint venture between UAC Energy holding 25.00%, ENERRAY S.p.A (“ENERRAY”) holding 49.00% and Legal and Commercial Service International Company Limited holding 26.00% of shares. Enerray UAC’s current registered capital is 6 million Baht and its objectives are to operate EPC contract for solar energy power plant and to provide Operation & Maintenance (O&M Services) both in Thailand and countries in Southeast Asia.
3. **PPWE Co., Ltd. (“PPWE”)**, an indirect associated company, has been established on January 12, 2016. It is a joint venture between UAC Energy holding 49.99%, QTC Energy Public Co., Ltd. (“QTC”) holding 49.99%, the management holding 0.0005% and other group holding 0.02% of shares. PPWE’s current registered capital is 40 million Baht and its objective is to engage in investment business of energy projects.
4. **Odin Power Co., Ltd. (“ODIN”)**, an indirect associated company, has been established on December 20, 2016. It is a joint venture between UAC Utilities holding 10.00%, SNC Former Public Co., Ltd. holding 55.00%, Forth Corporation Public Co., Ltd. holding 10.00% and other natural persons holding 25.00% of shares. ODIN’s current registered capital is 200 million Baht and its objective is to invest in power plant project from waste and alternative energy.
5. **ODIN Myanmar Co., Ltd. (“ODIN Myanmar”)**, indirect associated company, has been established on November 30, 2017. It is a joint venture between UAC Energy holding 40.00% and ODIN holding 60.00% of shares. ODIN Myanmar’s current registered capital is 1 million Baht and its objective is to invest in energy projects overseas.

## Shareholding Structure

List of Top 10 Major Shareholders	No. of Shares	Percent
1. Jivacate Group	375,292,863	56.21
1.1 Mr. Kitti Jivacate	323,603,463	48.47
1.2 Miss Chavisa Jivacate	25,946,500	3.89
1.3 Miss Alisa Jivacate	25,742,900	3.86
2. Jarumanopas Group	46,753,406	7.00
2.1 Miss Nilrat Jarumanopas	30,524,601	4.57
2.2 Miss Niranuch Jarumanopas	16,144,305	2.42
2.3 Mr. Prasong Jarumanopas	84,500	0.01
3. Sareewiwatthana Group	45,586,659	6.83
3.1 Mrs. Waranee Sareewiwatthana	1,620,505	0.24
3.2 Miss Pimsiri Sareewiwatthana	23,906,137	3.58
3.3 Miss Pichsinee Sareewiwatthana	20,060,017	3.00
4. Lerdrachkul Group	14,464,575	2.17
4.1 Mr. Chinamania Lerdrachkul	12,187,530	1.83
4.2 Mrs. Ladda Lerdrachkul	2,277,045	0.34
5. MR. Perawat Tanmarpimonta	13,000,000	1.95
6. Mrs. Mayuree Wongkaewcharoen	12,220,000	1.83
7. Lumprasert Group	8,542,366	1.28
7.1 Miss Kalaya Lumprasert	8,507,791	1.27
7.2 Miss Malee Lumprasert	27,825	0.00
7.3 Mr. Surachai Lumprasert	6,750	0.00
8. Miss Nirin Jui - in	6,510,610	0.98
9. Thai NVDR Company Limited	6,283,874	0.94
10. Mongkolsamai Group	6,031,000	0.90
10.1 Mr. Suparoek Mongkolsamai	5,000,000	0.75
10.2 Mrs. Patchara Mongkolsamai	940,000	0.14
10.3 Mr. Supamongkol Mongkolsamai	81,000	0.01
10.4 Mr. Pitakpong Mongkolsamai	10,000	0.00
<b>Total Major Shareholders</b>	<b>534,685,353</b>	<b>80.09%</b>
<b>Minor Shareholders</b>	<b>132,920,846</b>	<b>19.91%</b>
<b>Total</b>	<b>667,606,199</b>	<b>100.00%</b>

## Registered capital and paid-up capital

### Registered capital and paid-up capital

The company has a registered capital and paid-up capital at the amount of Baht 367,183,099.50 and Baht 333,803,099.50 respectively, divided into 667,606,199 common shares at a par value of Baht 0.50.

### Restrictions on foreign shareholding

The number of foreign shareholders and percentage of foreign shareholding shall not be more than 49 percent of total issued and paid-up share capital of the Company. As at December 31, 2021, the number of shares held by the foreigners was approximately 0.002 percent of the Company's total paid-up share capital.

As at December 31, 2021, Thai NVDR Company Limited ("Thai NVDR"), a subsidiary company of the Stock Exchange of Thailand, has issued the Non-Voting Depository Receipt (NVDR) to the Company's shareholders as underlying assets at 6,283,874 shares or 0.94 percent of the issued and paid-up share capital. The holders of NVDR are entitled to benefits from the Company's shares, but they cannot exercise their voting rights at the shareholders' meeting because they are not the direct shareholders of the Company. However, in practice, Thai NVDR can attend the shareholders' meeting and cast its votes pursuant to its independent judgment, not by order of the holders of NVDR.

In addition, the number of the Company's shares invested by the investors in NVDR may be varied, which cannot be defined by the Company. However, the investor can examine the number of NVDR shares at the website of the Stock Exchange of Thailand at [www.set.or.th/nvdr](http://www.set.or.th/nvdr).

### Issuance of Other Securities

#### Debentures

In 2020, the company has issued and offered unsubordinated debentures, Named Certificate, Unsecured and with Debenture Holder Representative at the amount of Baht 300,000,000, offering to Institutional investors and/or high net worth investors with 3-month interest payment.

As of December 31, 2021 UAC posted Baht 300,000,000 Baht in outstanding bonds as detailed below.

Symbol	Amount (Units)	Par (Baht)	Amount (Baht)	Interest rate (%/year)	Maturity Period (Years)/ Redemption Schedule
UAC226A	300,000	1,000	300,000,000	5.5	2 years / 2022

#### Report on utilization of Debentures proceeds

Year	Objective	Amount (Baht)	Period	Details of the progress
2020	Loan repayment and working capital	300,000,000	June 2020 - September 2020	1. Loan repayment 248 Mill. Baht 2. working capital 52 Mill. Baht



## The dividend payment policy

### The dividend payment policy of the Company

The Company's dividend payment policy is fixed at the minimum 40% of net profit of the separate financial statement after taxes and all statutory reserves required by law. However, such dividend payment must also depend upon cash flow, investment plan, terms and conditions in agreements bound by the Company, including legal restrictions, necessities, and appropriateness in the future. In addition, the Board of Directors' resolution on approval of the dividend payment is required to be proposed to the shareholders' meeting for the approval, except in case of the interim dividend, where the Board of Directors has power to approve and then report to the shareholders' meeting for acknowledgement in the next meeting.

#### Dividend payment 2019 - 2021

Dividend payment	2019	2020	2021
Dividend / Share	0.135	0.20	0.08
- Interim	-	0.06	0.08
- Annual	-	0.14	-
Net profit margin / Share	0.153	0.234	0.240
Dividend distribution ratio on separated financial statement (%)	88.74	85.56	34.23

Note: \* The Board of Directors Meeting No. 7/2021 on December 17, 2021 has resolved to approve for the interim dividend payment from net profit to the shareholders at the rate Baht 0.08 per share for Performance of 9M/2021

### The dividend payment policy of the subsidiaries

The subsidiaries dividend payment policy consideration on dividend payment is required to have the resolution from the annual general meeting of shareholders and it can do so only after the company sets aside not less than 5 percent of its annual net profit as a legal reserve fund until this fund attains an amount of not less than 10 percent of the registered capital. The Board of Directors may consider for an interim dividend payment to the shareholders, nevertheless, if the company has accumulated loss, dividend payment shall not be allowed.

# Risk Management

## Risk Management Policy and Plan

### Risk Management Policy

The Risk Management Committee has announced the enterprise risk management policy to make the operations of organization achieve the predefined targets effectively and efficiently, to add value to the organization including all stakeholder groups and to make the relevant persons understand about risk management principles so they can apply them appropriately. Thus, all departments are obligated to comply with the specified policy as follows:

- 1) Risk management is responsibility of every executive and employee. Each department has duty and responsibility to identify and assess its risks as well as specify suitable measures to prevent or minimize risks and prepare risk management report pursuant to risk management procedures.
- 2) Risk management process is an integral part for making decision on planning strategy, work plan and operations of the Company.
- 3) Risk management working group shall be appointed to perform duties as follows:
  - Consider and define material strategic risks and risk management plan to present to the Risk Management Committee.
  - Plan, review, monitor and inspect risk identification and assessment of each department, including risk management plan, and present to the Risk Management Committee.
- 4) Arrange training to provide knowledge on risk management to the employees in the organization. Encourage and support on provision of knowledge and understanding about risk management guidelines and procedures to the executives and employees continually to cultivate habitual action to personnel at all levels on awareness of importance and engagement in enterprise risk management operations and make it become part of the corporate culture which can lead to sustainability.

In 2021, the Company arranged an online training on Enterprise Risk Management to provide knowledge and understanding to the executives and the employees about the risk management structure, process and guidelines, and the operations pursuant to COSO ERM 2017. At the end of the training, comprehensive test on knowledge and understanding of the contents learnt have been conducted and average scores received was 91.80 percent.

### Risk Management Framework

The Company put emphasis on systematic risk management by applying COSO ERM 2017 guideline as framework and model with its enterprise risk management to make them conform to the rapid changes of the Company or environmental conditions at present. Risk management guideline pursuant to COSO ERM 2017 framework is divided into 5 principles and those principles must be connected and associated with each other for attainment to the risk management objectives. Important values of 5 principles are as follows:

- 1<sup>st</sup> Principle: Governance & Culture
- 2<sup>nd</sup> Principle: Strategy and Objective Setting
- 3<sup>rd</sup> Principle: Performance
- 4<sup>th</sup> Principle: Review and Revision
- 5<sup>th</sup> Principle: Information, Communication, and Reporting

## Risk Factors of the Company's Business Operations

### Strategic risks from operations

The Company engages in businesses related to chemicals, clean energy, and utilities with investment plans both domestically and internationally, as well as seeks for business opportunities on new investments. The crisis caused by COVID-19 pandemic which continued up to present led to downturn of the world's economic conditions and reduction of demand, and it also impacted fluctuation of raw material prices, amount of raw material and petrochemical prices. Such risks prevented the Company from attainment to the strategic targets specified. Therefore, in order to reduce such risks, the Company has arranged the Board of Director's meetings on strategy at least 2 times a year to jointly analyze, review and adjust direction of business operation strategies to catch up with the fast-changing business environmental conditions.

### Risks from changes in government's policy (Investment)

The Company may have risk from changes in government policies because the government's sectors may slow down or change their existing policies, including the policy on alternative energy. In 2020, Ministry of Energy issued the guidelines on community power plant policy and such guidelines conformed to the Company's investment in biogas power plant from energy corps. In 2021, Phuphaman power plant in Khon Kaen Province has been selected as 1 of 43 Community Power Plants for the Local Economy Project (Pilot Project). It is expected that a power purchase and sales agreement should be executed with the Provincial Electricity Authority within January 2022. Nonetheless, the Company still moved forward with the project investments in CLMV countries and put emphasis on increase of production efficiency of the Company's projects currently in operation.

### Risks from changes in government's policy (Petroleum Production Plant: PPP)

The prices of products produced from the Petroleum Production Plant are fluctuated pursuant to the world market prices. However, for the past period, the government has the policy to promote usage of natural gas as alternative fuel for transportation sector in order to reduce impact to economic conditions due to the adjustment of prices of crude oil and petroleum products in the world market. Other reasons were to reduce pollution to the environment and to support energy strategy of the country which encouraged usage of fuel that can be procured from domestic sources. The prices of LPG sold in the country have been controlled by the public sectors continually and they are still below prices of the world market and do not vary much. Hence, the entrepreneur cannot determine selling price appropriately, fairly and consistent with the actual production cost. Beginning from August 1, 2017, LPG business has been liberalized to encourage for complete competition of LPG markets, hence the Company may have risks with regards to pricing as the importers may have lower costs.

### Risks from changes in government's policy (Biodiesel: BBF)

At present, the government sectors encourage the production and usage of biodiesel instead of diesel fuel with objectives to reduce import of fuel from foreign countries, to increase energy stability and to support usage of alternative energy from plants which are domestic productivity. Many measures have been set up to assist and support the biodiesel manufacturers, for instance, support on raw materials or expansion of

oil palm plantation areas; support biodiesel manufacturers pursuant to privileges and benefits of the Board of Investment (BOI); mandatory usage of biodiesel (B100) to mix with high speed diesel fuel; prescription of the referenced selling prices of biodiesel; creating biodiesel markets by using taxing measures so that retail prices of biodiesel shall be lower than diesel fuel; prescription of characteristics and quality of biodiesel and etc.

However, in the future, if the government sectors change the policy on support of production and usage of biodiesel, biodiesel manufacturers may have been impacted and their return on investment may not be as per estimated or the return may not worth the investment. Anyhow, the opportunity that the government sectors may revoke such biodiesel supporting policy is very rare because the Ministry of Energy has objective to promote biodiesel in the AEDP 2018 (Alternative Energy Development Plan) which specified that by 2037, demand for B100 must be increased to 8 million liters per day from the present amount of only 6 million liters per day. With regards to biodiesel blending ratio in diesel oil, the Ministry of Energy specified at 7-10%.

In addition, Oil Fund Act, B.E. 2562 (2019), which has been in full force and effect from September 24, 2019, specified that oil fund should not be used to subsidize oil price with mixture of biogas, hence, such factor might impact to the decreased requirements of biodiesel in transportation sector.

#### **Risks from highly dependent on major customers (Trading)**

The Company's income derives from sale of products and provision of services to major customers and nature of business of most of the major customers can be divided into many business groups and demand of products of each group is diversified. The Company has separated process on orders, dealing and negotiation with each business group. Ratio of combined sales income from each major customer in each business was rather high when comparing with the Company's overall sales income.

The Company may have risks from dependent on major customers in some certain extents. However, when considering that such major customers require to use the Company's products on continued basis as some of them are essential for their manufacturing process and because the Company is a distributor of those products which are manufactured by the well-known and biggest manufacturers in foreign countries which have been trusted by the customers, so the customers' demands for such products have increased consistently and continually. In addition, the Company maintained good relationship with such customers for many years and apart from selling various products and equipment, the Company's experienced sales teams who are knowledgeable in this field of business have also provided relevant consultancy service including after-sales-services. The Company has conducted customer satisfaction survey to improve services constantly. Moreover, the Company also provides suggestions and jointly plans with the customers to increase efficiency of services rendering as well as fully complies with the rules, criteria and requirements of the customers, so the Company is trusted by the customers all along. Besides, the Company has a policy to develop new products and additionally find new customers to reduce risks from highly dependent on any customer.

## Risks relating to environmental impact

As the Company's production process may cause pollution to the communities located near the plant, therefore the Company prevented such problem by setting up the energy and environmental management working group to specify the operating guidelines and monitor environmental-related management results, both within and outside the plant, by using 3R Concepts, i.e., Reuse, Reduce and Recycle. Thus, the plant can reduce amount of waste in the production process, reduce disposal of scrap outside the plant and reduce waste disposal expenses. Production process has been improved to reduce consumption of water and energy, especially electric current consumption. The Company started to develop solar energy project by installing solar cell roof on rooftop of the plant and building to reduce usage of electric current. In addition, production process has been improved to reduce particle matter and odor. Performance has been measured continually and inspection results of the past year revealed that the Company passed all industrial criteria, and they did not impact or destroy environmental conditions and resources of the communities.

Petroleum Power Plant (PPP) received certificates on ISO 45001:2008 (Occupational Health and Safety (OH&S) Management System) and ISO 14001:2015 (Environmental Management System) from the Management System Certification Institute (Thailand) (MASCI).

Mae Tang Biogas Power Plant from Energy Crops (MT Plant) submitted the environmental checklist every 6 months as per regulation of the Energy Regulatory Commission (ERC) on preventive, corrective and monitoring measures for inspection of environmental impacts in case of usage of biogas as fuel for power generation B.E. 2560.

## Social Risks

### Risk on human rights

The Company places importance on personnel who performing duties based on knowledge and capability equally, without any discrimination on gender identity (LGBTQ), nationality and religion, pursuant to human rights principles. Human rights policy has been specified as framework for such operations. Moreover, the Company has extensively expanded responsibilities on human rights operations to include trade partners throughout supply chain by applying trade partner risk assessment for mutually and sustainable business development which covering practices on labor and human rights, occupational health, safety and environment.

The Company has the practical guidelines to reduce impacts from human rights risks in case risk arises by not only specifying human rights policy and communicating to the employees and trade partners for acknowledgement but also specifying process to monitor and review performance on human rights constantly. Channel to listen to opinion and suggestions from the employees and the third party have been provided and feedback gained will be reviewed for improvement. Consequently, the Company can prevent and minimize risks which may lead to human rights violation. Regarding trade partner, the Company conducted human rights risks assessment beginning from selection process of trade partners to evaluation of trade partner which covering practices on labor and human rights, occupational health, safety and environment. Complaint or whistle-blowing channel to listen to such opinion has been arranged to improve and rectify in the process.

From overall risk management on the Company's human rights, no issue for such risk has been found.

## Corporate Governance Risks

### Risk from having principal shareholder who has authority to specify management policy

Presently, Mr. Kitti Jivacate, who holds a position of Chairman of Executive Committee and his family are regarded as having the majority vote to control policy and management tasks in the Company, as well as can control almost resolutions of the shareholders' meeting, except in matters that the laws or the Company's articles of association specified that it required to have three fourth votes of the shareholders' meeting. Therefore, other shareholders may have risk from inability to collect votes to balance the matters proposed by the principal shareholders.

However, in order to make business operations of the Company transparent with balance of power, the Company has established the management structure which is responsible by the competent personnel and also specified a clearly scope of work and delegation of authority to the directors and the executives. Three independent external persons have been appointed to be the members of the Board of Directors (all of them are the Audit Committee) which is more than one thirds of total 7 directors, to audit, balance decision making including consider and approve the matters before presenting to the shareholders' meeting. Additionally, the Company has prescribed measures on transaction with person who might have conflict of interest by restricting voting right of the concerned person. The Company also establishes an internal audit unit by employing the personnel who can work independently and report directly to the Audit Committee. Main duty and responsibilities of this internal audit unit are to oversee internal control system to ensure that it complies with the specified system, in order to strengthen confidence of the shareholders regarding transparency and balance of the management power of the Company. In addition, the Board of Directors has assigned the Risk Management Committee to prepare organization risk management manual and appointed the working group to study, monitor and review risk management plan of the Company continually.

### Risk from cyber threat

Risk from cyber threat is very crucial and it can affect operations of the Company, particularly, vital work systems, such as network, finance & accounting system, human resources and internal management system. Such systems contained personal data possessed by the Company. If the Company's information technology system and accessibility to personal data possessed by the Company encountered the problem, operations and reputation of the Company will be impacted. As a result, the Company invested in work systems development to support new technology and prevent cyber threat risks, for instance, computer networks have been improved to make them available for usage and to avoid network system and server failure, in order to keep the system functioning continually. Strict security control measures have been specified, for instance, firewall, determination of data accessible right, arrangement of DR Site to support for emergency circumstance, so that the business can be operated continually.



## Risks relating to production

### Risk relating to fluctuation of volume of feedstock (Petroleum Production Plant: PPP)

Main feedstock used in the petroleum production process of the plant (PPP) is associated gas, which is by-product from crude oil production process. The Company has entered the contract to purchase and sell of associated gas with Siam Moeco Company Limited (SML) from the petroleum concession area at Burapa-A production platform and has entered into the contract to purchase and sell of associated gas with PTT Exploration and Production Public Co., Ltd. (PTTEP) from petroleum concession area at Sao Thien-A production platform. However, Siam Moeco Company Limited (SML) has terminated the petroleum concession contract from Burapa-A production plant in the middle of 2020, thus presently associated gas from crude oil process supplied by PTTEP to the Company was inadequate for production in the forecasted amount, so the Company encountered problems of feedstock shortfall or quality of feedstock supplied as it may not be as per expected, which may impact to performance of the plant. In order to reduce such risk, during Q2/2021, the Company has renewed a natural gas purchase and sales agreement with PTT Exploration and Production Public Co., Ltd. for another 10 years. Consequently, Petroleum Production Plant (PPP) can run its production process continually. The Company also conducts a feasibility study to find additional natural gas from other sources to make the PPP able to operate at full capacity.

Furthermore, the Company may have risk from changing of associated gas price because usage of associated gas is regarded as usage of benefit of by-product of petroleum production, which is natural resource of the country. The determination of purchase and sales price of associated gas is required to have approval from the Department of Natural Fuels first because it shall impact fee income of the public sectors to be occurred in the future. Therefore, if price of the associated gas increases, it shall impact cost of main raw material, which consequently shall impact performance of the Company.

### Risks from fluctuation of amount and price of raw materials (Bangchak Biofuel: BBF)

Since production of biodiesel still mainly depends on crude palm oil and prices crude palm oil are fluctuated pursuant to demand and supply of the market. The imbalance of demand and supply shall have impact to stability of crude palm oil prices, and it may impact biodiesel production cost.

Bangchak Biofuel is aware of the risk from fluctuation price of crude palm oil which is main cost for bio-diesel production. Thus, in order to reduce risk from fluctuation of amount of raw materials, it has selected more than 30 good quality and credible manufacturers as its trading partners in order to diversify risks on raw materials procurement. Additionally, it has executed a long-term contract (3 years) for purchase and sales of crude palm oil with some of major suppliers with agreed amount in each contract and criteria of purchase price shall be referred to market prices of crude palm oil market

### Risks from changes in costs of goods (Trading)

Some part of chemical products distributed by the Company are products of petrochemical industries of which their prices are fluctuated pursuant to prices of crude oil in the world's markets including energy and petrochemical industrial conditions which have cyclical changes. Such conditions make the Company has risks on cost of goods which might unavoidably impact to margin of the Company. To minimize such

risk, the Company keeps tracking movement of chemical product prices both domestically and overseas, as well as tendency of crude oil prices in the world market constantly in order to prepare itself for changes in cost of goods and to conduct sales and inventory management plan effectively.

However, such risks from changes in product prices in the world market can be limited to some certain levels, because most of the Company's customers are in the petroleum and petrochemical business, so they have good and thorough understandings about conditions, trends and cyclicity of energy and petrochemical industries. Hence, the Company has flexibility in fixing selling prices of products if there is any change which can have impact to such product prices. Moreover, most of the products ordered or imported for distribution already have purchase orders from the customers or they are products with the annual purchase and sales contract and purchased prices have already been fixed.

### **Risk relating to a change of technology**

At present, rapid development and changes of technology lead to many innovations and material changes to business operations, so many work processes must be adjusted to conform to the changes of technology in order to be able to respond to the customers and trade partners' requirements.

The Company foresaw the importance on development of information technology in the organization to catch up with such changes in order to reduce risks and opportunity loss for business operations and to enhance its competition edge. The Company has plans to improve and develop information technology system to make them ready to support for expansion of new works and businesses in the future. Implementation of ERP system which can integrate with the Company's core business processes and can connect information real time is now under study. In addition, information technology system security has been prepared to strengthen efficiency of work operations and for modernization. The Company also specified a policy to encourage the employees at all levels to place importance of innovation for sustainable growth.

### **Risks from dependent on principal manufacturer (Principal)**

The Company imports and places orders on chemical products and equipment used in various industrial plants with the manufacturers from abroad and within the country and the Company is a distributor of some principal manufacturers.

The Company has been appointed as the distributor of products and equipment of such principal manufacturers with official distribution appointment contract and clear contract renewable conditions. Nonetheless, the Company may have risk if such manufacturer does not renew the contract or terminates the contract upon the expiry term which can make the Company loses income from being the distributors of such products.

During the past period, the Company can maintain good relationship and has been trusted by all of those principal manufacturers continually. The Company tends to increase order from such manufacturers in proportion to the growth of sales amount of the Company. Therefore, the Company is confident that the distribution contract shall be renewed continually in the future. Moreover, the Company did not have any historical record for unable to renew contract with such principal manufacturers at all.

## Financial Risk

### Risks Relating to Foreign Exchange Rates

Fluctuation of foreign exchange rate can impact Trading Business of the Company because most of the products have been ordered and imported from foreign countries of which most of them are denominated in US Dollar, while most of products are sold within the country and incomes are largely denominated in Baht. Therefore, the Company is exposed to fluctuation risk from exchange rates. Therefore, the Company has a policy to reduce risk relating to exchange rates by entering into the Currency Forward Contract for Trading Business to make it appropriated with debt burden, increasing revenue ratio from exporting (natural hedge), like the past year including closely monitoring movement of foreign exchange rate.

### Fund raising and financial costs

The Company engages in business of investment in the renewable & alternative energy projects including production, import and distribution of chemicals and equipment used in various industries, such as off-shore natural gas exploration and production, oil refinery, upstream petrochemicals, engine oil lubricant manufacturing plant, polymer and plastic manufacturing plant, chemical industrial plant, power plant and utilities plant. The objectives for expansion of renewable energy business by means of investment or joint venture are to generate long term revenue and sustainable profit. The Company has carefully and cautiously planned about loan and capital to prevent such investment impact to working capital or liquidity in normal business operations and for steadily growth in the future. The Company's financing activities and implementation financial instrument shall be based on the appropriated financial costs in order to increase alternative and flexibility sources of loan via money market and capital market, as well as to arrange for proper financial cost structure for future growth, including closely monitoring of money market and capital market.

# Driving Business for Sustainability

## Policy and Target on Sustainability Management

UAC Global Public Company Limited determined to grow sustainably mutually with customers, trade partners and business alliances under good corporate governance principles, transparency while having environmental and social responsibility by bearing in mind all stakeholders to bring about the sustainable business development and to be the strong organization. The Company focused in three dimensions: Economic Aspect, i.e., financial growth; Social Aspect, i.e., personnel development, good working condition, and community & social development; and Environmental Aspect, i.e., excellence work process, safety, environmentally friendly and good & efficient quality control system.

The Company also has strong determination to improve and develop business models continually to catch up with the changes, add value to the business in the long term, risk management and business continuity management by implementing modern information technology system to improve the internal process, research, development, and invention together with taking care of all groups of stakeholders for mutually and sustainably growth.



With the intention to keep the organizational business operations on sustainability achieving, up to standard, with intensively and concretely execution to ensure that operations shall be as per predetermined plans, consistent with the specified organizational mission and vision and can enhance confidence of all stakeholders, the Company has set up the sustainable development policy, where the sustainability working group has been appointed to drive and oversee the sustainable development works pursuant to the policy and target by integrating with 7 Goals of Sustainable Development Goals (SDGs)

## Sustainable Development Policy

The Company took part in determining main sustainable development targets to build business growth and be able to support for balanced development and growth of society and environment simultaneously under the Dow Jones Sustainability Indices (DJSI) framework to keep them in the same direction in the following matters

1. **Good corporate governance:** Focus on undertaking business with fairness, ethics, compliance with the relevant laws, transparency, and anti-corruption.
2. **Labor and human rights:** Put emphasis on human rights to promote respect for human rights and freedom with non-discrimination.
3. **Environment and safety:** Stipulate clear environmental policy and strictly adhere to it.
4. **Responsibility to customers and trade partners:** Emphasize on excellence and all-inclusive services, delivery of good products and services to increase maximum satisfaction of customers.
5. **Innovation and technology development:** Earnestly support and encourage for development of business and environmental innovation, so that it will be a part of the corporate culture.
6. **Participation in social and community development:** Develop and improve business processes to reduce negative impacts and increase positive impacts of business to the society.

Complete sustainable development policy is available in the Company's website, for additional details, please visit : <https://www.uac.co.th/storage/content/corporate-governance/policy/csr-policy-th.pdf>

## Strategy to Sustainability

### On Economic Growth (Product): Sustained Growth / Eco-Friendly

- Determine to procure and search for up-to-date technology to respond to the targets on driving businesses of customers and trade partners.
- Determine to support and develop innovation to strengthen businesses of customers and trade partners to grow together.
- Pioneer business guidelines or opportunities on products and services to mutually build up growth.
- Good corporate governance and anti-corruption
- Risk management and business continuity management

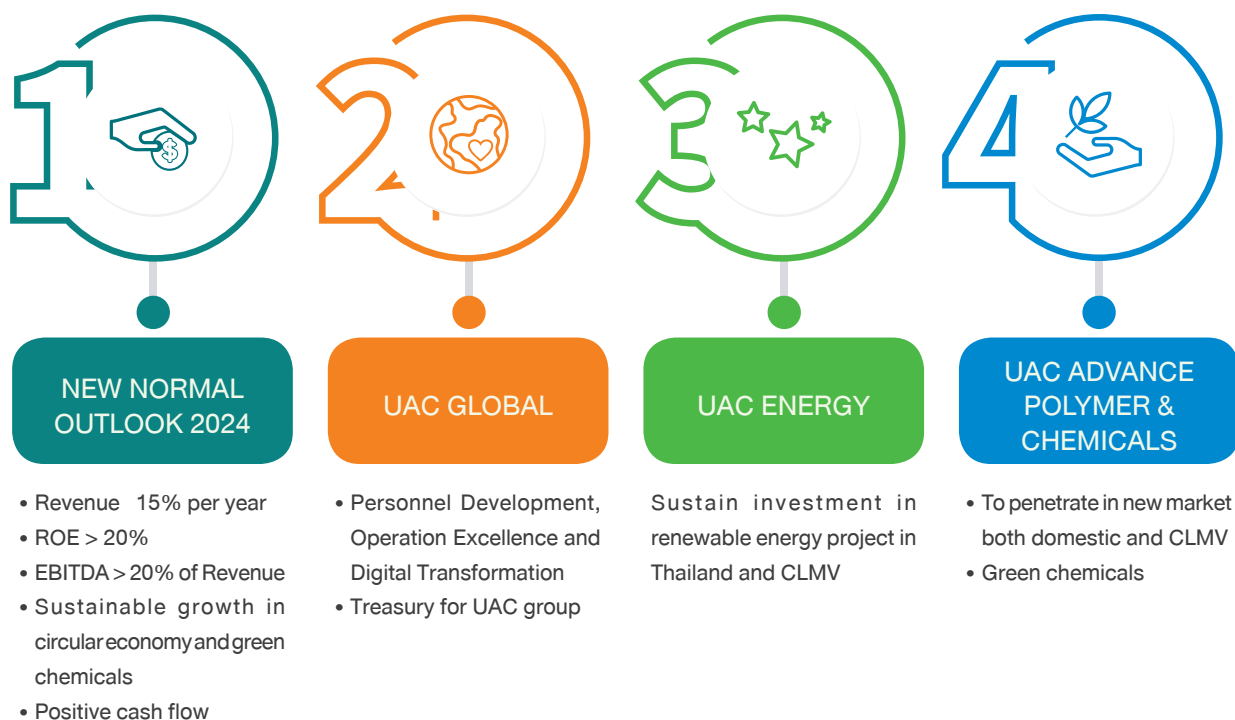
### On Excellence Management and Environmental Governance (Process) : Safety & Operation Excellence / Environment & Quality Management System

- Focus on excellence process management that will lead to be the total quality management (TQM) organization.
- Support safety culture
- Emphasis on environmental management standards.

### On Taking Care of Employee and Society (People) : Employee Potential Development/ Happy Workplace / Social & Community Development

- Determine to develop potential of employees to make them work like the professional, to have strategical thinking and change management concepts to prepare for handling rapid risks or changes.
- Focus on building the successor in all work levels.
- Aim to be the happy workforce
- Focus on undertaking business with attention and responsibility to community and society together with development and creation of value to give back to the community and society.

## FUTURE OUTLOOK



## Policy Quality

**“Drive for excellence on production and procurement of quality and environmental friendly products and services and delivery of correct products to customers on time. Determine to develop personnel on knowledge, skills and efficiency to lead to excellence service provisions”**

1. Control all production processes to keep them in good quality, including conduct study and develop new technology by focusing on good quality products for the customers to respond to the needs of the customers.
2. Improve services and delivery of qualified products on time continually for maximum satisfaction of customer.
3. Operate the work by considering about the environmental impacts and reduction of greenhouse gas emission from production process, including support the energy conservation project on continual basis.
4. Promote trainings and personnel development on knowledge and competitive capability for continual improvement and development.

## Safety and Operation Excellence Policy

**“Maximum safety in operation, determining to be excellence and sustainability for business operations (Safety & Operation Excellence)”**

For effectiveness and efficiency on safety, occupational health & environment, and quality management to build satisfaction to the stakeholders of the organization, all employees of the Group are anticipated to take part in driving this policy to achieve the target to become a zero-accident organization and an operation excellence organization, by:

- Emphasize on skill development of personnel throughout the organization; provide training and knowledge on operational safety and knowledge on productivity technique, including reduction of unnecessary loss.
- Improve internal work process continually. Promote, support all types of safety activities, including arrange 5 Sor program in all operating areas.
- Arrange working improvement project earnestly. Environmental, social and governance (ESG) shall be supported and operated and participation of the employees on sustainable conservation of energy and resource shall also be encouraged to help mitigate impacts from climate change by reducing of greenhouse gas emission from operation.

## Stakeholders' impact management in business value chain

### Business value chain

The Company determines to support circular economy, environmental restoration and responsibility to the stakeholders, society, and community. The Company's growth derived from import and distribution business of chemicals and equipment in energy group, petroleum group and industrial group and has expanded business category to investment in alternative energy and renewable energy projects.

More details on business value chain can be found in the Sustainability Report 2021.



## Analysis of stakeholders in business value chain

The Company divided the stakeholders into 8 groups, covering all dimensions internally and externally, based on their relevancy to business operations of the Company, impacts on sustainability of the Company's stakeholders and impacts from the Company's operations towards the stakeholder group.

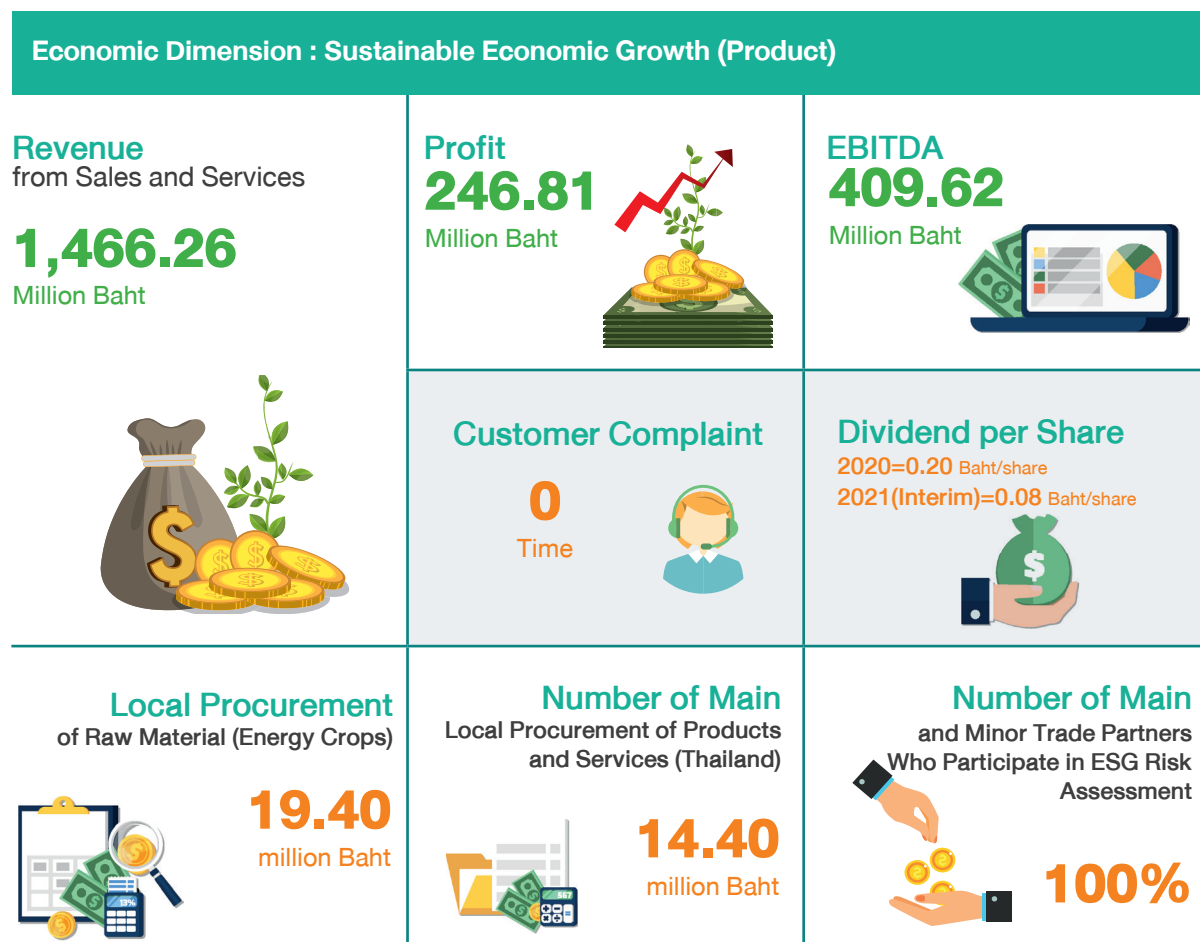
The operations with the stakeholders were in line with vision on business operations. The Company reviewed impacts in the processes throughout the supply chain every year to identify material impacts to the stakeholders via internal processes, such as, community impacts assessment, environmental impact assessment, works hazard identification, regularly sending the representatives to attend the meetings with the community and receiving complaints and suggestion from various channels.

More details on analysis on stakeholder\* in business value chain can be found\* in the Sustainability Report 2021

## Performance from Sustainability management

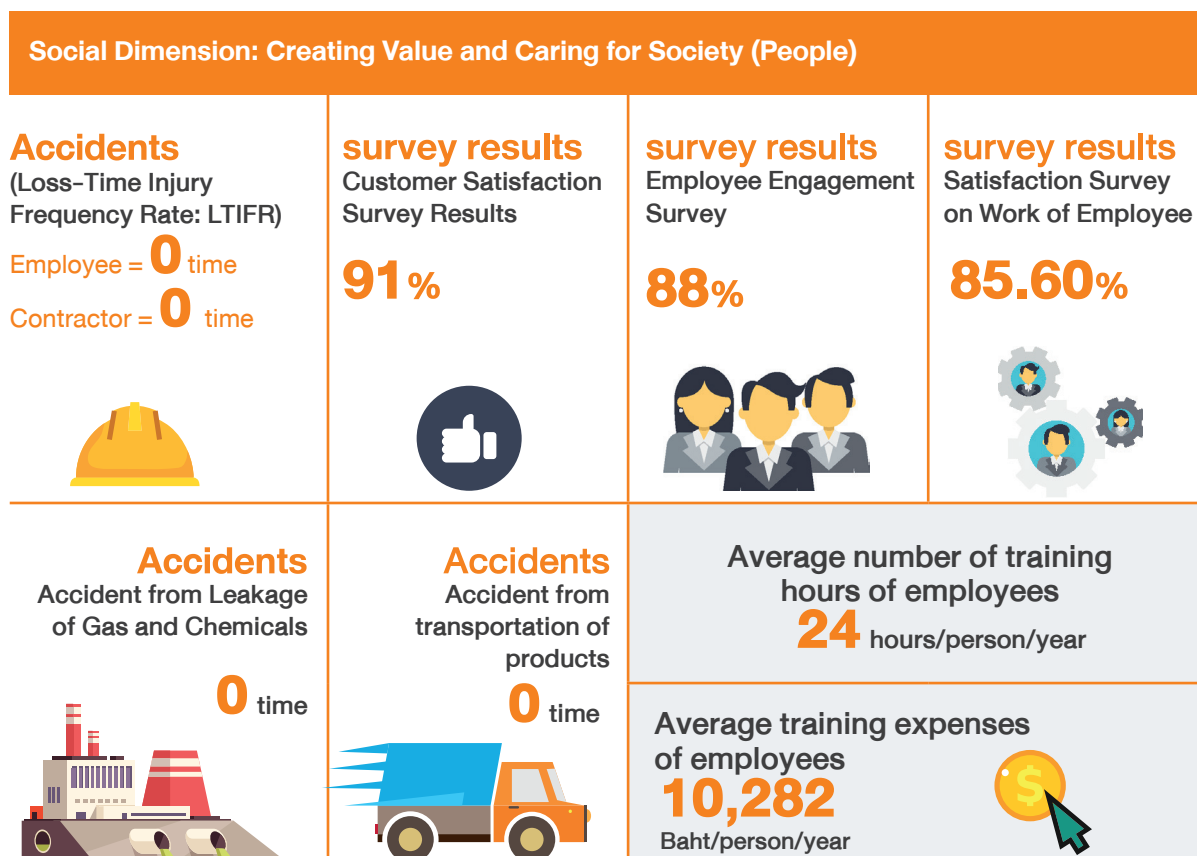
### On Economic Aspect

- **Growth of business value:** The Company determines and places importance on inventing innovation within the organization, enhancement, and support for development of new products and services to respond to the targets on driving business of customers and partners which are changing in line with the ever-changing global business which put strong emphasis on SDGs to add value and to grow together pursuant to the sustainable development framework of the Group of Companies.



## On Social Aspect

- **Taking care of employees and society.** The Company gives priority on taking good care of the employees and the society, both inside and outside, beginning from internal society, which are the employees who are the major key for driving the organization to sustainability. The employees will be provided with fair remuneration and welfares, development of knowledge, skill, capability, concept and ethics on management and working and at the same time employee will be encouraged to participate in the social and community activities through environmental and social projects or activities continually.



## On Environmental Aspect

- **Excellence Management.** The Company promotes and supports the enhancement of the employees' productivity, such as 5 Sor activities and Kaizen Suggestion in a form of small group concretely and continually with aims to develop the reduction of cost and waste in the working processes to move forward to become the organization with Total Quality Management (TQM). It was quite proud to present that the employees enthusiastically and enjoyably participated in those activities, therefore Key Performance Indicators (KPIs) have been successfully achieved as per targeted.
- **Environmentally friendly business operation.** The Company aims to operate the environmentally friendly businesses by strictly complying with the laws and regulations on environment, including the regulations of the Environmental Management System (ISO14001:2005) on harmoniously and amicably living together with the communities surrounding the plants and for jointly development on sustainable basis.

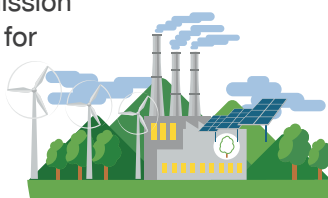
## Environmental Dimension: Environmental Governance and Management Excellence (Process)

### Reduction of Greenhouse Gas Emission: Usage of Associated Gas

PPP could reduce CO<sub>2</sub> emission caused by associated gas for

**29,437**

tons/year.

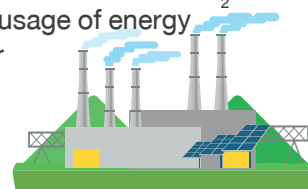


### Usage of Raw Material (Energy Crops)

Mae Tang Plant could reduce CO<sub>2</sub> emission from usage of energy crops (corn) for

**8,711**

tons/year.



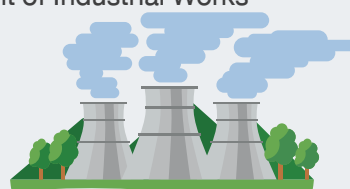
### Leakage of Oil and Chemicals

**0** Time



### Waste Management

Pursuant to regulations of Department of Industrial Works



The Company also arranged the sustainable development course to the management and the employees for their acknowledgement and awareness of society, community, environment, and sustainability of the organization aspects to conform to the business driving for sustainability of the organization.

More details are published in the Sustainability Report 2021 which is a part of this report, and it has been disseminated in the company's website: [www.uac.co.th](http://www.uac.co.th).

# Management Discussion and Analysis

## Overview of Operating Results

The Company engages in business of import and distribution of chemicals and equipment used in various industries, i.e. off-shore natural gas exploration and production, oil refinery, petrochemicals plants, base oil plant, polymer and plastics plant, chemical industrial plant and power plant. The Company also undertakes business relating to rendering of services on installation and construction of utilities system, provision of consultancy services and marketing recommendations for alternative energy and renewable energy investment projects. The Company's subsidiaries engage in business of

- 1) production and distribution of electricity and renewable energy
- 2) production and distribution of chemical products, i.e. latex emulsion and latex polymer
- 3) Waste management to produce renewable energy and process recycled product (unrealized income)

## Executive Summary

The Covid-19 pandemic has caused a slowdown in 2021 and affected businesses and industries. There has been a slowdown in investment or expansion and lower levels of domestic consumption.

However, UAC Group's management is constantly monitoring the situation. It aims to maintain liquidity, increase sales across all business segments and try to take full control of production costs and expenses. In 2021, UAC Group increased sales by Baht 197.04 million, or 15.52 percent (YoY). Biodiesel business, in which the Company has invested with subsidiaries of Bangchak Corporation Public Company Limited (BCP), has declining sales under the Covid-19 situation and from the Ministry of Energy policy that reduced the use of B10 to B7 but still maintained a high profit margin. As a result, the Company has continuously recognized a share of profit from investment of Baht 217.36 million. The Company has profits attributable to the major companies and EBITDA of Baht 246.81 million and Baht 409.62 million, respectively.

**Trading :** Total Revenue from Trading was Baht 963.28 million, increased Baht 111.64 million or 13.11% YoY. Most customers continuously increased their purchasing power and services. Although sales in the fourth quarter remained below the target of more than Baht 60 million resulting from many products from overseas have been delayed due to international transportation issues and some suppliers have been delayed in production and behind the plan. However, gross profit margin for 2021 remained above the estimated target.

**Manufacturing – Energy :** Total revenue was Baht 150.40 million, increased Baht 7.39 million, or 5.17% YoY, mostly from increasing revenues from PPP of more than 16.65% due to increase in associated gas since the third quarter, and product prices continued to rise in line with the global crude oil price situation. Revenue from Sao Thien Power Plant and Pradu Thao Power Plant were lower than planned, but in the fourth quarter, more electricity could be generated as gas from PPP continued to increase. Mae Taeng Power Plant continued to sell electricity and SIS as planned, and solar power plants can also generate electricity as set forth.

**Manufacturing – Chemicals :** In 2021, raw material prices continued to rise for most of the year, and customers have slowed orders both domestic and abroad, resulting in sales and gross profit margin were not as planned. However, manufacturing – chemicals group had higher revenues than in 2020 with total revenue of Baht 334.75 million, increased of Baht 60.17 million from a year earlier, or 21.91% YoY.

## The operating results of the separated financial statement for the year period ended December 31, 2021

The Consolidated Financial Statement (Unit: Million Baht)	2021	2020	YOY	
	(A)	(B)	Million Baht	%
Revenue from Sales and Services	1,466.26	1,269.23	197.04	15.52%
<b>Gross Profit</b>	<b>231.11</b>	<b>239.97</b>	<b>(8.86)</b>	<b>(3.69%)</b>
Other Income	271.75	287.12	(15.37)	(5.35%)
Selling & Administrative Expenses	211.14	207.81	3.33	1.60%
Finance Cost	48.75	56.82	(8.07)	(14.21%)
<b>EBT</b>	<b>242.98</b>	<b>262.46</b>	<b>(19.49)</b>	<b>(7.42%)</b>
Tax	(8.61)	(3.42)	5.19	151.56%
<b>Net Profit</b>	<b>234.37</b>	<b>259.04</b>	<b>(24.67)</b>	<b>(9.52%)</b>
<b>Comprehensive Income</b>	<b>246.81</b>	<b>271.35</b>	<b>(24.54)</b>	<b>(9.04%)</b>
<b>EBITDA</b>	<b>409.62</b>	<b>442.17</b>	<b>(32.55)</b>	<b>(7.36)</b>

The operating results of the consolidated financial statement for the year period ended December 31, 2020, resulted in increase in net profit of Baht 107.29 million or 65.47% from the corresponding period of the previous year as the following details below:

1. Revenue from sales and services increased Baht 197.04 million or 15.52% from the corresponding period of the previous year, mostly from the increase of revenue from Trading at the amount of Baht 111.64 million, the increase of revenue from Manufacturing - Energy at the amount of Baht 7.39 million, and the increase of revenue from Manufacturing-Chemical at the amount of Baht 60.17 million.
2. Gross profit was Baht 231.11 million which decreased Baht 8.86 million or 3.69% from the corresponding period of the previous year, in compliance with the increase in cost of goods sold from Manufacturing - Chemical. Gross profit margin was 15.76% of revenue from sales and services increased from the corresponding period of the previous year (2020 = 18.91%)
3. Other income decreased Baht 15.37 million or 5.35% from the corresponding period of the previous year, mostly from mostly from the decrease in the profit sharing from investment in BBF and recognition of impairments in PPWE of Baht 12.01 million.
4. Selling and Administrative expenses increased Baht 3.33 million or 1.60% from the corresponding period of the previous year, mostly from the expenses consistent with increased sales.
5. Finance cost decreased Baht 8.07 million or 14.21% from the corresponding period of the previous year due to the decrease in liabilities.
6. Comprehensive Income decreased Baht 24.54 million or 9.04% from the corresponding period of the previous year, mostly from the increase in cost of goods sold and from the decrease in Other income.

## Classification of Revenue and Expenses – Consolidated Financial Statements in 2021

### Revenues from Sales and Services

Types of Revenue (Unit: Million Baht)	2021	2020	Increase/(Decrease)	
			Amount	%
1. Product in Energy and Petroleum Related Business Group	670.51	638.78	31.73	4.97%
2. Products in Industrial Business Group	232.65	174.42	58.23	33.39%
3. Products in Manufacturing Business	335.10	274.58	60.52	22.04%
4. Other Products	38.54	20.55	17.99	87.54%
5. Provision of Services	39.07	18.70	20.38	108.98%
6. Income from Energy Business	150.40	142.21	8.19	5.76%
<b>Total Revenues</b>	<b>1,466.26</b>	<b>1,269.23</b>	<b>197.04</b>	<b>15.52%</b>

The consolidated financial statements in 2021 recorded that approximately 45.73% of total revenues derived from sales and services of products in Energy and Petroleum Group, followed by Production and Distribution of Chemical Products Group, i.e. latex emulsion and latex polymers, which has ratio of 22.85%, then Industrial and Energy Groups with ratio of 15.87% and 10.26% respectively. Ratio of income from Provision of Services and products in Other Group was closely to each other, i.e. 5.29% of total revenues from sales and services.

### Other Revenues

(Unit: Million Baht)	2021	2020	Increase/(Decrease)	
			Amount	%
1. Share of profit from investment in associates (A)	217.36	263.07	(45.71)	(17.37%)
2. Other incomes :-				
Interest received	0.78	1.40	(0.62)	(44.33%)
Disposal of fix assets	0.01	1.38	(1.37)	(99.25%)
Gain on exchange rate	5.44	2.71	2.74	101.15%
Oil fund tax compensation - LPG	25.04	6.35	18.69	294.25%
Reversed doubtful debt (Refunded)	10.90	-	10.90	100.00%
Others	12.21	12.22	0.00	(0.03%)
<b>Total Other Incomes (B)</b>	<b>54.39</b>	<b>24.06</b>	<b>30.33</b>	<b>126.09%</b>
<b>TOTAL (A)+(B)</b>	<b>271.75</b>	<b>287.12</b>	<b>(15.37)</b>	<b>(5.35%)</b>

## Total Expenses

(Unit: Million Baht)	2021	2020	Increase/(Decrease)	
			Amount	%
Selling expenses	56.84	53.73	3.10	5.78%
Administrative expenses	154.30	154.07	0.22	0.14%
Finance cost	48.74	56.82	(8.07)	(14.21%)
<b>Total Expenses</b>	<b>259.88</b>	<b>264.63</b>	<b>(4.75)</b>	<b>(1.79%)</b>

## Analysis of Financial Position

(Unit: Million Baht)	December 31, 2021	December 31, 2020	Increase/(Decrease)	
			Amount	%
Total Current Assets	595.79	466.38	129.41	27.75%
Total Non-current Assets	2,621.61	2,664.03	-42.42	-9.10%
<b>Total Assets</b>	<b>3,217.40</b>	<b>3,130.44</b>	<b>86.96</b>	<b>18.65%</b>
Total Current Liabilities	972.06	630.12	341.94	73.32%
Total Non-current Liabilities	474.08	876.72	-402.64	-86.33%
<b>Total Liabilities</b>	<b>1,446.14</b>	<b>1,506.84</b>	<b>-60.7</b>	<b>-13.02%</b>
Total Shareholders' Equity	1,771.26	1,623.59	147.67	31.66%
<b>Total Liabilities and Shareholders' Equity</b>	<b>3,217.40</b>	<b>3,130.43</b>	<b>86.97</b>	<b>18.65%</b>

**Material changes in assets, liabilities and shareholders' equity for financial positions of the consolidated financial statements for the year ended December 31, 2021 were as follows:**

Total Assets was Baht 3,217.40 million, increased Baht 86.97 million or 2.78%, mostly from the increase in current assets of Baht 129.41 million and the decrease in non-current assets of Baht 42.44 million. consisted of;

1. Trade and other receivables increased Baht 78.70 million, mostly from the increase in revenue from sale and service.
2. Inventories increased Baht 59.37 million, mostly from Goods in transit.
3. Finance lease receivable increased Baht 30.91 million from RDF equipment rental service of a subsidiary.
4. Cost to obtain contract of Baht 16.67 million derived from right to obtain contract Farming of a subsidiary.
5. Property, plant and equipment, at the amount of Baht 1,543.94 million decreased Baht 99.20 million, mostly from the depreciation and amortization of Property, plant and equipment.



**Total Liabilities** was Baht 1,446.14 million, decreased Baht 60.70 million or 4.03%, mainly from the increase in current liabilities of Baht 341.93 million and the decrease in non-current liabilities of Baht 402.64 million, consisting of;

1. Trade and other payables increased Baht 46.14 million.
2. Current portion of long-term loans decreased Baht 77.13 million.
3. Dividend payable increased Baht 53.41 million from reserve for 2020 interim dividend as a resolution of BOD meeting No. 7/2021 on December 17, 2021, which already paid on January 17, 2022.
4. Reclassified debentures which maturity date remained less than 1 year at the amount of Baht 300 million.

**Total Shareholders' Equity** was Baht 1,771.26 million, increased Baht 147.68 million or 9.10%, resulting from income of business performance and dividend payment.

### Liquidity of Cash Flow

Liquidity of the Company for the year ended December 31, 2021 of the consolidated financial statements was as follows:

(Unit: Million Baht)	December 31, 2021
Profit before tax	242.98
Profit from operating activities before changes in operating assets and liabilities	181.38
Net cash flows from operating activities	6.96
Net cash flows from (used in) investing activities	200.69
Net cash flows used in financing activities	(235.39)
Effects of exchange rates on cash and cash equivalents	(0.07)
Net increase (decrease) in cash and cash equivalents	(21.20)
Cash and cash equivalents at beginning of period	76.55
Cash and cash equivalents at end of period	55.35

Cash flow statement for the year period ended December 31, 2021, the company has net cash flow acquired in operating activities of Baht 6.96 million, mainly from the increase in profit before income tax of Baht 181.38 million, advance received and trade payables of Baht 81.33 million. The decrease in cash resulted from increase in Trade receivables and inventories of Baht 164.40 million, and payment of interest and tax of Baht 74.17 million.

Net cash flow acquired in investing activities of Baht 200.69 million, mostly from the dividend income from investment in BBF of Baht 225.48 million, repayment from short-term loans for subsidiaries of Baht 11.40 million, and payment of fixed assets and intangible assets of subsidiaries of Baht 42.61 million.

Net cash flow used in financing activities of Baht 235.39 million, mostly from the long-term loans repayment of Baht 190.27 million and dividend payment of Baht 93.46 million.

From the above activities, the Company had a net decrease in cash and cash equivalents of Baht 21.20 million, with cash brought forward as of January 1, 2021 in the amount of Baht 76.55 million, and cash ended as of December 31, 2021 was Baht 55.35 million.

### Financial Ratio

Financial Ratio	Consolidated		
	2021	2020	2019
<b>Liquidity Ratio</b>			
Current Ratio (time)	0.61	0.74	0.46
Quick Ratio (time)	0.40	0.50	0.32
Average Collection Period (day)	52.78	61.56	34.48
Average holding period (day)	42.22	45.74	89.27
Average payment period (day)	45.60	45.34	36.03
Cash Cycle (day)	49.40	61.96	87.73
<b>Profitability Ratio</b>			
Gross profit margin (%)	15.76	18.91	13.45
Net profit margin (%)	15.98	20.41	5.35
Return on equity : ROE (%)	20.73	18.52	12.31
<b>Efficiency Ratio</b>			
Return on assets : ROA (%)	7.78	8.78	4.63
Return on fixed asset : ROFA (%)	22.78	24.08	16.77
Asset turnover (time)	0.48	0.42	0.82
<b>Financial Policy Ratio</b>			
Debt to Equity Ratio : D/E (time)	0.88	0.98	1.15
Time Interest Earning Ratio (time)	1.32	4.12	16.14
Debt Service Coverage Ratio (time)	3.03	2.24	1.23

In 2021, the Company maintained the ratio of Net Debt to Equity at 0.49 time which was lower than the nominal rate of 3 times in accordance with the conditions of issuance of debenture.

### Auditor's Remuneration

In 2020 and 2021, the Company paid remuneration to the auditor at Baht 2,760,000, excluding non-audit fee.

## Financial Ratio

---

### Liquidity ratio

Current Ratio (time)	$\frac{\text{Total Current Assets}}{\text{Total Current Assets}}$
Quick Ratio (time)	$\frac{\text{Total current assets} - \text{Net Inventories}}{\text{Total current assets}}$
Average Collection Period (day)	$\frac{360 \text{ Days}}{\text{Account Receivable Turnover Ratio}}$
Average holding period (day)	$\frac{360 \text{ Days}}{\text{Inventory Turnover Ratio}}$
Average payment period (day)	$\frac{360 \text{ Days}}{\text{Account Payable Turnover Ratio}}$
Cash Cycle day	$\text{Average Collection Period} + \text{Average holding period} - \text{Average payment period}$

---

### Profitability Ratio

Gross profit margin (%)	$\frac{(\text{Revenue from Sales and Service} - \text{Cost}) \times 100}{\text{Revenue from Sales and Service}}$
Net profit margin (%)	$\frac{\text{Net Profit} \times 100}{\text{Revenue from Sales and Service}}$
Return On Equity (%) ROE	$\frac{\text{Total Comprehensive Income}}{\text{Average Total Shareholders' Equity}} \times 100$

---

### Efficiency Ratio

Return on assets (%) ROA	$\frac{\text{Total Comprehensive Income} \times 100}{\text{Average Total Assets}}$
Return On fixed assets (%) ROFA	$\frac{(\text{Total Comprehensive Income} + \text{Depreciation}) \times 100}{\text{Average Net Fixed Assets}}$
Asset turnover (time)	$\frac{\text{Total Revenue}}{\text{Total Average Assets}}$

---

### Financial policy Ratio

Debt to Equity Ratio (time) D/E

$$\frac{\text{Total liabilities}}{\text{Total shareholders' equity}}$$

Interest Coverage Ratio (time)

$$\frac{(\text{Net Cash Flows From Operating Activities} + \text{Tex} + \text{Interest})}{\text{Interest}}$$

Debt Service Coverage Ratio (time)

$$\frac{\text{EBITDA}}{(\text{Principal payment in 1 year} + \text{Cash interest paid in cash flow statement})}$$

Dividend Payout Ratio (%)

$$\frac{\text{Dividend Payout}}{\text{Net Profit After Tax} - \text{Statutory Reserve}} \times 100$$

## General Information and Other Material Information

### General Information

#### Name and Location of the Referenced Persons:

- 1) Share Registrar: Thailand Securities Depository Co., Ltd.  
The Stock Exchange of Thailand Building  
93 Ratchadapisek Road, Dindaeng, Bangkok 10400  
Telephone 0-2009-9999
  
- 2) Auditor: Mr. Chatchai Kasemsrithanawat (CPA No. 5813)  
  
EY Office Company Limited  
33rd Floor, Lake Rajada Office Complex 193/136-137  
Rajadapisek Road, Klongtoey,  
Bangkok 10110  
Telephone 0-2264-0777

### Legal Dispute

The Company and its subsidiaries do not have any lawsuit, arbitration case or other proceeding which is significantly or directly relevant to the Company and its subsidiaries which could be believed that it may have adverse effect to the properties of the Company or its subsidiaries more than 5 percent of the shareholders' equity as at December 31, 2021 or it may impact to the business, financial position, performance and operation trend in the future of the Group of Companies.

### Secondary Market

The Company and its subsidiaries do not list in any foreign stock market.



## Corporate Governance

## Corporate Governance

The Company realizes and puts emphasis on implementation of management system which is effective, transparent and accountability to enhance confidence of all parties concerned and for sustainable growth of business by performing the works ethically and complying with all relevant laws. Hence the Company has defined corporate governance policy to elevate the existing operations, so that they can have clearly and systematically standards. Such policy has been put into practice and must be observed by the Company's employees at all levels to strengthen the truly corporate governance culture. There is also policy or operation to maintain fundamental rights of the shareholders that they should be fairly obtained pursuant to the laws or more than that for maximum profit of the Company, the shareholders and the stakeholders in the long run and on sustainable basis. In addition, the Company has publicized the corporate governance policy in its website and also makes available to the directors, the executives and all employees for their acknowledgement and realization on importance of corporate governance on promotion of sustainable growth of the Company.

### Corporate governance policy and practice

#### Policy and practice related of the Board of Directors

- **Nomination of the directors and the executives**

The Nomination and Remuneration Committee shall have duty to nominate the qualified persons to hold position of the Board of Directors, the Chief Executive Officer and the President upon vacancy of such position or to replace the director who is retired on rotation. The consideration criteria shall focus on persons who have skills and experiences necessary for business operations of the Company both current and future. Director Pool of IOD or other related entities or Professional Search Firm (if any) will be used as reference list for qualified candidates as well as Board Skill Matrix which will be used to define required qualifications to create diversification of Board of Directors Structure, not limited to sex, age and education. The qualifications are specified as follows:

- 1) Having qualifications conforms to the Public Limited Act, the Securities and Exchange Act, rules of the Securities and Exchange Commission, rules of the Stock Exchange of Thailand and the corporate governance principles of the Company;
- 2) Having diversified knowledge, capabilities and experiences on various professional fields which shall be consistent with corporate strategy and beneficial and can add value to the Company;
- 3) Having characteristics which support and promote the corporate governance operations to strengthen value to the Company, performing duties with accountability, care and loyalty and can fully devote times for the Company.



## Board Skill Matrix

No.	Board of Directors	Independent Director	Non-Executive Director	Executive Director	Gender		Professional				Industry			Management				Account		Legal*		Political Science	
					Male	Female	Engineering	Science	Administration Business Management	Economics	Energy	Petrochemicals/Chemicals	Petroleum	Accounting/ Finance	Human Resource	Marketing	Risks	Accounting/Auditing	Internal Audit	Local	International	Politics & Government	PR Communication
1	Assoc.Prof.Dr. Paiboon Sareewiwatthana	/			/		/		/	/				/			/	/					
2	Mr. Kitt Jivacate	/			/		/		/		/	/			/						/	/	
3	Mr. Chatchaphol Prasopchoke		/		/		/		/		/	/	/		/						/	/	
4	Miss Nilrat Jarumanopas		/		/			/					/				/						
5	Assoc.Prof.Dr. Aekkachai Nittayakasetwat	/	/		/		/	/	/		/		/		/		/	/	/				
6	Assoc.Prof.Dr. Paritud Bhandhubanyong	/	/		/		/		/	/	/	/		/		/	/	/			/		
7	Miss Jeerapan Jinda	/	/		/		/	/			/			/			/	/					
		3	5	2	5	2	4	2	7	3	3	5	2	4	1	2	2	5	4	0	0	3	2

Remark : \* Wayu & Partners Co., Ltd. is appointed to be a Legal Advisor of UAC Group.

Besides, the Company allowed the shareholders to propose director's name in advance. Nomination and Remuneration Committee will consider proposed candidate according to the specified criteria and propose to Board of Director to agree before approving by shareholders' meeting.

To select and appoint the Chief Executive Officer and President, Nomination and Remuneration Committee will select the candidates who meet the specified qualifications and propose to Board of Directors to approve the appointment with majority votes. The selection and appointment of director shall be based on method specified in articles of associations of the Company. Nomination and Remuneration Committee will select qualified candidate as specified procedure above and propose to Board of Directors to agree and the candidate who has been appointed is required to have an approval from the shareholders' meeting. Resolution of the shareholders' meeting shall be made by a majority of votes of the shareholders who present and have the voting rights.

1. The Company's Board of Directors shall consist of at least 5 directors, who have been appointed by the shareholders' meeting and not less than one half of total directors must reside in the kingdom.

2. The shareholders' meeting shall elect the directors pursuant to the following criteria and methods:
  - (1) Each shareholder shall have a number of votes equal to the number of shares held.
  - (2) Each shareholder may exercise all the votes he/she has to elect one or several persons as director or directors. If several persons are to be elected as directors, the shareholder may not allot his/her votes to any person in any number.
  - (3) The candidates who have the highest votes in descending orders shall be appointed as the directors until all of the director positions are filled. In case the votes for candidates in descending order are tied, which would make the number of directors to be exceeded, the Chairman is entitled to a casting vote.
3. During every annual general meeting, at least one-third of directors shall retire. If the number of directors is not a multiple of three, then the number of directors closest to one-third shall retire. The directors who shall retire in the first and the second year after the registration of the Company shall be selected by drawing lot, and for subsequently years, the longest serving directors shall be retired. A retired director may be re-appointed.
4. Any director who shall resign from directorship position shall submit a resignation letter to the Company and such resignation shall be effective from the date such letter arrives at the Company. The resigned director under paragraph one may inform his or her resignation to the registrar under the Public Company Act.
5. In case of vacancy of director's position due to reasons other than by retirement in due course, the Board of Directors may appoint a person who is qualified and does not possess any prohibited qualifications specified in the Public Limited Act and laws on securities and exchange to be the director in the next Board of Directors' meeting. Except in a case where the remaining term of a director is less than 2 months, then the term of the newly appointed director shall expire at the same time as the director he/she substitutes.  
The resolution of the Board of Directors under paragraph one shall consist of votes not less than three fourths of the remaining directors.
6. The shareholders' meeting may have a resolution to remove any director prior to expiration of his or her term with the votes not less than three fourths of votes of shareholders present at the meeting and have the voting right which must have accumulated shares not less than one half of total shares of the shareholders present at the meeting and have the voting right

- **Succession Plan**

The Board of Directors will manage to ensure that the Company has suitable system on selection of personnel to take responsibility in every level of important managerial positions. The recruitment of the Chief Executive Officer & President will be as per the nomination process, by considering and selecting the personnel from both within and outside of the organization. In addition, the Company must prepare readiness of personnel for succession planning, particularly in the management position. Policy, management guidelines including preparation of individual development plan will be stipulated to make the personnel ready to hold higher position in case of vacancy of such position, which include Chief Executive Officer & President, Chief Financial Officer, Chief Sales & Marketing Officer, Chief Asset Management Officer, General Manager of Energy Sales Team or equivalent.

- **Directors and Executives Remuneration**

Payment conditions

- The Committees who are entitled to the remuneration are the Board of Directors, the Executive Committee and the Audit Committee only.
- Each director can hold the director position in any other specific committees and is entitled to receive a director's remuneration in accordance with the position he/she holds.
- The Company's director and executive director will receive remuneration as salary pursuant to the rates approved by the shareholders' meeting. However, in case the executive director is also a member of the Board of Directors and/or a member of any other specific committee, such executive director shall not be entitled to the remuneration as the committee member of the Board of Directors and/or as the member of any specific committee. He/she shall be entitled to the remuneration in the part of the executive director only.
- The Board of Directors and the specific committee shall be entitled to receive the director's remuneration from the Company as gratuity, meeting allowance, pension, bonus or any benefits pursuant to the regulations or as per considered by the shareholders' meeting. Such remuneration may be as per an exact amount or as per defined criteria and shall be specified occasionally or it shall be in effect until further change. Moreover, they shall also earn the allowances and fringe benefits pursuant to the Company's regulations without having any impact to rights of the officers and employees of the Company who have been elected as the committee with regards to remuneration as the committee and benefits as the officer or employee of the Company. Besides, such remuneration payment shall not against or contradict to qualifications of the Independent Director which has been specified in the laws governing securities and exchange.
- All non-executive directors of the Company are entitled to bonus. In case the Company deems appropriated, the Company may consider on payment of bonus to all non-executive directors. The Board of Directors shall decide when the bonus shall be made as well as details on bonus payment, for instance paying bonus to all non-executive directors who still hold the position. In case term of office of any non-executive directors is less than one year, bonus payment may be made proportionately to term of office of such non-executive directors.

- **Independence of the Board of Directors from the management**

the Board of Directors has a policy that Non-executive Directors shall hold meeting among themselves, as necessary to consider the issues of their interests without the management presenting. In 2021, such meeting has been arranged on December 17, 2021 and results of the meeting have already been notified the Chief Executive Officer. The number of meeting held and meeting attendance of each committee member can be summarized

- **Development of the Directors and the Executives**

The Board of Directors has a policy to encourage and facilitate on provision of trainings and seminars to the directors and executives to enable them to continuously improve their performance and enhance their knowledge and capability to increase their competency in operating business efficiently and consistent with

the current situation. Every time there is a change of a director or there is a new director, the Corporate Secretary shall provide the new director useful document and information which will be beneficial for performing duty as well as arrange an orientation session to introduce business structure, structure of the Board of Directors, scope of authority and responsibility, relevant laws as well as nature of business, business directions and policies of the Company for such new director. Moreover, the Chairman or the person assigned by the Chairman shall arrange plant visit tour for such new director in order to make him/her understand each production process, so that he/she can perform the work effectively.

- **Self-assessment of the Board of Directors**

The Board of Director has specified the policy that mandated all directors to assess performance of the whole committee and individually as well as the Committees for operations in each year. Self-assessment Form of the whole Board of the Directors and the individual director comprises of 6 main topics: (1) Structure and Qualifications of the Board; (2) Roles and Responsibilities of the Board; (3) the Board Meeting; (4) the Board's Performance of Duties, (5) Relationship with the Management; and (6) Self-development of Director and Development of the Executive. Additional details in each topic will be provided to the director to support their consideration. The Board Self-Assessment Form shall be reviewed on appropriateness every year. The Corporate Secretary shall collect and summarize results of self-assessment of the whole committee and individually including assessment result of the Committees to be presented to the Board of Directors. Results from assessment shall be used for efficient development of the Board.

- **Supervision on Operations of the Subsidiaries and the Associated Companies**

The Board of Directors has oversight mechanism that can control, supervise on administration and is responsible for operations of the subsidiaries to preserve benefits of the Company's investments. The Company's representatives are assigned to be the director and/or the executive in the subsidiaries and the associated companies pursuant to shareholding proportion of such companies. The Board of Directors shall consider and approve on appointment of the Company's representative to hold position of director and or the executives in the subsidiaries and the associated companies, as well as their power, duty and responsibilities. In addition, with regards to stipulation of important policy on business operations of the subsidiaries and the associated company, they shall be presented to the Company's Board of Directors to consider and approve before proposing to the Board of Directors of the subsidiaries or the associated companies, so that the supervision on their operations shall be efficiently and in line with the operation criteria of the Company.

## **Policy and practice related of the Shareholders and Stakeholders**

### **Responsibility to shareholders**

- **Encourage the shareholders to exercise their right and take care of the shareholders**

The Company recognizes and emphasizes the importance of the fundamental rights of the shareholder, as an investor in the securities and as owner of the Company, i.e. right to receive the warrants issued by the Company, right to buy, sell, transfer shares in their possession, right to share in profits of the Company, right to have adequate access to the Company's information, right in the shareholders' meeting, right to express opinions and to jointly make decision on significant matter of the Company, i.e. allocation of

dividend, election or removal of the directors, appointment of an auditor, approval of the significant transaction which has impact to direction of the Company's business operations, amendment of the Company's affidavit, certificate of incorporation, articles of associations and etc. The Company also encourages all members of the Board of Directors, the executives and the auditor to participate in the shareholders' meeting. In addition, the Company also facilitated and encouraged the shareholders and the institutional investors to attend the shareholders' meeting by assigning the Investor Relations officers to compile proxies and any issue in the meeting agenda in case the meeting agenda has been proposed in advance.

In 2021, the Company arranged the 2021 Annual General Meeting of Shareholders on April 8, 2021, at the Meeting Room on the 25th Floor of TP&T Tower so that the shareholders and the institutional investors can attend the meeting conveniently as such meeting date has not been arranged on national holiday or public holiday. The Company has complied with corporate governance principles as follows:

#### **Invitation to the Shareholders' Meeting in Advance**

During the Meeting of the Company's Board of Directors No. 1/2021 on February 24, 2021, the meeting resolved to arrange the 2021 Annual General Meeting of Shareholders on April 8, 2021. The Company has disclosed the meeting resolution, meeting date, agenda and informed other information via Elcid system of the Stock Exchange of Thailand on the next day, which was February 25, 2021, for the shareholders' acknowledgment in advance. After that, the meeting invitation has been sent to Thailand Securities Depository Co., Ltd., the Company's securities registrar, to further sent to the shareholders at least 7 days in advance before the shareholders' meeting. including a complete supporting document as well as opinions of the Board of Directors for each agenda, in both languages, Thai and English, on the Company's website on March 8, 2021, which was not less than 30 days before the meeting date. The shareholders and the investors have also been informed of such disclosure via the SET's Elcid system as well.

#### **On the Shareholders' Meeting Date**

During the 2021 Annual General Meeting of Shareholders, all 7 members of the Board of Directors (100%), including the auditor and the Company's legal advisor have attended the meeting. Before the meeting commenced, the chairman of the meeting introduced the directors, the auditor and the Company's legal advisor to the shareholders and assigned the legal advisor to explain to the shareholders on how ballots are cast and counted including how to vote for the agenda on election of the director to replace the director who is retired on rotation which must be voted one person at a time. The shareholders or the proxy have also been invited to jointly participate and examine the vote counting during the meeting. During 2021 Annual General Meeting of Shareholder, the Company asked for one volunteer to help count the votes. However, no shareholder or proxy volunteered to do the task, so Mr. Somyod Suteerapornchai, the legal advisor, were assigned for examining the vote counting during the meeting.

The meeting has been conducted in accordance with sequence of the agenda listed in the invitation to the meeting and no agenda which has not been specified in the meeting invitation has been added. Information has been provided according to the agenda and the shareholders including the proxy were encouraged to express opinion, suggestion or enquiry. The time provided for consideration of each agenda was reasonable

and adequately. The Chairman and the executives have answered any enquiry clearly, precisely and pay attention to all questions before requesting the meeting to vote in each agenda. The policy on remuneration and method on prescribing remuneration of the directors has been presented to the shareholders. The shareholder must have an opportunity to exercise the right to vote on election of the director individually, so that the director who has the most appropriated qualification will be selected. For agenda on selection of director, the shareholders shall put their voting cards in the box to be kept as evidence.

In case any shareholder is unable to attend the meeting by himself/herself, the Company shall allow such shareholder to proxy any independent director or any person to attend on his/her behalf, by using one of proxy forms attached with the meeting invitation to the shareholders' meeting. During 2021 Annual General Meeting of Shareholders, there were 36 shareholders attended the meeting by themselves with total shares of 430,155,556 shares and 29 proxies with total shares of 59,999,567 shares. Therefore, there were 65 people presented in the meeting with total shares of 490,155,123 shares, or accounting for 73.42 percent of total 667,606,199 issued shares, which constituted the quorum pursuant to the law and pursuant to the Company's articles of association.

### **After the Shareholders' Meeting**

During every meeting, a minute of meeting must be taken and important enquiries and suggestions must be recorded therein accurately and completely as well as voting results in each agenda, i.e. approved, disapproved, abstained and invalid ballot. The resolution of the minute must be publicized via the Elcid system of the SET on the next working day after the meeting date, of which for this year, it was on April 9, 2021. The minute of meeting has been sent to the Stock Exchange of Thailand, the Office of Securities and Exchange Commission, the registrar of the public limited company, Department of Business Development, Ministry of Commerce on April 21, 2021 which was within the specified timeframe of 14 days. In addition, the minute of meeting of 2021 Annual General Meeting of Shareholders, both in Thai and English, including video and audio of such shareholders' meeting have also been posted on the Company's website.

- **The Equitable Treatment of Shareholders**

The Company treats all shareholders equally, regardless of gender, age, race, nationality, religion as follows:

### **Propose meeting agenda and nominate a candidate for the director position**

The Company has an equitable treatment policy for all shareholders, particularly the minority shareholders by allowing the minority shareholder, individually or collectively, who hold minimum shares not less than 200,000 shares for at least 6 consecutive months to propose any meeting agenda for the shareholders' meeting as well as to nominate a suitable candidate for the director position, together with the detailed information for consideration and/or qualifications and consent of the candidate who shall be nominated in advance of the shareholders' meeting. The Company by the Nomination and Remuneration Committee shall screen the agenda which are truly beneficial and shall select the candidate with properly qualifications before proposing to the Board of Directors for consideration, then specify in the meeting agenda.

On September 18, 2020, the Company has invited the shareholders to propose agenda and nominate the candidate for director position in advance for the Annual General Meeting of Shareholders via the SET's

Elcid system including the Company's website, under topic of "Investment Relations". Criteria and method for such proposal and nomination have also been specified. The period for such proposal and nomination was from September 18, 2020 to December 31, 2020 before the Nomination and Remuneration Committee arranges the meeting to select the one third of directors who shall be retired on rotation and before the Board of Director holds a meeting to consider the agenda for the Annual General Meeting of Shareholders. However, no agenda has been submitted for the Company's consideration and the Corporate Secretary has reported to the meeting of the Board of Directors for their acknowledgement already.

### **Facilitate the shareholders during the shareholders' meeting**

The Company has arranged the shareholders' meeting at the Company's headquarter which can be conveniently reached via buses or personal cars as there were adequate parking areas. The Company also provided adequate staff to facilitate the shareholders and the proxy who attended the meeting. The registration shall be opened 2 hours in advance before the meeting and it has been expanded to the period before the consideration of the last agenda. Barcode system has been used for registration process for conveniently, speedily and precisely purposes. Furthermore, duty stamps have also been provided for the shareholders' proxies, free-of-charge.

All shareholders shall have equitable right. Before each meeting, the chairman or the assigned person shall clearly explain how ballots are cast and counted and shall provide reasonable time to all shareholders to express their opinions, suggestions and inquiries in each agenda. The chairman shall conduct the meeting in accordance with sequence of the agenda. The Company does not have a policy to add agenda without notifying the shareholders in advance, so that all shareholders shall have time to study agenda before they make any decision.

- **Prevention on Usage of Inside Information**

For transparency and prevention of abusive self-dealing from usage of the Company's inside information which has not yet been disclosed to the public, including for avoidance of scandal on appropriateness of securities trading of the insider, and for fairness of all stakeholders, the Company has stipulated policy and practices concerning usage of inside information pursuant to the Company's corporate governance principles for strictly observance by the Company's directors, executives and employees. Essence which has been specified in the corporate governance policy which could be summarized as follows:

1. The Company's directors, executives and employees shall maintain the secret and/or inside information of the Company by not disclosing or exploiting it for their personal gains or for the third party's gains directly and indirectly. They shall not purchase, sell, transfer or accept transfer the Company's securities using the Company's secret and/or inside information, and/or enter into any juristic act using the Company's secret and/or inside information that may cause damages to the Company either directly or indirectly.
2. The directors, the executives and the employees in work units who acquire the Company's inside information shall not use such information prior to public disclosure, and shall not purchase, sell, transfer or accept transfer the Company's securities in one (1) month period prior to public disclosure of quarterly financial statements and yearly financial statements and at least three (3) days after disclosure of such information.



However, the said requirements shall also apply to the spouse and children under legal age of the Company's directors, executives and employees. If any person violates the said requirements, he/she must be disciplinarily and/or legally punished and/or punished as the case may be.

The Company provided information to the directors and the executives on their obligations to report their securities holding of the Company and penalty clauses pursuant to the Securities and Exchange Act B.E. 2535 and the regulations of the Stock Exchange of Thailand. In case the directors or the executives purchased or sold the Company's securities, such directors or the executives are required to notify the Corporate Secretary at least 1 day in advance and file a report on their holdings of the Company's securities, including of their spouses and children under legal age pursuant to Section 59 of the Securities and Exchange Act B.E. 2535 every time they buy or sell such securities within 3 days to the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand and the Company's Board of Directors for acknowledgement and further dissemination to the public

Moreover, the Company established the disciplinary penalty against the employees who exploit usage of or disclose inside information which, if released prematurely, would cause damage to the Company. Various penalties have been imposed, such as verbal warning, written warning, probation and termination of employment, by firing or discharging, as the case may be.

- **Conflict of Interest**

The Company's policy concerning the conflict of interest is based on principle that any decision making on business operations shall be based on maximum profits of the Company only and shall avoid any acts which may cause conflict of interest. The directors, the executives and the employees shall review and disclose the transactions with conflict of interest for the Company's acknowledgement, as well as to inform their relationship or connection with such transaction. During any consideration, person who is related to or connected with such transaction shall not participate in consideration process and shall not have power to authorize such transaction. Any undertaking to be conducted shall bear in mind about its suitability, prices and conditions, like conducting the transactions with the third party.

The Company also adheres to the equitable treatment of shareholders and prescribes the transparent and auditable management policy and guidelines on conflict of interests, especially in consideration on transaction between the Company and the interest person or the related persons. In case of such incident, such interest person shall report to the Company immediately and shall not participate in consideration or voting in such matter. The Company also stipulates the guidelines to prevent the director or the executive who has an interest in transaction from participating in decision making process. During the vote session at the Board of Directors, any director with such interests shall not be entitled to vote. In addition, the Company considered about type of related transaction or connected transaction and value of transaction by referring to Notification of the Capital Market Supervisory Board No. TorJor 21/2551 Re: Rules on Entering into Connected Transaction and strictly disclosed to the Stock Exchange of Thailand, requested for approval from the Board of Directors or requested for approval from the shareholders, as the case may be. Related transaction or connected transaction has been disclosed in the Annual Report under Section "Person

with Mutual Interests and Related Transaction". Such related transaction has been performed pursuant to fair and at arm's length basis, and necessity including reason for such transaction must also be specified.

The Audit Committee shall propose the connected transactions and the transactions with conflict of interest to the Board of Directors for consideration and approval and they shall be carefully considered to ensure compliance with criteria of the Stock Exchange of Thailand as well as to disclose them in the annual report.

## Responsibility to stakeholders

### • The Role of Stakeholders

The Company recognizes the rights of all stakeholders, including the internal stakeholders (i.e. the shareholders, the executives and the employees of the Company) and the external stakeholders (i.e. the creditors, the customers, the business partners, the competitors, the government sector, the societies and the communities). The Company realizes that the supports and opinions from all stakeholders shall be beneficial to the business operations of the Company. Therefore, the Company shall comply with the laws and the related regulations to ensure that the rights of those stakeholders are under good care. In addition, during the course of business operation, the Company has taken into consideration the rights of all stakeholders pursuant to the following policy and guidelines:

#### Shareholders

To treat all shareholders equally, maintain their benefits and not perform any action which may violate or lessen their rights; to strongly commit to increase maximum satisfaction to the shareholders by taking into consideration the sustainable growth of the Company; to increase value added and appropriate returns on continued basis as well as to adhere to good corporate governance.

#### Employee

- On treatment of employees: The employees shall be treated equally and fairly, with regards to opportunity, compensation, fringe benefits, i.e. provident fund, life insurance, health and accident insurance, employee's loan welfare, welfare for employee's children scholarship and potential development. All employees are regarded as valuable resources and key factor to drive the organization to achievement.
- On consideration of annual compensation and allocation of welfare to employees: Consideration is made by referring to the Company's operating results and compensation of the companies in same group of industry, so that determination of compensation and welfare shall be fair and in the same direction for both the Company and its subsidiaries, both for short-term and long-term. Remuneration rates have been reviewed to ensure that they are in appropriated level and competitive with companies in the same industry. In addition, the employees' performance shall be evaluated pursuant to Pay for Performance system where performance of all employees shall be assessed into 2 aspects, i.e. performance achievement based on KPI and potential based on competency assessment. The Company also encouraged for the growth of employees' career pursuant to career path, and the employees shall have opportunity to transfer to other position or to be assigned to take responsibilities pursuant to their knowledge at the

Company's newly expanded business. In case there is a vacant position, the existing employees will be informed for applying for such position first. In addition, welfares provided by the Company are also better than those required by the laws, such as provident fund, medical welfares and etc.

- On organizational development with aim to become the learning organization: This can be done by enhancement of corporate culture and working atmosphere, team work, capabilities of the employees and ensure that they have securities in their careers and confidence in their quality of life and safety at work. The Company shall listen to opinions, recommendation and complaint from the employees at all levels equally and fairly.
- On arrangement of various activities to encourage participation among the employees: These efforts included provision of annual medical check-up services and vaccination against influenza to the employees of the Company and its subsidiaries every year. The employees' family members can also enjoy special benefit on annual medical check-up service at the hospital equivalent to the benefit obtained by the employees.

#### **Customer**

To determine to create satisfaction and confidence to customers; take good care and be responsible for customers. Customers shall receive good, qualified and safely products/services at the appropriated prices and pursuant to the prescribed standards. The Company shall strictly comply with the conditions and agreements made with customers. The Company shall develop itself to increase standards of products and services continually and shall maintain good and sustainable relationships with the customers as well as shall not exploit the customers' information for the benefits of its own or of the related persons. In 2021, scores obtained from customers' satisfaction assessment were 91.17 percent, which was regarded as Excellent level.

#### **Business partners and creditors**

To take into consideration the equality, fairness and integrity while conducting business. To have business ethics and maintain mutual benefits with the business partners and the creditors by strictly observing laws and rules jointly specified. To not request for, receive or pay any fraudulent benefits while dealing business with the business partners. To strictly comply with conditions and treat the creditors fairly as well make repayment in timely manner, maintain warranty securities and other conditions under the agreement fully and correctly and pursuant to good corporate governance principles. The creditors and the business partners shall be reported in advance if the obligations in the contracts cannot be met and corrective measures shall be jointly discussed.

- Business partner shall be selected based on the following criteria:
  - Compliance with the law, possess social ethical standards and put emphasis and consideration on human rights, society and environment.
  - Having good business operation condition with stable financial status, verifiable workplace and good tracking records. Such company must not have any restriction for trading due to corruption or fraudulent act or is listed as work abandoner or in blacklist of the public and private sectors.
  - Provision of satisfied works, with regards to quality, prices, delivery schedule and services.
  - Ability to deliver products constantly and respond to the changes with flexibility.

### Competitors

To treat the business competitors pursuant to the international practices under the laws on trade competition principles and shall adhere to good and equally competition rules. To not obstruct any business competitors, do not damage reputations of the business competitors by accusing, mudslinging and attacking ungrounded or perform any actions which are unfair to the competition.

### Public sector:

To emphasize transparency and integrity while performing any transactions with the officials or the government agencies in order to avoid any improper actions and against best management practices as well to oppose the offer of a bribe to the government officials to facilitate or for benefits of the Company.

### Communities, societies and environment

The Company has the policy to conduct the business with community, social and environmental responsibilities with regards to safety, quality of life and natural conservation; to promote effective use of energy; to realize the quality of life of the community and society as well as to assure that all of operations or decisions made or all products and business undertakings of the Company are performed appropriately and complied with the laws, rules, regulations and standards and they do not have any impact to the environment, community, society as well as all stakeholders. The Company also encourages its employees to have consciousness and responsibility to the surrounding communities, society and environment and to provide coordination with the activities arranged by the communities that the Company have business with, as appropriated.

The Company determines to conduct many social and environmental responsibility projects in order to be a part in developing community and society as well as realizes about the social responsibility or the impacts which may incur to all stakeholders for sustainable business operation in the future. Moreover, the Company also established the social responsibility policy by focusing on conducting business with social and environmental responsibility including supporting the social, community and environmental activities on continued basis. The Company emphasized on significance of fundamental human rights, respect of right and freedom without discrimination and non-infringement of intellectual property or copyright including anti all kinds of corruption. There is also a quality policy which places importance on procurement of good and quality products, delivery of goods correctly and on timely manner. Additionally, the personnel must be developed to increase the competitive edge and efficiency. The employees shall strictly uphold to these principles for work efficiency and effectiveness. For more details on activities performed with the stakeholders and social responsibility in 2021, please see “2021 Sustainability Report”, which shall form an integral part of this annual report.

- **Policy and practices on non-infringement of intellectual property**

The Company respects and complies with the law on intellectual property and establishes a policy forbidding all operations which has nature of infringement of intellectual property in all respects in the code of conduct and the employee's ethics for the employees' acknowledgement and strictly compliance. Details on such practices are as follows:

- All employees must respect right of the intellectual property's owners. Information technology and communication shall be prudently and carefully used pursuant to the legal and Company's requirements.
- Before using the third party's works or information obtained in the Company, they must be inspected to ensure that such works or information obtained does not infringe other person's intellectual property.
- Upon termination of employment, all intellectual properties including works in all forms and format must be returned to the Company.

#### • Policy on Human Rights

The Company recognizes and puts emphasis on human right principles. Hence, policy on human rights has been stipulated to make the Board of Directors, the executives, and the employees well aware of its importance and respect human rights of all people in all aspects, as well as the society and communities in each area. The Company has specified that there must be a process in place to regularly monitor and review performance on human rights and has provided channels to listen to opinion and recommendation from the employee and the third party. Opinion received will then be reviewed to find solution. Practical guideline on human rights policy has also been disseminated in the Company's website.



Policy on Human Rights

#### • Anti-Corruption

The Company has specified the anti-corruption policy and set up measures to prevent and handle corruption which might occur or has occurred in the Company by taking into consideration moral principle, mercy, righteousness and principles of law. In addition, the Company has announced and implemented the "Anti-corruption Policy", so as to make the directors, the executives and the employees at all levels realize the importance of business operations with morality, transparency and accountability as well as to prevent all activities of the Company and its subsidiaries from corruption.

The Company also provided the channels for the stakeholders and the investors to notify, suggest, file a complaint or clue with regard to illegal act, correctness of financial statement, defective internal control system or any act which is against the ethics principles to the Board of Directors via the following channels:

- |                                   |          |                                                                                                                                                                 |
|-----------------------------------|----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| - Chairman of the Audit Committee | Email :  | chairman_auditcom@uac.co.th                                                                                                                                     |
|                                   | Letter : | No. 1, TP & T Tower, 19 <sup>th</sup> floor,<br>Soi Vibhavadirangsit 19, Vibhavadirangsit Road,<br>Chatuchak Sub-district, Chatuchak District,<br>Bangkok 10900 |
| - Corporate Secretary             | Email :  | sajjaporn@uac.co.th                                                                                                                                             |
|                                   |          | Tel. No.: 0 2936 1701 Ext. 118                                                                                                                                  |
| - Company's Website :             |          | Click at icon: Send email to Chairman of the Audit Committee.                                                                                                   |

Details of the person who notifies such information (the whistle blower or the informant) or the clues shall be kept confidential to protect the right of such informant including the person who cooperates in fact finding. There are protection measures in place to make the whistle blower or the information including the person who cooperates for fact-finding confident that they will not be impacted from such complaint or from notifying such clue. The Company has communicated the “Anti-Corruption Policy” and “Fraud Protection Policy” to all employees during orientation session and also publicized via the Company’s bulletin board, Data Center as well as on the Company’s website for acknowledgement and strictly compliance by the directors, the executives and the employees.

#### Anti-Corruption policy :

<https://www.uac.co.th/storage/content/corporate-governance/anti-corruption/anti-corruption-policy-th.pdf>



#### Fraud protection policy :

<https://www.uac.co.th/storage/content/corporate-governance/anti-corruption/fraud-protection-policy-th.pdf>



The Company has specified guidelines on monitoring and assessment on compliance with the fraud protection policy and anti-corruption policy, where the Internal Audit Unit will inspect the internal control system, assess risks including corporate governance and will provide suggestions on continued basis. The Internal Audit Unit shall determine an annual audit plan which must be approved by the Audit Committee and shall report the inspection results including recommendations to the Audit Committee every quarter. If, after the investigation of the complaint or the facts from investigation, it is found that there is reasonable evidence that it should be believed there is any transaction or action which may be regarded as malpractice or corruption, the Audit Committee shall report to the Company’s Board of Directors to inform the improvement/ correction measures within the period of time the Audit Committee deems appropriated.

- **Code of Conduct**

The Board of Directors adheres to the equitable and fair business operations and specifies a written code of conduct and the employees’ ethic to put into practice and disseminate to the directors, the executives and the employees as practical guidelines. Objectives are to express its intention to conduct business with transparently, ethically and responsibility to the stakeholders, by taking into consideration the societies and environment through the trainings and various communications within the organization. Such code of conducts shall reflect goodwill and practical guidelines to be observed by all employees. Ethical

framework include respect and comply with laws, interests and conflicts of interests, use of inside information and maintenance of confidential information, internal control system and internal audit, receiving and giving of gifts, properties or other benefits, intellectual properties, information technology and communication, political rights and impartiality, employees treatment and responsibility to stakeholders with details in enclosure 8.

The Company has announced and informed all employees for their acknowledgement and strictly compliance with such guidelines beginning from the orientation when they start to work as well as promoted on compliance with such guidelines continually. Their performance will be constantly followed-up via the internal audit unit's internal control system, then reported to the Audit Committee for its acknowledgement. Moreover, the Company publicizes document on business ethnics and employee ethics in the data center and the Company's website, so that the management and the employees can further study such information any time.

## **Significant development and changes of the policy, regulation and Corporate governance system**

The Board of Directors has duties to consider and provide opinions on important matters concerning business operations of the Company, such as vision, mission, strategies, risks, corporate governance policy, action plan and budget as well as to monitor performance of the executives to ensure their efficiency and effectiveness on compliance with the specified policies and action plan. The vision, missions, strategies, corporate governance policy, objective, business operation direction including important policies of the Company must be reviewed and considered every year or when nature of business has significantly changed. In 2021, The Board of Directors has considered and reviewed vision, missions, corporate governance policy, strategies and resolved that it's still appropriate and consistent with business operation for 1-4 years . However, The Board of Directors will regularly consider and review strategies to accommodate changes in government policy and economic situation, both domestic and international, to enhance the business expansion continuously and sustainably.

The Board of Directors also monitored, supervised and implemented the specified strategies and the management has to present the operating results by comparing with the specified targets to the Board of Directors' meeting every quarter. Such information will be used for closely monitoring the operating results of the management and to ensure that they shall be as per the specified strategy.

- **Corporate governance policy**

The Company has prepared a written corporate governance policy. The Board of Directors assigned the Corporate Governance Committee to regularly review and monitor on compliance with such policy at least once a year to increase efficiency on supervision and to make the Company's corporate governance standards conform to the corporate governance principles and to present to the Board of Directors for acknowledgment. The Company has communicated about the corporate governance policy to everyone in the organization for correct and mutual understanding and encouraged everyone to comply with such policy accordingly.

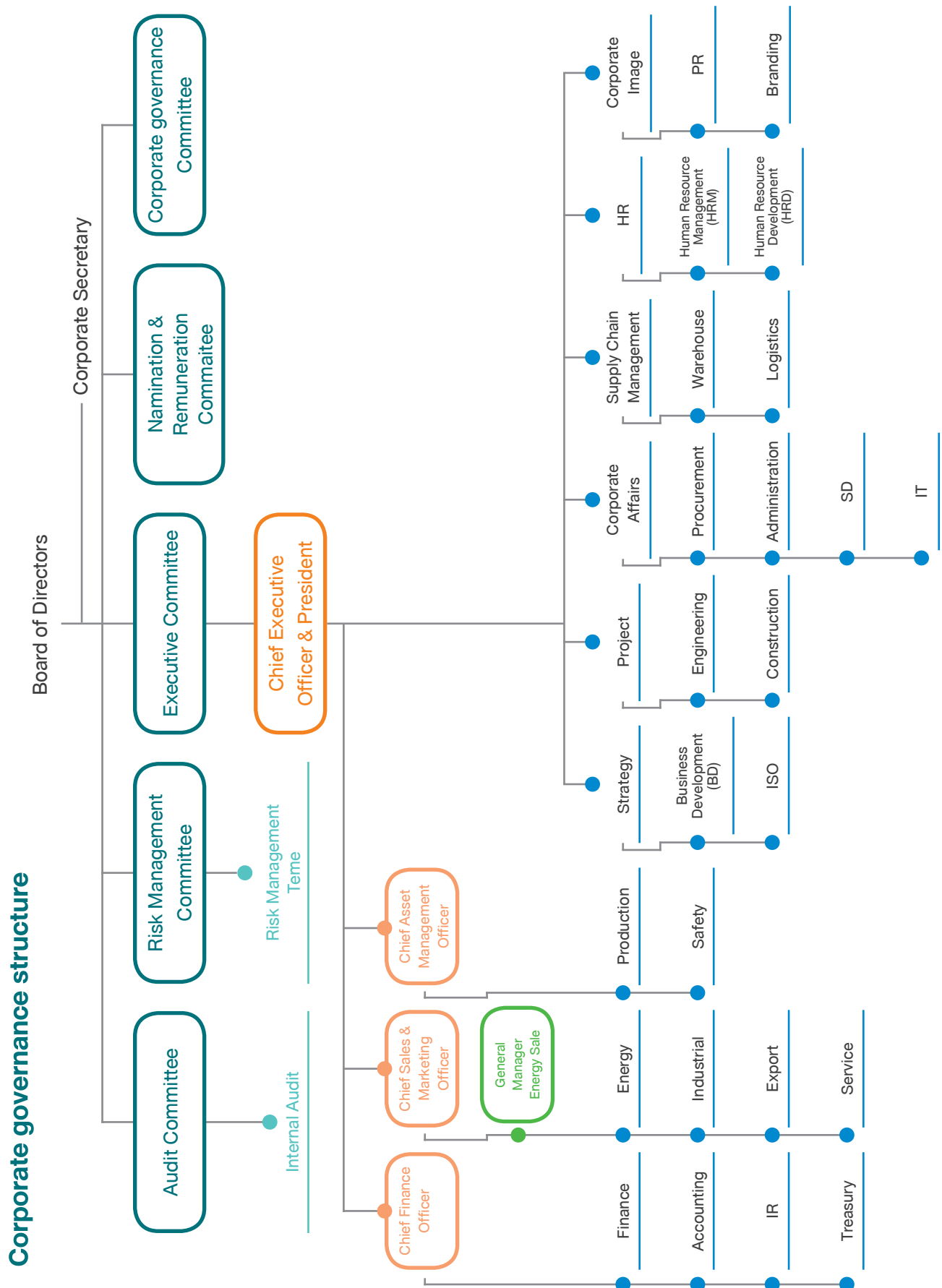


In 2021, the Company's average score on corporate governance performance was 93 percent ("Excellent") which was higher than average score of overall listed companies which was at 84 percent. In addition, the Company received full 100 scores from assessment on quality on arrangement of the annual general meeting of shareholders (AGM Checklist) from the Thai Investors Association. These outstanding scores were solid proof of the Company's chiefly focus on monitoring and development of operations by following the Company's corporate governance standards.

Practices pursuant to corporate governance principle that the Company has not yet complied are as follows:

Not Yet Complied	Reason
1. The Chairman of the Board is an independent director.	Segregation of duties between the Board of Directors and the top executives has been clearly specified. The Chairman of the Board of Director is not the same person of the Chief Executive Officer and the Chairman of the Board will not participate in daily management tasks, so there is a balance of power between the corporate governance and the management.
2. More than 50% of the members of the Board of Directors must be the independent directors.	Even though it is specified that the term of the independent director shall be not more than 3 periods or 9 years, but the Board of Directors may consider to extend the term of office of the independent director if there is a reasonable cause and it will be beneficial to the Company and the shareholders. The reasons are that the Board believes that the independent director who holds office more than 9 years can understand nature of business operations of the Company and still maintain independence on consideration, giving opinion or recommendation which will be beneficial to the Company because qualifications of the independent director specified by the Company are stricter than criteria specified by the SEC and the SET.
3. The Board of Directors has a policy to limit the number of years that the independent director can hold office to not more than 9 years.	

## Corporate Governance Structure and Important Information about the Board of Directors, the Committees, the Management, the Employees and Others



## Structure and Component of the Board of Director

The component on number of the directors in the Board of Directors has been arranged to suit with size of business. At present, the Board of Directors consists of 7 members, 5 of them are non-executive directors and 2 of them are executive directors. Of all total numbers of directors, 3 of them are Independent Directors. The Company has specified criteria on selection and qualifications of the Independent Director as follows:

### The Independent Director

The Company prescribes that at least one third of total members of the Board of Directors shall be the Independent Directors. The Board of Directors or the shareholders' meeting, as the case may be, shall appoint the Independent Director to be members of the Board of Directors. One thirds of the Board of Directors and at least 3 members must be the Independent Directors.

Criteria on selection of the Independent Director shall be based on criteria on selection of the Board of Directors. The Independent Director shall not possess prohibited characteristics pursuant to the Public Company Act and the relevant laws on securities and exchange, including the notifications, regulations and/or rules. The Independent Director must have the appropriated education, specialized skills and experiences. They must be proposed at the shareholders' meeting for consideration and approval to be the Company's director. In addition, if any Independent Director vacates from office before an expiration of the term, the Board of Directors may appoint another Independent Director who possesses the abovementioned qualifications to replace such vacated position and the term of the new Independent Director shall be equal to the remaining term of the Independent Director that he or she replaces.

The Board of Directors has specified qualifications of the Independent Director which are stricter than criteria of the Office of the Securities and Exchange Commission and the Stock of Thailand as follows:

1. Holding shares not exceeding 1.0 percent of the total number of voting shares of the Company, its parent company, its subsidiary, its associated company or a controlling person of the Company, provided that, the shares held by the related person of such Independent Director shall also be counted for this purpose.
2. Not being or having been a director involved in the management, an employee, a consultant with a monthly wage or a controlling person of the Company, its parent company, its subsidiary, its associated company, a subsidiary in the same level, a major shareholder or a controlling person of the Company, except he/she has resigned from such position at least 2 years prior to the date of appointment as an Independent Director.
3. Not being related by blood or legal registration as a father, mother, spouse, sibling and child, including as a spouse of the child of an executive officer, a major shareholder, a controlling person or a person who will be nominated to become an executive officer or a controlling person of the Company or its subsidiary.

4. Not having or had a business relationship with the Company, its parent company, its subsidiary, its associated company, a major shareholder or a controlling person of the Company in the manner which may interfere the exercise of independent judgment, including not being or having been a major shareholder, or a controlling person of a person having a business relationship with the Company, its parent company, its subsidiary, its associated company, a major shareholder or a controlling person of the Company, except where such restriction had passed for not less than 2 years prior to the appointment as an Independent Director.
5. Not being or having been an auditor of the Company, its parent company, its subsidiary, its associated company, a major shareholder or a controlling person of the Company, and not being a major shareholder, a controlling person or a partner of an audit office for which the auditor of the Company, its parent company, its subsidiary, its associated company, a major shareholder or a controlling person of the Company work, except where such restriction had passed for not less than 2 years prior to the appointment as an Independent Director.
6. Not being or having been a professional service provider, including a legal consultant or financial advisor who receives service fees exceeding Baht 2 million from the Company, its parent company, its subsidiary, its associated company, a major shareholder or a controlling person of the Company, and must not be a significant shareholder, a controlling person or a partner of such professional service provider, except where such restriction had passed for not less than 2 years prior to the appointment as an Independent Director.
7. Not being a director appointed to represent the Company's Board of Directors, a major shareholder or a shareholder who is related to the Company's major shareholder.
8. Not being in a business of the same nature as, and of significant competition to that of the Company or its subsidiary or not being a significant partner of a partnership or not being a director who is involved with management tasks, a staff member, an employee, a consultant with a monthly wage or holds shares more than 1.0 percent of total shares with voting rights of another company which is engaged in a business of the same nature as and of significant competition to that of the Company or its subsidiary.
9. Not having any other characteristic which prevents the giving of an independent opinion on operations of the Company.

The Independent Director shall examine and certify its own independent qualifications at least once a year, by notifying such result together with a report on bio data of director at year end for preparation of annual information disclosure form (56-1 Form) and annual report of the Company.

### **The Audit Committee**

The Board of Directors or the shareholders' meeting (as the case may be) shall appoint at least 3 directors to be the Audit Committee of the Company and the Subsidiaries. Each member of the Audit Committee shall be an Independent Director and must not be a director who is appointed from the Board of Directors to make decision with regards to the business operations of the Company, its parent company, its subsidiary, its associated company, a subsidiary in the same level, a major shareholder or a controlling person of the Company. He or She must not be a director of the Company, its parent company, its

subsidiary, a subsidiary in the same level of the listed company only. The Audit Committee shall have qualifications pursuant to the laws on securities and exchange, including notifications, regulations and/or rules of the Stock Exchange of Thailand on qualifications and scope of work operations of the Audit Committee.

In addition, at least 1 member of the Audit Committee shall have adequate knowledge, understandings and experiences on accounting or finance that can audit credibility of the financial statement as well as perform other duties as the Audit Committee.

### The Executives

The Company has a policy to select the persons who are knowledgeable, capable and have relevant experiences concerning with the Company's business. The selection process must comply with rules on human resources management and must have been approved from the Board of Directors or the person appointed by the Board of Directors.

The Nomination and Remuneration Committee shall consider and select a person who shall hold a position of the Chief Executive Officer and the President. The appointment of the Chief Executive Officer and the President are required to have an approval from the Board of Directors. The Chief Executive Officer and the President are assigned to appoint the qualified, capable and experienced persons concerning with the Company's business to be an employee in various levels. However, the appointment, transfer, and dismissal of a chief or person who is responsible for audit and internal control is required to have an approval from the Audit Committee first.

## The Board of Directors

### • Structure of the Board of Directors

The Board of Directors consists of the knowledgeable and experienced members in diverse fields useful for Company's business without any discrimination against age, gender and educational background. In addition, at least 2 members should have keen knowledge about the Company's businesses and 1 member on accounting, finance and does not possess the prohibited characteristics pursuant to the law on public limited companies. The Board has important role in setting up policies and overall image of the organization, including supervising, auditing and evaluating performance of the Company against the given plans to ensure that they are in line with the laws, regulations, and resolutions of the shareholders' meeting with honesty, ethics and under code of conduct. It shall supervise the management tasks of the executives to ensure that they are as per the specified targets and guidelines for the maximum benefits to the Company and the shareholders. The Company has the policy on restriction on holding of director position where each director can hold director position not more than 5 listed companies, so that the Company can gain maximum benefits from each director because he/she can devote his/her time to perform duty effectively and efficiently. The Chief Executive Officer and the President shall report to the Board of Directors in case they hold director position in other company, except in the case where they have been assigned to hold such position by the Company.

The structure of the Company's Board of Directors is that more than one third of total members of the Board of Directors are the Independent Directors to act as balance of power on casting vote while considering various matters and the Audit Committee shall comprise of 3 Independent Directors (42.86%). The Company has a policy that term of office of the Independent Director shall not be more than 3 terms, 3 years each. The Board of Directors may consider on renewal of term of office of the Independent Director if there are reasonable cause and beneficial to the Company and the shareholders.

At present, the Board of Directors consists of 7 members, 5 of them are non-executive directors who are qualified to be Independent Directors (71.43%) (3 of them are Independent Directors and members of the Audit Committee) and 2 executive directors who are the Chief Executive Officer & President and the Chief Financial Officer. The number of the Company's Independent Directors is compliance with the criteria specified by the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand which specified that it must not less than one thirds of total number of directors and not less than 3 persons.

**The Board of Directors consists of 7 members  
Divided into 5 males and 2 females.**



**The Independent Directors (3 persons),  
or 42.86%**



**The Non-executive directors (5 persons),  
or 71.43%**



The Board of Directors has appointed various Committees, namely the Executive Committee, the Audit Committee, the Nomination and Remuneration, the Risk Management Committee and the Corporate Governance Committee to conduct specific matters and propose them to the Board of Directors for consideration or acknowledgement. Such Committees shall have the rights and duties as per specified in their scope of duty and responsibilities. Furthermore, the Company has a policy to assess performance and review operations of the Committees every year.

The Board of Directors has a policy that the Chairman of the Board and the Chief Executive Officer must not be the same person for clarity on responsibilities between specifying supervisory policy and routine management. Roles and responsibilities of the Board of Directors and that of the executives are clearly defined and segregated with balance of power. The Board of Directors has duty to formulate the policy and oversee the operations of the executives at policy level, while the executives perform their duties in various aspects pursuant to the specified policy.

The Board of Directors has appointed Miss Sajjaporn Rammayaprayoon as the Corporate Secretary on May 3, 2012 who shall have duties and responsibilities as per specified by the Securities and Exchange Act B.E. 2535. The Corporate Secretary shall be responsible for providing advice on laws and regulations that the Board of Directors and the executives must be well aware, supervising the Board's activities, arranging the Board's meeting and shareholders' meeting of the Company, recording a minute of meeting of the Board's meeting and the shareholders' meeting, monitoring and coordinating on compliance with the Board's resolutions as well as preparing and keeping important documents of the Company, such as a register of directors, a notice calling the director meeting, a minute of meeting of the Board of Directors and an annual report of the Company, a meeting invitation to the shareholders' meeting and a minute of shareholders' meeting; keeping a report on interest filed by a director or an executive and performing any other tasks as specified in the Securities and Exchange Act.

### The Board of Directors comprises of :

No	Name	Position
1.	Assoc. Prof. Dr. Paiboon Sareewiwatthana	Chairman of the Board of Directors
2.	Mr. Kittti Jivacate*	Vice Chairman
3.	Miss Nilrat Jarumanopas	Director
4.	Mr. Chatchaphol Prasopchoke	Chairman of Audit Committee and Independent Director
5.	Assoc. Prof. Dr. Aekkachai Nittayakasetwat*	Vice Chairman, Audit Committee and Independent Director
6.	Assoc. Prof. Dr. Paritud Bhandhubanyong	Audit Committee and Independent Director
7.	Miss Jeerapan Jinda	Audit Committee and Independent Director

\* Mr. Kittti Jivacate and Assoc. Prof. Dr. Aekkachai Nittayakasetwat began to hold Vice Chairman positions on April 8, 2021

Miss Sajjaporn Rammayaprayoon is a secretary of the Board of Directors.

### The Authorized Directors

The authorized directors to sign and bind the Company are Mr. Kittti Jivacate, Miss Nilrat Jarumanopas and Mr. Chatchaphol Prasopchoke, two of three directors jointly sign together with the Company's seal affixed.

### Term of the Company's Directors

During every annual general meeting, at least one-third of directors shall retire. If number of directors is not a multiple of three, then number of directors closest to one-third shall retire. The directors who shall retire in the first and the second year after registration of the Company shall be selected by drawing lot, and for subsequently years, the longest serving directors shall be retired. A retired director may be re-appointed.

### Scope of Authority and Responsibilities of the Board of Directors:

- 1) To oversee and manage the operations of the Company to ensure compliance with the laws, objectives and articles of association of the Company as well as the resolutions of shareholders' meetings, except the matters which have to be obtained an approval from the shareholders' meeting first, for instance, any activity that laws has specified that it must have an approval from the shareholders' meeting, any undertaking of the connected transaction and any acquisition or disposal of the significant assets according to the regulations of the Stock Exchange of Thailand or the other government agencies, and etc.
- 2) To review and approve the significant matters, i.e. vision, mission, strategy, policy, business plan and budget, project investments which do not list in an annual budget, management structure, management power, policies concerning corporate governance, any transaction or action which shall have significant impact to financial position, liability, status, business operations and reputation of the Company, interim dividend payment and any other matters specified by the Stock Exchange of Thailand or as required by laws.
- 3) To supervise performance of the management to ensure compliance with the approved policies, business plans and budget.



- 4) To consider and appoint the qualified person who does not possess the characteristics that are prohibited under the Public Company Act B.E. 2535 (A.D.1992) (including any amendments) and laws on securities and stock exchange as well as the related notifications, regulations and/or rules, in case of a vacancy of a director's position due to the reasons other than by retirement in due course including to appoint the Company's President & Chief Executive Officer.
- 5) To consider on appointment and to determine duty and responsibilities of the Sub-committees as follows:
  - 5.1 To establish the Sub-committees as appropriated and necessary to assist the work operations under the responsibilities of the Board of Directors, i.e. the Audit Committee, the Executive Committee, the Nomination and Remuneration Committee and the Risk Management Committee and etc.
  - 5.2 To consider and approve duties and responsibilities of the Sub-committees, as well as the changes in components of the appointed Sub-committees.
- 6) To establish the reliable accounting system, financial reporting and auditing system as well as to ensure that the internal audit and internal control system are efficiently and effectively, including approve the changes in the significant policies and practices concerning the accounting and internal control system of the Company.
- 7) To supervise and ensure that the Company has the comprehensive risk management system including effective risk management, reporting and monitoring procedures.
- 8) To report the responsibilities of the Board of Directors on preparation of financial report by presenting them jointly with the auditor's report in an annual report.
- 9) To preserve the best interest of the major and minor shareholders on an equitable basis, and to treat all shareholders and stakeholder fairly.
- 10) To oversee and ensure that there are clear and transparent management procedures concerning the connected transactions between the Company and the related persons in place to prevent any conflict of interest by disclosing the correct and adequate information as well as report to the Board of Directors constantly.
- 11) To evaluate the performance of the Board of Directors as follows:
  - 11.1 To prescribe criteria and method on performance evaluation of the Board of Directors and to evaluate their effectiveness constantly.
  - 11.2 The Board of Directors shall evaluate their own performance every year and shall also make the statement on their performance results including the corporate governance policy applied in the Company in an annual report.
- 12) The following operational powers shall be exercised only after they have obtained an approval from the shareholders' meeting first, provided that, any director or person who might have any conflicts, interests or conflict of interest regarding any transaction with the Company or its subsidiary (if any) must not participate in voting on it:
  - (a) Any activity that the laws has specified that it must have an approval from the shareholders' meeting first;
  - (b) Any transaction that any director may have some interests and in scope that the laws or regulations of the Stock Exchange of Thailand prescribed that it must have an approval from the shareholders' meeting first.

- 13) The Board of Directors may authorize one or more directors or any person to act on its behalf. However, the abovementioned authorization shall not include the delegation of authority or sub-authorization which can entitle the director or such authorized person to approve any undertaking that such person or a person who might have conflict of interest, interests or any benefits in any other manners against benefits of the Company or its subsidiary as well as request for an approval from the shareholders' meeting to perform any related transaction and any acquisition or disposal of the significant assets according to the regulations of the Stock Exchange of Thailand and notifications of the Securities and Exchange Commission and/or the related agencies for such undertakings.

The Board of Directors understands roles, duties and responsibilities toward the shareholders and can devote time to fully perform duties. Board structure has adequate balance of power as at least one thirds of total members of the Board, but not less than 3 persons, are the independent directors. The Company's 3 independent directors are the Audit Committee and they have independency, knowledge, and experiences to review creditability of the financial statements as well as to perform other duties as the Audit Committee. In addition, authority between the Board of Directors and the management has been clearly assigned as per the disclosed details.

#### Segregation of Duties between the Board of Directors and the Management

The Board of Directors has segregated power, duties and responsibilities on establishing supervisory policies and routine management clearly. The Chairman of the Board of Directors, the Chief Executive Officer and the President are appointed by the Board of Directors. The Chairman of the Board who must not be the same person as the Chief Executive Officer shall take the lead and have key roles in making decision concerning the Company's policies as a result of the meetings of the Board of Directors under business objectives jointly considered and established by the Board and the executives. During each meeting, all directors are encouraged to actively participate as well as express their opinions independently. The Chairman shall also act as a chairman of the shareholders' meeting of the Company. However, the Chairman shall not engage in routine tasks but shall support and give advice on business operations to the executives through the Chief Executive Officer constantly. The Chief Executive Officer shall be responsible for business management under the power authorized by the Board of Directors. Details of the power, duties and responsibilities of the Board of Directors have already been specified in the "Management Structure."

The Chief Executive Officer and the President shall be responsible for management of the Company within the scope of authority assigned by the Board of Directors, the Company's article of association, resolution of the shareholders' meeting, resolution of meeting of the Board of Directors' meeting or the Committees' meetings. In addition, they can give order or perform any works necessary and appropriated to make the operation successfully achieve and also have power to approve for placement, appointment, transfer, removal as well as determine compensation and welfare of the employees, provided that, they shall not be contrary with the assigned authority or resolution of the Board of Directors.

## The Sub – Committees

**The Audit Committee:** All members of the Audit Committee are the Independent Directors as follows:

No	Name	Position
1.	Assoc. Prof. Dr. Aekkachai Nittayagasetwat	Chairman of the Audit Committee
2.	Assoc. Prof. Dr. Paritud Bhandhubanyong	Member of Audit Committee
3.	Miss Jeerapan Jinda	Member of Audit Committee

Mrs. Jarunee Boonmumgme is a secretary of the Audit Committee.

Assoc. Prof. Dr. Aekkachai Nittayagasetwat and Miss Jeerapan Jinda have sufficiently skills and experiences to assume duties of auditing accountability of the financial statement.

## Term of Office of the Audit Committee

Term of the Audit Committee shall be 3 years each, except in case of retire on rotation pursuant to the Company's articles of associations. The retired director may be re-appointed but not more than 3 times. The Board of Directors may consider on renewal of term of office of the Independent Director if there are reasonable cause and beneficial to the Company and the shareholders. The Audit Committee shall be directly responsible for the Board of Directors and shall have power, duty and responsibility as per assigned by the Board of Directors.

## Scope of duty and responsibilities of the Audit Committee

Scope of duty and responsibilities of the Audit Committee assigned by the Board of Directors including those required to report to the Board of Directors are as follows:

- 1) To review the sufficiency, credibility and transparency of the financial reporting by coordinating with the external auditor and the executives who are responsible for preparing of quarterly and yearly financial reports;
- 2) To review the Company's internal control system and internal audit to ensure that they are suitable and effective, to determine independence of the internal audit unit, including approve the appointment, transfer and dismissal of the chief of the internal audit unit or any other unit in charge of the internal audit activities;
- 3) To ensure that the Company complies with the laws on securities and exchange, regulations of the stock exchange and the laws related to the Company's business;
- 4) To select, propose and terminate an independent person who will be the Company's auditor, and to fix his or her remuneration then propose to the Board of Directors to further request for appointment from the annual general meeting of shareholders, as well as to attend the meeting with the auditor without any participation of the executives at least once a year. In 2021, the Audit Committee and the auditor have attended joint meeting on November 4, 2021.
- 5) To have the power to engage an independent consultant, as necessary at the Company's expenses;
- 6) To review the connected transactions, or transactions that may lead to conflicts of interest, to ensure that they are reasonable, compliance with the laws and regulations of the stock exchange and the Capital Market Supervisory Board, and for maximum benefits of the Company;

7) In carrying out duties, if the Audit Committee has found or is suspicious about any of the following transactions or activities which may have material impacts to the financial position or performance of the Company, the Audit Committee must report the Board of Directors to take corrective action immediately:

- Transaction with the conflicts of interest;
- Fraud or unusual transaction or significant deficiency in the Company's internal control system;
- Violation or breach of laws on securities and exchange, notifications and regulations of the Stock Exchange of Thailand, the Office of Securities and Exchange Commission and Capital Market Supervisory Board and the laws related to the Company's business.

In case the Board of Directors or the executives fails to take corrective action within a reasonable period of time, the Audit Committee's member may report such transaction or activity to the Office of Securities and Exchange Commission or the Stock Exchange of Thailand.

8) If the Company's auditor discovered any suspicious circumstance concerned with the director, manager or any person responsible for the Company's operations, which violated the law and the auditor has reported such issue to the Audit Committee. The Audit Committee must conduct an additional investigation without delay and shall report the result of the preliminary investigation to the Office of Securities and Exchange Commission and the auditor within 30 days from the notification date of the auditor.

9) To prepare the Audit Committee's report and disclose in the Company's annual report. The report must be signed by the Chairman of the Audit Committee and included at least the following recommendations:

- (a) Recommendation on accuracy, completeness and creditability of the Company's financial report,
- (b) Recommendation on adequacy of the Company's internal control system,
- (c) Recommendation on compliance with laws on securities and exchange, the stock exchange's regulations, or other laws related to the Company's business,
- (d) Recommendation on suitability of the auditor,
- (e) Recommendation on transactions that may cause conflicts of interests,
- (f) Number of the Audit Committee's meetings and attendance of such meetings by each committee member,
- (g) Overall recommendations or observations that have arisen while the Audit Committee performed its duties in accordance with the Charter, and
- (h) Other matters which should be made available to the shareholders and general investors within scope of duty and responsibilities assigned by the Company's Board of Directors.

10) To perform any other tasks as assigned by the Board of Directors, as necessary.

In performing the operations pursuant to scope of work, duty and responsibilities, the Audit Committee shall have power to invite the concerned management, the executives or the employees of the Company to report, provide opinion, participate in the meeting or submit document which is deemed relevant and necessary.

In addition, the Board of Directors has power to amend the scope of duty and responsibilities of the Audit Committee as it deems necessary and appropriated.

**The Nomination and Remuneration Committee:** All members of the Nomination and Remuneration Committee are the Independent Directors as follows:

No.	Name	Position
1.	Miss Jeerapan Jinda	Chairman of Nomination and Remuneration Committee
2.	Assoc. Prof. Dr. Aekkachai Nittayagasetwat	Member of Nomination and Remuneration Committee
3.	Assoc. Prof. Dr. Paritud Bhandhubanyong	Member of Nomination and Remuneration Committee

Mr. Bovornwich Nonthawong is a secretary of the Nomination and Remuneration Committee.

### Term of Office of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee shall hold office for a term of 3 years each. The retired director may be re-appointed. The Nomination and Remuneration Committee shall be directly responsible for the Board of Directors and shall have power, duty and responsibility as per assigned by the Board of Directors.

### Scope of duty and responsibilities of the Nomination and Remuneration Committee

- 1) To establish the clear, transparent and suitable policies, criteria, methods and procedures for benefits of the Company with regards to nomination, removal or termination of employment of the directors and top executives of the Company and to propose to the Company's Board of Directors for consideration and approval.
- 2) To consider and nominate the list of the persons qualified to be the member of the Board of Directors, the Sub-committee and top executive to the Board of Directors, in case of vacancy of such position or upon expiration of the term.
- 3) To specify the remuneration policy for the directors and top executives of the Company then to propose to the Board of Directors for consideration and approval.
- 4) To consider the compensation packages for the Board of Directors and the Sub-committees which shall include the meeting allowances, salaries, bonuses, shares and other relevant fringe benefits and to propose to the shareholders' meeting for consideration and approval.
- 5) To develop a succession plan for the important executive positions and such plan must be constantly reviewed, by taking into consideration importance of position, nomination and development, so that such executive successor shall have knowledge, capabilities, experiences and other qualifications which meet requirements and be beneficial to the Company.
- 6) To perform any other tasks assigned by the Board of Directors, as appropriated

The Risk Management Committee consists of:

No.	Name	Position
1.	Assoc. Prof. Dr. Paritud Bhandhubanyong	Chairman of Risk Management Committee
2.	Assoc. Prof. Dr. Aekkachai Nittayagasetwat	Member of Risk Management Committee
3.	Mr. Chatchaphol Prasopchoke	Member of Risk Management Committee

Miss Nirada Phromrach is a secretary of the Risk Management Committee.

#### Term of Office of the Risk Management Committee

The Risk Management Committee shall hold office for a term of 3 years each. The retired director may be re-appointed. The Risk Management Committee shall be directly responsible for the Board of Directors and shall have power, duty and responsibility as per assigned by the Board.

#### Scope of duty and responsibilities of the Risk Management Committee

- 1) To establish the overall policies and guidelines on risk management of the Company which shall cover financial risks, marketing risks, risks related to transportation and inventory, investment risks and other risks which might impact the operations and reputation of the Company to propose to the Board of Directors for consideration and approval;
- 2) To establish the criteria on risk measurement and risk limits acceptable by the Company;
- 3) To consider the material risks of the Company and to propose the measures to prevent or reduce such risks to be in acceptable level;
- 4) To oversee, monitor, evaluate as well as to improve the operation plans to reduce risks which are suitable for business operations of the Company on continued basis;
- 5) To review adequacy of risk management policy and system which shall include efficiency of the system and compliance with the specified policy;
- 6) To report the risk reduction operation to the Board of Directors regularly and in case of critical matter which may have significant impact to the Company, such matter shall be reported to the Board of Directors for consideration expeditiously;
- 7) To perform any other tasks assigned by the Board of Directors, as appropriated.

The Corporate Governance Committee consists of:

No.	Name	Position
1.	Assoc. Prof. Dr. Aekkachai Nittayagasetwat	Chairman of Corporate Governance Committee
2.	Miss Jeerapan Jinda	Member of Corporate Governance Committee
3.	Miss Nilrat Jarumanopas	Member of Corporate Governance Committee

Miss Sajjaporn Rammayaprayoon is a secretary of the Corporate Governance Committee.

### Term of Office of the Corporate Governance Committee

The Corporate Governance Committee shall hold office for a term of 3 years each. The retired director may be re-appointed. The Corporate Governance shall be directly responsible for the Board of Directors and shall have power, duty and responsibilities as per assigned by the Board.

### Scope of duty and responsibilities of the Corporate Governance Committee

- 1) To study and draft the Corporate Governance Policy under framework of the present laws, criteria, rules and regulations of the regulatory bodies, i.e. the Stock Exchange of Thailand, the Office of Securities and Exchange Commission and the relevant agencies as well as pursuant to the international corporate governance practices.
- 2) To propose the Corporate Governance Policy to the Board of Directors for consideration and approval, so that the directors and the executives can use it as the best practices. In addition, the Corporate Governance Policy Statement must also be prepared.
- 3) To supervise, oversee and provide suggestions to the Company's directors and the management on performing duties and responsibilities pursuant to the framework and criteria of the good corporate governance policy to smoothen the operation of the Management; to make it valid for operation and continuity appropriately pursuant to the expectation of the shareholders and the stakeholders.
- 4) To consider, review and improve the corporate governance policy on continued basis or at least once a year so that such policy shall always be up to date and consistence with the international practices as well as the law, criteria rules and regulations as well as the recommendations of the internal regulatory organizations responsible for the corporate governance affairs.
- 5) To monitor and assess the operations of the directors and the executives pursuant to the prudent practices specified in the corporate governance policy every year at the end of the year.
- 6) To prepare the annual corporate governance assessment report and propose to the Board of Directors during the Board of Directors' meeting of the following year including suggest any necessary recommendations and opinions.
- 7) To suggest the best practices guidelines on ethics and business ethics of the directors, executives, officers and employees of the Company.
- 8) To appoint the task force to support the corporate governance operations as necessary and appropriated.
- 9) To perform any other tasks assigned by the Board of Directors.



The Executive Committee consists of:

No.	Name	Position
1.	Mr. Kitti Jivacate	Chairman of Executive Committee
2.	Miss Nilrat Jarumanopas	Member of Executive Committee
3.	Mr. Chatchaphol Prasopchoke	Member of Executive Committee
4.	Miss. Preeyaporn Thanaratset	Member of Executive Committee
5.	Mr. Chaiyot Chunwijitra	Member of Executive Committee

Miss Sajjaporn Rammayaprayoon is a secretary of the Executive Committee.

### Term of Office of the Executive Committee

Term of the Executive Committee shall be 3 years each. The retired director may be re-appointed. The Executive Committee shall be directly responsible for the Board of Directors and shall have power, duty and responsibility as per assigned by the Board of Directors.

### Scope of duty and responsibilities of the Executive Committee

- 1) To oversee and manage the Company's business operations as per assigned by the Board of Directors;
- 2) To define details on recruitment, training, employment and termination of employment of the Company's employees, as well as to define benefits and welfare of the employees which are appropriated with situations, customary practices and consistent with the current applicable laws;
- 3) To formulate policy, business plan, annual budget, management structure and management power in each line of business of the Company to propose to the Board of Directors for approval;
- 4) To consider and approve the capital expenditure which is out of the annual budget or exceeds the annual budget not more than Baht 30 million per transection/project and to approve an additional expense which exceeds the annual budget not more than 10 percent. In case the cost exceeds the specified limit, the Executive Committee shall propose to the Board of Directors for further consideration and approval.
- 5) To consider and approve for the joint investment in the consortium or joint venture with the project cost not more than Baht 50 million. In case the cost is more than the specified amount, the Executive Committee shall propose to the Board of Directors for further consideration and approval. The Executive Committee shall also have power to approve for any loan or request for credit of the Company at the amount not exceeding Baht 50 million.
- 6) To monitor and follow up the operations of the Company to ensure that they are effectively compliance with the specified management policies and guidelines.
- 7) To perform any other tasks assigned by the Board of Directors from time to time.

However, authority of the Executive Committee as well as delegation of authority to other persons that the Executive Committee deems appropriated shall not include authority or delegation of authority to approve any transaction that the Executive Committee or relevant person who might have conflict of interest, interests or any other benefits in any other manners against the benefits of the Company or its subsidiary or transaction which is not under normal business operation of the Company. Such foregoing transactions are required to submit to the Board of Directors' meeting and/or the shareholders' meeting for consideration and approval pursuant to the Company's articles of association or as per required by law/or the relevant laws.

## The Executives

The Executives comprise of:

No.	Name	Position
1.	Mr. Chatchaphol Prasopchoke*	Chief Executive Officer & President
2.	Miss Nilrat Jarumanopas	Chief Finance and Accounting Officer
3.	Miss Preeyaporn Thanaratset	Chief Sales & Marketing Officer
4.	Mr. Chaiyos Chunvijitra	Chief Asset Management Officer
5.	Mr. Anawat Durongpinon	General Manager Energy Sales

### Scope of duty and responsibilities of Chief Executive Officer and/or the President

Chief Executive Officer and/or President shall have duty and responsibilities on management of the Company as per assigned by the Board of Directors, include the following matters and activities:

- 1) To perform day-to-day business operations of the Company;
- 2) To prepare the policy, business plan and budget, management structure and management powers of the Company to propose to the Executive Committee for consideration before proposing to the Board of Directors for approval;
- 3) To undertake the tasks or operations pursuant to the approved policy, business plan and budget;
- 4) To approve the expenses or investment out of annual budget or exceed annual budget, at the amount not exceeding Baht 5 million for the President and not exceeding Baht 10 million for the Chief Executive Officer.
- 5) To have the power to approve the disbursement pursuant to the budget which has been approved by the Board of Directors, for instance to disburse the amount not exceeding Baht 300,000 each, to disburse an advance payment at the amount not exceeding Baht 100,000 each, to entertain and provide gift pursuant to the monthly budget at the amount not exceeding Baht 200,000, to acquire the fix asset at the amount not exceeding Baht 2 million, to approve the quotation at the amount exceeding Baht 50 million, to approve sales order at the amount exceeding Baht 50 million for the President.
- 6) To have the power to write off a bad debt in case of the President, not exceeding Baht 500,000, in case of the Chief Executive Officer, not exceeding Baht 1 million.
- 7) To develop the organization and personnel to ensure that both of them shall be qualified and effective on continued basis.
- 8) To be the authorized person of the Company to manage the Company's businesses to make them achieve the objectives, regulations, policies, rules, regulations, orders, resolutions of the shareholders' meeting and/or resolutions of the Board of Directors;
- 9) To oversee and maintain good image of the organization;
- 10) To perform any other tasks assigned by the Board of Directors and/or any Sub-committee.

However, the power of the Chief Executive Officer and/or the President as well as delegation of authority to other persons that the Chief Executive Officer and/or the President deems appropriated shall not include the power or delegation of authority to approve any transaction that he or the relevant person who might have conflict of interest, interests or any other benefits in any other manners against the benefits of the Company or its subsidiary or the transaction which is not under normal business operation of the Company. The foregoing transactions are required to submit to the Board of Directors' meeting and/or the shareholders' meeting for consideration and approval pursuant to the Company's articles of association or the relevant laws.

### Remuneration Policy for the Executive Committee and the Executives

The remuneration policy of the Company for the executive committee and executives is appropriated and is based on the Company's performance by comparing with the companies in the same business/industry and the economic situation including appropriateness of duties and responsibilities of each director and executive. It is provided as the committees' remuneration and/or salary and bonus.

The Company carefully considered about the remuneration paid to the Company's executives, i.e., President & Chief Executive Officer and each executive (collectively called the "Executives" as per determination of definitions in the notification relating to issuance and offer for sale of securities), to ensure that it is appropriated and in comparable rate with the same group of business industry in order to attract and retain the qualified Executives. The Executives with greater duty and responsibilities will earn greater remuneration appropriated with the increased responsibilities based on principle and policy specified by the Board of Directors, performance of the Company as well as scope of responsibility and performance of each Executive. For consideration of short-term remuneration of the Executives, the Company used performance assessment results of the Chief Executive Officer and the President which has been conducted every year and the Nomination and Remuneration Committee would use such assessment results to consider for salary and bonus of each Executive before proposing to the Board of Directors for consideration and approval. For long-term remuneration, i.e., Employee Joint Investment Program (EJIB), approval shall be considered on case-by-case basis in order to stimulate motivation for work to attain the organization's targets. In 2021, the Nomination and Remuneration Committee considered performance of the President & Chief Executive Officer and assessment result obtained was "Excellence" and met the set targets. Such assessment result has been reported to the meeting of the Board of Directors No. 7/2021 on December 17, 2021 to further consideration on remuneration.

### The Remuneration to the Executives Committee and the executives

- The Executives**

In 2021, the Company has paid the remuneration to the executives as follows:

Remuneration	2021		2020	
	No. of Person	Remuneration (Million Baht)	No. of Person	Remuneration (Million Baht)
1. Salary, bonus and other remunerations, i.e. commission, vehicle cost and contribution to social security fund	5	20.33	5	20.06
2. Contribution to provident fund	5	0.72	5	0.69
<b>Total</b>	<b>5</b>	<b>21.06</b>	<b>5</b>	<b>20.75</b>

- Personnel**

As of December 31, 2021, the Company has 116 employees in total (excluding 5 executives), 65 of them are male and 51 are female, and all of them are permanent employees, which can be divided into each line of business as follows:

Department/Business	No. of Employees (Persons)
Sales & Marketing	18
Business Development	4
Quality & Risk / Engineer	5
Supply Chain Management	6
Accounting	11
Finance & Internal Audit	4
Investor Relation & Corporate Secretary	2
Corporate Image & Treasury	1
Procurement	4
Administration & Executive Secretary	5
Human Resource	2
Corporate Affairs /Corporate Image	9
MT Plant	12
PPP Plant	33

- Employees' remuneration**

In 2021, remuneration paid to the employees by the Company totaled 71.47 million Baht, comprising of salaries, commission for sales of goods, vehicle cost, contribution to the provident fund and contribution to the social security fund. Other welfares provided to the employees apart from the above remuneration included life, health and accident insurance, provision of trainings and seminars and etc.

- Provident Fund**

The Company has established a provident fund since February 1, 2004 with SCB Asset Management Co., Ltd. Later, on July 30, 2009, the provident fund manager has been transferred to Kasikorn Asset Management Co., Ltd. with objective to strengthen morale support to the employees and to motivate them to work with the Company for a long run. The Company selected the provident fund manager who could manage the investments with responsibility, by taking into consideration environmental, social and governance (ESG) to ensure that the fund can be operated with integrity, honesty and properly pursuant to governance principle and for the best interest of the Company's provident fund members for the long term.

**Member of**  
**provident fund**

**109** persons  
 or  
**93.97%**

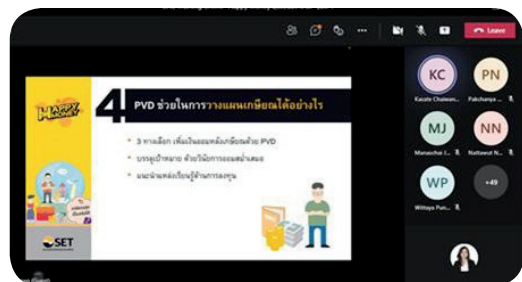
## • Personnel Development Policy

The Company has a policy to constantly develop its personnel at all levels to enhance their knowledge and capabilities which shall be beneficial to the Company as it can make the Company having capable personnel who can contribute their knowledge to the Company. The Company has the annual internal and external training plan to enhance capability and skills of the employees pursuant to their responsibilities at each level. For more details on personnel development in 2021, please see “2021 Sustainability Development Report”.

In addition, the Company also arranged projects to enhance sense of participation and joint activities among the employees which included:

### Activities to Develop Knowledge and Abilities

- In-house training, public training and talent program to increase potential and efficiency of the executives and employees.
- “Sustainable Development and Branding” training course has been arranged to the Company’s employees at all levels to provide knowledge & understanding and to develop their skills on building sustainability and good image for the organization.
- “Happy Money” training course has been arranged to the Company’s employees at all levels to provide knowledge and understanding on finance with aims to make them be able to prepare their financial planning, retirement planning and manage their provident fund.



### Teamwork Activities

- WE R'UAC Team Building Activity has been arranged to strengthen relationship among the colleagues and the superior officers and to build understanding about work targets and career path.
- Teamwork promotion project, by arranging the outing activities so the employees can jointly participate in the activities together, i.e. Sports Day, New Year Party to building up unities and good relationship between the management and the employees.

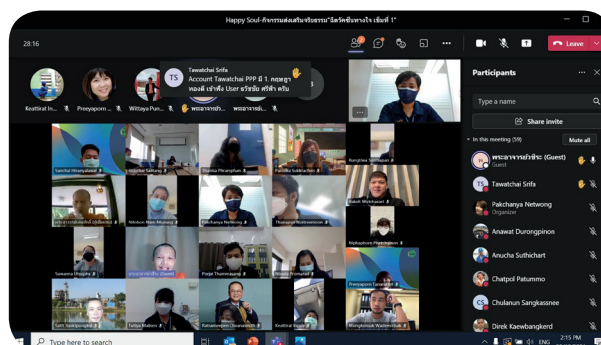
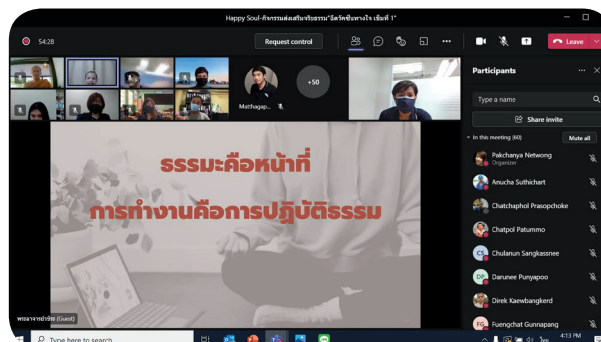


### Health Activities

- Run, football, badminton, yoga and fitness after the work to promote good health and spirit including to increase efficiency of work and enhancement of relationship.
- Weight-loss Exercise and Daily Exercise to promote healthy life of the employees

### Ethical Activities

- “Moral Vaccination” activity has been arranged with objectives to make the employees apply the doctrine of Buddhism as well as the right practices with their works and daily life.
- Water-pouring ceremony during Songkran Festival. The Company arranged water-pouring ceremony to ask a blessing from the respected elderly during Songkran Festival every year to strengthen good relationship between the employees and the management.



### • **Corporate Secretary**

In order to comply with the corporate governance principles of the listed companies under the Section of Responsibilities of the Board of Directors and the requirements of the Securities and Exchange Act, the Board of Directors No. 3/2012 dated on May 3, 2012, had a resolution to appoint Miss Sajjaporn Rammayaprayoon as a Corporate Secretary. The Corporate Secretary shall be responsible for providing advice on laws and regulations related to the Board of Directors and the executives, supervising the Board's activities, arranging the Board's meeting and shareholders' meeting of the Company, recording a minute of meeting of the Board's meeting and the shareholders' meeting, monitoring and coordinating on compliance with the Board's resolutions, preparing documents and information for new director as well as preparing and keeping the documents, such as a register of directors, a notice calling the director meeting, a minute of meeting of the Board of Directors and an annual report of the Company, a notice calling the shareholders' meeting and a minute of shareholders' meeting; keeping a report on interest filed by a director or an executive and performing any other tasks as assigned by Board of Directors and specified in the Securities and Exchange Act. The details of Corporate Secretary are as per enclosure 2.

### • **Accounting Controller**

The Company appointed Mrs. Aree Pleekhun as the accounting controller of the Company and its subsidiaries and her duties performed included control and supervision on completely, correctly and accurately preparation of the Company's financial statements. The details of Accounting Controller are as per enclosure 3.



- **Head of Internal Audit Function**

During the meeting of the Audit Committee No. 1/2018 on February 19, 2018, the Committee resolved to employ EL Business Advisory Company Limited to perform duty as the internal auditor of the Company and UAC Energy Company Limited. Since 2018, the Audit Committee has considered qualifications of EL Business Advisory Company Limited and deemed that its qualifications were appropriated and adequate to perform duty as the Company's internal auditor because it has independency and experiences in conducting internal audit activities. In addition, the appointment, removal or transfer of the Company's internal auditor must be considered and approved or consented by the Audit Committee. The details of Head of Internal Audit Function are as per enclosure 5.

- **Auditing fee**

The Company has considered and selected EY Office Company Limited, as the auditor of the Company and its subsidiaries for fiscal year of 2021. Such auditing firm has extensive qualifications and experiences on transactions in foreign countries and does not have any relationship or interests with the Company, its subsidiaries, director, management, major shareholder or the related person. Total auditing fee was 6,121,506.98 Baht, with details as follows:

Details on Auditing Works	2021 (Baht)	2020 (Baht)	Different
Auditing fee of the Company	2,760,000.00	2,760,000.00	-
Auditing fee of the Subsidiaries	3,141,300.90	3,136,230.59	5,070.39
Other services fees*	220,206.00	286,879.50	(66,673.50)
<b>Total Auditing Fee</b>	<b>6,121,506.98</b>	<b>6,183,110.09</b>	<b>(61,603.11)</b>

\* Other services fees include transportation allowance, vehicle fees, per diem allowances, miscellaneous expenses, etc.



# Report on Significant Performance on Corporate Governance

## Summary of Duties Performed by the Board of Directors during the Past Year

The Board of Directors has duties and responsibilities to the Company's operations and has appointed 5 committees, namely, the Audit Committee, the Executive Committee, the Nomination & Remuneration Committee, the Risk Management Committee, and the Corporate Governance Committee, to stipulate policies and operating guidelines, monitor and supervise the directors, the executives, and the employees at all levels to perform duties effectively and as per the corporate governance guidelines. The Board of Directors also reviewed and defined policies and strategies to enhance efficiency of business operations and to conform to the happening situations constantly, as well as considered adequacy of internal control system and enterprise risk management through the relevant committees. Duties performed by the Board of Directors during the past year are summarized as follows:

## Recruitment, development, and evaluation performance of the Board of Directors

In 2021, the Company did not recruit any director and top management. However, in order to keep the directors informed of up-to-date information, the Company Secretary will have duty to provide information, including manual and criteria relevant to laws, rules, regulations and important policies, such as corporate governance policy, business ethics, anti-corruption policy, for the Board's acknowledgement regularly.

Moreover, The Board of Directors has a policy to encourage and facilitate on provision of trainings and seminars to the directors and executives to enable them to continuously improve their performance and enhance their knowledge and capability to increase their competency in operating business efficiently and consistent with the current situation. The trainings and courses for development of the directors and the executives in 2021 could be summarized as follows:

Director/Executive	Date of Trainings/Seminars	Course (Organizer)
Mr. Chatchaphol Prasopchoke Director / Chief Executive Officer & President	24 Apr 2021 -	<ul style="list-style-type: none"> <li>• Top Management Program #31/2021 (Capital Market Academy)</li> <li>• Thailand Management Day #2021 (Thailand Management Association)</li> <li>• Biotechnology Expanding business in New S-Curve (SET)</li> </ul>
	19 Aug 2021	
	25 Aug 2021	
	4 Oct 2021	
Miss Nilrat Jarumanopas Director / Chief Finance and Accounting Officer	19 May 2021	<ul style="list-style-type: none"> <li>• TLCA CFO CPD "COVID 19 Implications for Financial Reporting and Audit" #2/2021 (TLCA)</li> <li>• TLCA CFO CPD "How to Manage the Company's Finance &amp; Accounting and Communicate with Stakeholders during COVID-19 Crisis" #3/2021 (TLCA)</li> </ul>
	19 Jun 2021	

Director/Executive	Date of Trainings/Seminars	Course (Organizer)
	15 Jul 2021	• TLCA CFO CPD “How finance leaders are adapting within the new normal” #4/2564 (TLCA)
	16 Aug 2021	• TLCA CFO CPD “Fraud & Cyber Security Risk” #5/2564 (TLCA)
	21 Sep 2021	• TLCA CFO CPD “Fraud & Cyber Security Risk” #6/2564 (TLCA)
Miss Preeyaporn Thanaratset Chief Sales & Marketing Officer	22 Mar 2021	• Introduction to E&P Business
Mr. Chaiyos Chunvijitra Chief Asset Management Officer	22 Mar 2021	• Introduction to E&P Business
	26 Mar 2021	• Director Accreditation program (IOD)

### Report of the Audit Committee

Report of The Audit Committee for 2021

See on page 6

### Report of the Sub - Committees

Report of The Corporate Governance Committee for 2021

See on page 8

Report of The Risk Management Committee for 2021

See on page 10

Report of The Nomination and Remuneration Committee for 2021

See on page 11

### Self-assessment of the Board of Directors

The Company arranges for annual self-assessment on performance of the Board of Directors where the company secretary will submit an assessment form to each director for individual and group assessment. In 2021, overall results from the assessment of the whole committee and individually were excellent and most appropriated with average scores in excellent ranges, or 98.02 percent and 97.70 percent, respectively. Average scores from performance assessment result of Committees was 98.42, which was also in excellent range. The Company used results from such assessment for improvement on efficiency of the Committee for maximum benefits on corporate governance.

### Meeting Attendance and Remuneration Payment to the Board of Directors Individually

#### The Board Meeting

Generally, the Board shall arrange the meeting every 3 months by planning meeting schedule in advance every year and an extraordinary meeting may be arranged in case of necessity. For each meeting,

the clear agenda must be specified with correct, complete and adequate supporting documents submitted to each director in advance prior to the meeting at least 7 days so that the director can have time to study information before attending the meeting, except in case of emergency. Minutes of meeting of the previous meetings which have been approved from the Board of Directors' meeting shall be kept and available for inspection any time. Furthermore, the Company must prepare and submit a monthly performance report to the Board of Directors for acknowledgement, so that the Board can be informed of the Company's business and can supervise operations of the executives continually and in due time.

During the meeting, the Chairman of the Board of Directors, the Chief Executive Officer and the President shall jointly set agenda for each Board Meeting and each Board member can suggest agenda items. It also has a policy to encourage all directors to attend the meeting every time or at least 3 out of 4 of the meeting throughout the year, so that each director can fully take part in consideration and provide opinions for the meeting agenda.

The Chairman shall lead the meeting and all other directors are encouraged to express their views independently. Top executive may attend the meeting during some agenda to provide detailed information that they are responsible for and to be informed of the policy directly. Resolution of the Board of Directors' meeting shall be made by a majority of votes and there must be at least 2 out of 3 of all directors present and cast the vote and each director shall have one vote. The director who might have any conflict of interest shall not attend the meeting and/or shall not cast the vote. In the event of a tie, the chairman of the meeting shall have an additional casting vote.

All committee members are entitled to inspect the meeting document and other important document and if the Independent Director or the Audit Committee has any inquiries, other director and the executive of the Company shall answer such inquiries accurately and as soon as possible.

In the event where the director does not agree with the resolution of the meeting, such director may ask the Corporate Secretary to record such disagreement in minute of meeting or submit an objection notice to the Chairman of the Board.

The Corporate Secretary shall attend the Board Meeting every time to record a minute and submit it to the Board of Directors within 7 days from the meeting date and request the Chairman of the Board to consider, sign and certify it. Such minute shall be proposed to the next meeting for certification and approval. The Corporate Secretary shall collect the information or documents concerning the meeting for convenience on searching and reference. Normally all members of the Board of Directors shall attend the meeting every time, except there is a necessary matter which shall be notified in advance prior to the meeting. The number of meeting held and meeting attendance of each committee member can be summarized as follows:

Director / Executive	2021													
	Board of Directors (7 times)		Audit Committee (5 times)		Executive Committee (5 times)		Risk Management Committee (4 times)		Nomination & Remuneration Committee (2 times)		Corporate Governance Committee (1 time)		Annual General Meeting (1 time)	
	P	E	P	E	P	E	P	E	P	E	P	E	P	E
1. Assoc. Prof. Paiboon Sareewiwatthana	2/2	5/5											1/1	-
2. Mr. Kittti Jivacate	2/2	5/5			2/2	3/3							1/1	-
3. Mr. Chatchaphol Prasopchoke	2/2	5/5			2/2	3/3	1/1	3/3					1/1	-
4. Ms. Nilrat Jarumanopas	2/2	5/5			2/2	3/3					1/1	-	1/1	-
5. Assoc. Prof. Dr. Aekkachai Nittayagasetwat	2/2	5/5	1/1	4/4			1/1	3/3	1/1	1/1	1/1	-	1/1	-
6. Assoc. Prof. Dr. Paritud Bhandhubanyong	2/2	5/5	1/1	4/4			1/1	3/3	1/1	1/1			1/1	-
7. Ms. Jeerapan Jinda	2/2	5/5	1/1	4/4					1/1	1/1	1/1	-	1/1	-

Note : P = Physical Meeting / E = E - Meeting

### Remuneration of the Board of Directors Individually

The 2021 Annual General Meeting of Shareholders on April 8, 2021, the meeting has resolved to approve the monthly directors' remuneration for 2021 at the total amounting not exceeding Mill.Baht 2.07 (excluding bonus paid to non-executive director) and Bonus of Non-executive Director for 2020 at the total amounting not exceeding Baht 1,800,000 as per the following details:

Position	Remuneration (Baht/Person/Month)	
	Jan 2021 - Apr 2021	May 2021 - Dec 2021
1) Chairman of the Board of Directors	33,000	50,000
2) Director	16,500	20,000
3) Chairman of the Audit Committee	16,500	25,000
4) Audit Committee	11,000	20,000
5) Executive committee	5,000	5,000
• Bonus of Non-executive Director	Bonus to Non-Executive Directors. This year it would be changed by proposing to the shareholder meeting after announcing of business performance of fiscal year. Therefore, bonus to Non-Executive Directors for 2021 would be proposed in the 2022	

In 2021, the directors' remuneration paid by the Company was as follows:

Name	Directors' Remuneration (Baht)
• The monthly directors' remuneration for 2021	2,064,000
1. Assoc. Prof. Dr. Paiboon Sareewiwattana	532,000
2. Mr. Kitt Jivacate*	60,000
3. Mr. Chatchaphol Prasopchoke*	60,000
4. Miss Nilrat Jarumanopas*	60,000
5. Assoc. Prof. Dr. Aekkachai Nittayagasetwat	492,000
6. Assoc. Prof. Dr. Paritud Bhandhubanyong	430,000
7. Miss Jeerapan Jinda	430,000
• Bonus paid to Non-executive Directors 2020	1,800,000
<b>Total</b>	<b>3,864,000</b>

Note : \* This is remuneration from holding position of the executive committee solely at Baht 5,000 per month and the executive committee is not entitled to receive any remuneration for being the Company's director.

#### Other Remuneration

The Company's Board of Directors received other remuneration as follows:

Type	Premium/Year	Coverage Amount
Health Insurance	20,698	800,000
Life Insurance	1,440	800,000
Accident Insurance	640	800,000

#### Supervision of the Subsidiaries and the Associated Companies

The Board of Directors has supervision mechanism to be able to control, manage and take responsibility of the operations of the subsidiaries and the associated companies, as per specified in Section "Corporate Governance Policy" under Topic of "Supervision on Operations of the Subsidiaries and the Associated Companies". In 2020, the Board of Directors has supervised the subsidiaries and the associated companies via the persons who have been appointed as the Company's representatives to be the directors and/or the executives, to supervise the formulation of important policies, disclosure of financial positions and operating results, the connected transaction, assets acquisition and disposition, other important transactions of the subsidiaries and the associated companies, including internal control system. In this regard, the subsidiaries and the associated companies have operated business effectively, concordantly, and pursuant to the Company's operating criteria. Anyhow in 2020, the Board of Directors did not appoint any person as the Company's representative to be the director and/or the executive of any subsidiary or associated company. In addition, in 2021, the Board of Directors has appointed Miss Alisa Jivacate to hold the director position in PPWE Company Limited (an associated company) for another position.

### Monitoring on Compliance with the Policy

The Board of Directors assigned the Corporate Governance Committee to define the policies and operating guidelines on corporate governance, and constantly monitor on compliance with such specified policies and operating guidelines. In 2021, the Company's performance on compliance with the corporate governance policies and operating guidelines was in "Excellent" level as per the Corporate Governance Report (CGR). Operations of the directors, the executives, and the employees including the related persons have been monitored and supervised as follows:

- **Prevention of Conflict of Interest**

The Audit Committee will propose the connected transaction and transaction which may have potential conflict of interest for the Board of Directors' consideration and approval. Suitability of such transactions has been thoroughly considered and complied with the criteria of the Stock Exchange of Thailand. In 2021, no transaction was found to have a conflict of interest and no related transaction which was required to request for approval from the shareholders' meeting.

In addition, the Company arranges a business ethics training on prevention of conflict of interest to the employees during the orientation session of new employees regularly every year.

- **Supervision of Usage of Inside Information**

The Company specified that the director or the management who wish to trade the Company's securities must notify the Company Secretary at least 1 day in advance prior to trading of securities and they must report their holding of the Company's securities, including the holding by their spouse, and minor children pursuant to Section 59 of Securities and Exchange Act B.E. 2535 within 3 working days to the Office of the Securities and Exchange Commission for acknowledgement and for dissemination to the public, and also report the Board of Directors. In 2021, a change of securities holding of the directors and the management could be summarized as follows:

No.	Director/Executive	Position	Number of Shares Held		
			Jan. 1, 2021	Dec. 31, 2021	Increase (Decrease)
1.	Assoc. Prof. Dr. Paiboon Sareewiwatthana	Chairman	-	-	-
	Spouse		1,620,505	1,620,505	-
	Child under legal age		-	-	-
2.	Mr. Kitti Jivacate	Vice Chairman /	323,557,263	323,603,463	46,200
	Spouse and child under legal age	Chairman of Executive Committee	-	-	-
3.	Mr. Chatchaphol Prasopchoke	Director /	4,545,642	4,545,642	-
	Spouse and child under legal age	Executive	-	-	-
4.	Ms. Nilrat Jarumanopas	Director /	30,514,601	30,524,601	10,000
	Spouse and child under legal age	Executive	-	-	-
5.	Assoc. Prof. Dr. Aekkachai Nittayagasetwat	Vice Chairman /	-	-	-
	Spouse and child under legal age	Independent Director	-	-	-
6.	Assoc. Prof. Dr. Paritud Bhandhubanyong	Independent Director	-	-	-
	Spouse and child under legal age		-	-	-
7.	Ms. Jeerapan Jinda	Independent Director	-	-	-
	Spouse and child under legal age		-	-	-
8.	Ms. Preeyaporn Thanaratset	Executive	92,201	92,201	-
	Spouse and child under legal age		-	-	-
9.	Mr. Chaiyot Chunwijitra	Executive	-	-	-
	Spouse and child under legal age		-	-	-
10.	Mr. Anawat Durongpinon	Executive	39,948	39,948	-
	Spouse and child under legal age		-	-	-

#### • Disclosure of Information and Transparency

The Board of Directors puts emphasis on disclosure of accurate, timely and transparent information, financial report and general information pursuant to the criteria of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand as well as other material information which shall impact the prices of the Company's securities, decision-making procedures of the investors and the stakeholders of the Company. The Company has disclosed its information technology to the shareholders, the investors and the public through the channels and public media of the Stock Exchange of Thailand and on the Company's website for the sake of fairness and credibility.

The Company has specified the policy that the directors and the executives must report about their conflict of interests in the form provided every year and every time there is any change (if any) of the interest.



The corporate secretary shall present such report to the Chairman of the Board and the Chairman of the Audit Committee for acknowledgement.

With regards to the Investor Relations, the Company has established the Investor Relations Unit to facilitate the investors and the stakeholders on an access to the Company's information. However, since there are only small numbers of such activities, therefore the Chief Executive Officer and/or the President was assigned to contact, communicate with the relevant institutional investors, the shareholders, as well as the analysts and the other related organizations. Other channels to contact with or enquire any information of the Company are via the Company's website ([www.uac.co.th](http://www.uac.co.th)) or contact the corporate secretary at tel. no. +66 2936 1700 Ext. 118 and Email Address: [sajjaporn@uac.co.th](mailto:sajjaporn@uac.co.th) or [ir@uac.co.th](mailto:ir@uac.co.th).

In 2021, the Company has publicized information to the analysts, the investors, the shareholders, and the press in various channels as follows:

1. Participated in 'Opportunity Day' Event arranged by the Stock Exchange of Thailand 4 times, for performance of Q4/2020, Q1/2021, Q2/2021 and Q3/2021.
2. Participated in SET Digital Roadshows, arranged by the Stock Exchange of Thailand, during Q1/2021.
3. Mr. Chatchaphol Prasopchoke, the Chief Executive Officer & President, gave interview to the television programs and mass media to provide information on nature of business, performance and business operation policy of the Company, as follows:
  - Gave interviews to television and radio programs, i.e., Money Talk, Business Model and FM97 Make Money.
  - Gave interview for securities analysis, such as Trinity Securities Co., Ltd., SCB Securities Co., Ltd.
  - Gave interview to the group of press of Energy and Stock Desks.
4. Publicize information and analysis review of UAC securities on the Company's website under topic of "Investor Relations", such as:
  - Video on 'Opportunity Day'
  - Video on 2021 Annual General Meeting of Shareholders
  - Quarterly Factsheet
  - Quarterly Company Snapshot
  - Quarterly Management Discussion and Analysis

The Board of Directors shall be responsible for the Company's financial statement, and the financial information as presented in the annual report. Such financial report shall be prepared pursuant to the generally accepted accounting principles of Thailand by selecting and constantly adhering to proper accounting policies. The information in the financial statement must be adequately and accurately disclosed. The Audit Committee shall review quality of the financial report and the internal control systems including disclose the material information adequately in the notes to financial statements then report to the Board of Directors for acknowledgement.

The Company has engaged EY Office Company Limited as the auditor of the Company and its subsidiaries for fiscal year of 2021. EY Office Co., Ltd. and for the first year because currently the Company and its subsidiaries have expanded businesses and conducted the feasibility study on investments in CLMV. Such audit company possesses extensive qualifications and experiences on transactions in foreign countries and it does not have any interest with the Company, its subsidiaries, executives, major shareholders or the related persons of the aforementioned parties. It has independency and recognized qualifications as well as approval from the Office of the Securities and Exchange Commission. The Company's financial statement always have unqualified opinion from the auditor. The Company did not have any track record for being ordered to amend the financial statement by the Office of the Securities and Exchange Commission and it did not have any record for late submission of both quarterly and annual financial statement.

- **Anti-Corruption Policy**

The Company has specified the “Fraud Prevention Policy” and the “Anti-Corruption Policy” to make the directors, the management and the employees at all levels recognize the importance on operating business with moral, transparency, traceability and against corruption in all business activities of the Companies and its subsidiaries, as per specified in Section “Corporate Governance Policy” under Topic of “Anti-Corruption”. In 2021, all new employees must attend the training on anti-corruption policy and fraud prevention policy on orientation day before commencing the first day of work. This year, 100% of new employees attended this training. In addition, the Company also enrolled to be a member of the Partnership Against Corruption for Thailand or PACT Network arranged by Thaipat Institute with the support from the Office of the Securities and Exchange Commission (SEC). The Company dispatched its representative to attend the activities in “Anti-Corruption Day” every year. However due to outbreak of new coronavirus (Covid-19), such activity in 2021 has been cancelled.

For assessment results on monitoring of enterprise risk and compliance with the fraud prevention policy and the anti-corruption policy in 2021 by the Internal Audit Department, no action which could be regarded as receiving or paying bribery, or support for corruption was found. These results have been reviewed by the external auditor and have been consented by the Audit Committee before report for the Board of Directors’ acknowledgement every quarter. Nonetheless, the Board of Directors has considered and reviewed the fraud prevention policy and anti-corruption policy and considered that those policies were suitable and adequate for supervision. The Board of Directors also considered and approved the evaluation form on adequacy of internal control system for 2021 during the meeting held on February 24, 2022.

- **Whistleblowing**

In 2021, the Company did not receive any whistleblowing, or any complaint from both external and internal stakeholder, and this matter has been reported to the Audit Committee and the Board of Directors for acknowledgement during the meeting held on February 24, 2022.

## Internal Control and Related Transaction

### Internal Control

The Board of Directors places importance on internal control system, as it recognizes that Internal control system is a key mechanism to strengthen confidence of the management on reduction of business risks, and support effective business operations under properly allocation of resources on achievement of the targeted objectives.

The Board of Directors assigned the Audit Committee to review the internal control system and assess the operating results continually by emphasis that such internal control system must cover effective and efficient operations, management, finance, including compliance with the relevant laws, rules and regulations. In 2021, the Audit Committee held 6 meetings, where 5 of them were general meetings and 1 meeting has attended with the external auditor without participation of the executives and the management to independently consult and discuss about operations of the external auditor, internal control system, cooperation from the executives as well as audit plan and opinion of the external auditor. The Audit Committee has fully and effectively performed duties under the assigned scope, for instance, the Audit Committee correctly, completely and reliably reviewed financial reports, disclosure in the financial reports and the connected transactions on interests as well as coordinated with the external auditor, internal auditor and the executives of the Company on reviewing of the internal control system and supervision on compliance with the relevant laws, rules and regulations. The Audit Committee also considered and approved work plan, evaluation of operating results of the Internal Audit Unit and selection to propose for appointment of the external auditor, annual auditing fees as well as other operations as per assigned by the Board of Directors.

During the Board of Directors' meeting on February 24, 2022, the Board of Directors, the Audit Committee and the management jointly considered about adequacy of the Company's internal control system in 2021, which consisted of 5 aspects as per guidelines of the COSO (The Committee of Sponsoring Organizations of the Treadway Commission), i.e. Control Environment, Risk Management, Control Activities, Information & Communication and Monitoring Activities. The Board of Directors' comments on the Company's internal control system were the same as those by the Audit Committee. Material information could be summarized as follows:

#### Control Environment

The Company specified that there must be good control environment with clear business objectives and organizational structure must be arranged to make it consistent with the businesses and key performance indicators (KPIs) must be specified to evaluate against the targets constantly. The employees will be educated to make them realize about good corporate governance. Corporate governance policy, business ethics, employee ethics have been stipulated to be observed and applied by the executives and employees at all levels.

#### Risk Management

The Board of Directors assigned the Risk Management Committee to perform duty on setting policies and duties relevant to risk management in the business groups. In this regard, the risk management working

group has been appointed to monitor progress of risk management plans to keep them as per target and at level acceptable by the organization including to regularly report such work progress to the Risk Management and the Board of Directors. In addition, trainings have also been arranged to provide knowledge and understanding to the employees to enhance efficiency on risk management.

### Control Activities

The Company segregated duties and responsibilities of each position clearly. Delegation of Authority manual and the operating manual/procedures of important operations have been arranged to make them suitable with the organizational structure and current operations. Each work system can check and balance power with each other or it can be traceable. Process to review operations on compliance with the rules and regulations must be conducted constantly to ensure that the operations have suitable, adequate, and effective internal control systems.

### Information & Communication

The Company puts emphasis on information technology and usage of information and encourages for system development continually, so that information will be accurate, reliable and up-to-date. Modern information technology system has been implemented and information usage policy has been specified to control suitable usage of information and for security of information, beginning from input, compile, and process to storage. The Company also has means to contact and disseminate news and information to the shareholders, investors and the third party via various communication systems. Whistle-blowing channel for the stakeholder to lodge any complaint to the Board of Directors via the Audit Committee has also been provided at [chairman\\_auditcom@uac.co.th](mailto:chairman_auditcom@uac.co.th).

### Monitoring Activities

The Company's internal control systems have been arranged to cover various aspects, such as operations, accounting & finance, compliance with rules and regulations, asset control and etc. The Audit Committee has been assigned to oversee the internal control system via the Internal Audit Unit. The external auditor was assigned to audit the accounting and finance. The management meeting has been arranged every month to monitor performance by comparing with targets and to find resolution and improvement regularly.

### Internal Control System

The Board of Directors places importance on good corporate governance and internal control systems, both at management and operation level. Internal control system is a key mechanism to provide confidence to the executives to reduce business risks, support effective business operations by allocating properly resources to achieve the targeted objectives. It can prevent the assets from missing, losing or wrongfully exploiting. It can also make the annual report accurately and credibility, including can help the personnel to comply with related laws and regulations as well as to protect the shareholders' investments. As a result, the Company has defined a clearly written policy on duties, operational powers of the executives and the employees, on control usage of the Company's assets, including to appropriated segregate the operating person, the supervising person and the evaluating person for purpose of balance of power and cross checking.

The Board of Directors assigns the Audit Committee to audit the suitability and efficiency of the internal control systems established by the executives, relating to the operation, financial reporting, compliance with rules, regulations, policies and corporate governance principles including risk management. The Board of Directors also emphasizes on advance warning signs and irregular transactions. For this year, the Company has engaged EI Business Advisory Co., Ltd. (ELBA) which has capabilities and experiences on auditing internal control system to be the Company's internal auditor to audit and ensure that the Company has adequate and proper internal control systems. For full independency and balance of power, such internal auditor shall directly report to the Audit Committee. The Company shall constantly follow up and evaluate adequacy and appropriateness of the internal control systems at least once a year to ensure effectiveness of the system.

## Related Transactions

### Connected Persons and Related Transactions

Summary of relationship of the persons and the juristic persons who might have conflict of interest with the Company that the Company undertook transactions with:

Name of Person/Company	Nature of Relationship
1. Miss Chawisa Jivacate	- Miss Chawisa Jivacate, a daughter of Mr. Kittu Jivacate, holds position of director, executive director and Chief Executive Officer of the company. She is also the authorized director to sign and bind the company as well as a major shareholder of the company. As of December 31, 2021, he holds 48.47 percent of total issued shares of the company. As of December 31, 2021, Miss Chawisa Jivacate holds 3.89 percent of total issued shares of the Company.
2. UAC Utilities Company Limited (previously named "UAC UTILITIES Company Limitd.")	- A subsidiary company. The Company holds 69.9998 of the paid-up capital of UAC UTILITIES (combined shares held by the Company's executives who are Mr. Kittu Jivacate totaled 0.0002 percent. In addition, Mr. Kittu Jivacate, Miss Nilrat Jarumanopas and Mr. Chatchaphol Prasopchoke, the Company's directors, are also directors of UAC UTILITIES.
3. UAC & TPT Energy Company Limited ("UAC&TPT")	- A subsidiary company. The Company holds 45.0099 percent of total issued shares of UAC & TPT (combined shares held by the Company's executives who are Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke totaled 0.0001 percent). In addition, Mr. Kittu Jivacate, Miss Nilrat Jarumanopas and Mr. Chatchaphol Prasopchoke, the Company's directors, are also directors of UAC & TPT.

Name of Person/Company	Nature of Relationship
4. UAC Energy Company Limited ("UAC Energy")	<ul style="list-style-type: none"> <li>- A subsidiary company. The Company holds 99.9995 percent of total issued shares of UAC Energy (combined shares held by the Company's executives who are Mr. Kitt Jivacate, Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke totaled 0.0005 percent). In addition, Mr. Kitt Jivacate, Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke, the Company's directors, are also directors of UAC Energy.</li> </ul>
5. Solar Energy Roof Power Company Limited ("SERP")	<ul style="list-style-type: none"> <li>- A subsidiary company. The Company via UAC Energy Company Limited holds 99.9976 percent of total issued shares of SERP (combined shares held by the Company's executives who are Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke totaled 0.0024 percent). In addition, Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke, the Company's directors, are also directors of SERP.</li> <li>- Note: The Company holds 99.9995 percent of shares in UAC Energy Company Limited.</li> </ul>
6. UAC Advance Polymer & Chemicals Company Limited ("UAPC")	<ul style="list-style-type: none"> <li>- A subsidiary company. The Company holds 99.9998 percent of total issued shares of UAPC (combined shares held by the Company's executives who are Mr. Kitt Jivacate, Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke totaled 0.0002 percent). In addition, Mr. Kitt Jivacate, Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke, the Company's directors, are also directors of UAPC.</li> </ul>
7. UAC TOP ENERGY Company Limited ("UAC TOP ENERGY")	<ul style="list-style-type: none"> <li>- A subsidiary company. The Company via UAC Energy Company Limited holds 99.997 percent of total issued shares of UAC TOP ENERGY (combined shares held by the Company's executives who are Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke totaled 0.003 percent). In addition, Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke, the Company's directors, are also directors of UAC TOP ENERGY.</li> <li>- Note: The Company holds 99.9995 percent of shares in UAC Energy Company Limited.</li> </ul>
8. Vientiane Waste Management Company Limited ("VWM")	<ul style="list-style-type: none"> <li>- An associated company. The Company via UAC Energy Company Limited holds 50.01 percent of total issued shares of VWM. In addition, Mr. Kitt Jivacate and Mr. Chatchaphol Prasopchoke is the authorized director of VWM.</li> <li>- Note: The Company holds 99.9995 percent of shares in UAC Energy Company Limited.</li> </ul>

Name of Person/Company	Nature of Relationship
9. Bangchak Biofuel Company Limited (“BBF”)	<ul style="list-style-type: none"> <li>- An associated company. The Company holds 30 percent of total issued shares of Bangchak Biofuel. In addition, Mr. Kitt Jivacate and Mr. Chatchaphol Prasopchoke, the Company’s directors, are also directors of Bangchak Biofuel.</li> </ul>
10. Enerray UAC (Thailand) Company Limited (“Enerray UAC”)	<ul style="list-style-type: none"> <li>- An associated company. The Company via UAC Energy Company Limited holds 25.00 percent of total issued shares of Enerray UAC. In addition, Miss Aree Pleekhun is the authorized director of of Enerray UAC.</li> <li>- Note: The Company holds 99.9995 percent of shares in UAC Energy Company Limited.</li> </ul>
11. PPWE Company Limited (“PPWE”)	<ul style="list-style-type: none"> <li>- An associated company. The Company via UAC Energy Company Limited holds 50.00 percent of total issued shares of PPWE. In addition, Mr. Kitt Jivacate and Mr. Chatchaphol Prasopchoke, the Company’s directors, are also directors of PPWE.</li> <li>- Note: The Company holds 99.9995 percent of shares in UAC Energy Company Limited.</li> </ul>
12. TPT Theprathanporn Company Limited	<ul style="list-style-type: none"> <li>- Related entity. Mr. Heng Thongtangthai, Mr. Prachaya Thongtangthai and Mr. Annop Klintong are the authorized directors of TsPT Theprathanporn Company Limited and UAC &amp; TPT, the Company’s subsidiary.</li> <li>- Mr. Heng Thongtangthai holds 40 percent of shares in TPT Theprathanporn. TPT Theprathanporn is a shareholder of UAC &amp; TPT which has 44.99% of total issued shares in UAC &amp; TPT.</li> </ul>
13. K&N Commercial Company Limited (“K&N”)	<ul style="list-style-type: none"> <li>- A related company. Mrs. Niramol Jivacate, a wife of Mr. Kitt Jivacate, is the authorized director of K&amp;N.</li> <li>- Mrs. Niramol Jivacate holds 35% of shares of K&amp;N.</li> <li>- Miss Nilrat Jarumanopos (Mrs. Niramol Jivacate’s sister), the Company’s director, executive and shareholder, holds 10% of shares of K&amp;N.</li> </ul>
14. PPJ Company Limited (“PPJ”)	<ul style="list-style-type: none"> <li>- A related company. Miss Chawisa Jivacate and Miss Alisa Jivacate, daughters of Mr. Kitt Jivacate, are the authorized director of PPJ.</li> <li>- Miss Chawisa Jivacate and Miss Alisa Jivacate hold 49.50% and 49.50% of shares of PPJ respectively.</li> </ul>



Name of Person/Company	Nature of Relationship
15. Energy Crop Power 1 Company Limited ("ECP1")	<ul style="list-style-type: none"> <li>- A subsidiary company. UAC Energy via UAC Top Energy Company Limited holds 99.99 percent of total issued shares of UAC TOP ENERGY (combined shares held by the Company's executives who are Miss Nilrat Jarumanopos and Mr.Chatchaphol Prasopchoke totaled 0.001 percent). In addition, Miss Nilrat Jarumanopos, the Company's directors, are also directors of ECP1.</li> <li>- Note: The Company holds 99.9995 percent of shares in UAC Energy Company Limited.</li> </ul>
16. Energy Crop Power 2 Company Limited ("ECP2")	<ul style="list-style-type: none"> <li>- A subsidiary company. UAC Energy via UAC Top Energy Company Limited holds 99.99 percent of total issued shares of UAC TOP ENERGY (combined shares held by the Company's executives who are Miss Nilrat Jarumanopos and Mr.Chatchaphol Prasopchoke totaled 0.001 percent). In addition, Miss Nilrat Jarumanopos, the Company's directors, are also directors of ECP2.</li> <li>- Note: The Company holds 99.9995 percent of shares in UAC Energy Company Limited.</li> </ul>
17. Energy Crop Power 3 Company Limited ("ECP3")	<ul style="list-style-type: none"> <li>- A subsidiary company. UAC Energy via UAC Top Energy Company Limited holds 99.99 percent of total issued shares of UAC TOP ENERGY (combined shares held by the Company's executives who are Miss Nilrat Jarumanopos and Mr.Chatchaphol Prasopchoke totaled 0.001 percent). In addition, Miss Nilrat Jarumanopos, the Company's directors, are also directors of ECP3.</li> <li>- Note: The Company holds 99.9995 percent of shares in UAC Energy Company Limited.</li> </ul>
18. Energy Crop Power 4 Company Limited ("ECP4")	<ul style="list-style-type: none"> <li>- A subsidiary company. UAC Energy via UAC Top Energy Company Limited holds 99.99 percent of total issued shares of UAC TOP ENERGY (combined shares held by the Company's executives who are Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke totaled 0.001 percent). In addition, Miss Nilrat Jarumanopos, the Company's directors, are also directors of ECP4.</li> <li>- Note: The Company holds 99.9995 percent of shares in UAC Energy Company Limited.</li> </ul>
19. Energy Crop Power 5 Company Limited ("ECP5")	<ul style="list-style-type: none"> <li>- A subsidiary company. UAC Energy via UAC Top Energy Company Limited holds 99.99 percent of total issued shares of UAC TOP ENERGY (combined shares held by the Company's executives who are Miss Nilrat Jarumanopos and Mr. Chatchaphol Prasopchoke totaled 0.001 percent). In addition, Miss Nilrat Jarumanopos, the Company's directors, are also directors of ECP5.</li> <li>- Note: The Company holds 99.9995 percent of shares in UAC Energy Company Limited.</li> </ul>

Related Parties	Details of Transaction	Value of Related Transaction (Baht Mil)			Necessity and Reasonableness of Intercompany Transactions
		2019	2020	2021	
1. Miss Chawisa Jivacate	<u>Warehouse rental fee</u> : The Company paid rental fee for warehouse which is used for storing chemicals and equipment pending for sales and delivery to the customers. Its rental area is 2,200 square meters with rental period of 1 year, from January 1, 2021 - December 31, 2021. Rental rate is 60 Baht per square meter per month or 132,000 Baht per month (The Company was responsible for payment of withholding tax at the rate of 5% of monthly rental fee, therefore rental fee including withholding tax equaled to 138,947.37 Baht per month).	1.67	1.67	1.67	The Company is necessary to have areas for storing stocks due to its business expansion. Such transaction was conducted pursuant to general, normal terms and conditions.  The Audit Committee opined that such transaction was reasonable and rental rate was lower when compared with market price.
2. UAC Utilities Company Limited ("UAC UTILITIES") engages in business of renewal energy and utilities.	<u>Investment in the company</u>  <u>Income Statement</u> Other Revenues	26.67	36.67	36.67	Investment in the subsidiary company that it holds 70.00% of shares.  Such transaction was normal business operation of the Company with general trading terms and purchase prices were pursuant to market prices.  The Audit Committee opined that such business provision was reasonable and it was beneficial to the Company as it could facilitate coordination with its subsidiaries and service rate charged was appropriated.

Related Parties	Details of Transaction	Value of Related Transaction (Baht Mil)			Necessity and Reasonableness of Intercompany Transactions
		2019	2020	2021	
3. UAC & TPT Energy Company Limited ("UAC & TPT") engages in business of biogas plant.	<u>Investment in the company</u>	49.81	49.81	75.01	Investment in the subsidiary company that it holds 100.00% of shares.
	<u>Bank Guarantee with 1 document amount of baht 0.20 million for PEA.</u>				The Company provides short-term loan for investment in Energy projects with interest charged at an appropriated rate.
	<u>Balance Sheet</u>				
	Short Term Loan	101.50	104.00	105.30	The Company rendered management services including other services i.e. electricity, photocopy, cleaning and etc. to its subsidiary. The rate charged was calculated from number of
	Accrued Interest	15.22	20.70	2.22	personnel and proportion of period of time working including cost of average expenses of services rendered.
	Other Account Receivable	0.21	0.54	0.86	
	<u>Income Statement</u>				
	Other Revenues	0.30	0.30	0.30	The Audit Committee opined that such business provision was reasonable and it was beneficial to the Company as it could
	Interest Income	5.50	5.48	5.52	facilitate coordination with its subsidiaries and service rate charged was appropriated.

Related Parties	Details of Transaction	Value of Related Transaction (Baht Mil)			Necessity and Reasonableness of Intercompany Transactions
		2019	2020	2021	
4. UAC Energy Company Limited ("UACE") engages in energy business.	<u>Investment in the company</u>	200.00	200.00	200.00	Investment in the subsidiary company that it holds 100.00% of shares.
	<u>Bank Guarantee with 3 document amount of baht 0.05 million for PEA</u>				The Company provides short-term loan for investment in Energy projects with interest charged at an appropriated rate.
	<u>Balance Sheet</u>				
	Short Term Loan	86.00	131.00	169.88	The Company rendered management services including other
	Accrued Interest	5.96	11.86	19.86	services i.e. electricity, photocopy, cleaning and etc. to its
	Other Account Receivable	0.45	0.93	1.36	subsidiary. The rate charged was calculated from number of
	Account Receivable	21.76	4.92	41.37	personnel and proportion of period of time working including cost
	<u>Income Statement</u>				of average expenses of services rendered.
	Cost of Sales	-	-	22.06	
	Revenue from Sales	29.93	17.88	41.45	Such transaction was normal business operation of the Company
	Other Revenues	0.42	0.45	0.56	with general trading terms and purchase prices were pursuant to market prices.
	Interest Income	3.71	5.90	8.00	The Audit Committee opined that such business provision was reasonable and it was beneficial to the Company as it could facilitate coordination with its subsidiaries and service rate charged was appropriated.

Related Parties	Details of Transaction	Value of Related Transaction (Baht Mil)			Necessity and Reasonableness of Intercompany Transactions
		2019	2020	2021	
5. Solar Energy Roof Power Company Limited ("SERP") engages in business of solar energy .	<u>Balance Sheet</u>				The Company provides short-term loan to be used as working capital and the interest rate charged is appropriated.
	Short Term Loan	6.00	6.00	5.00	
	Accrued Interest	0.33	0.08	0.18	
	Account Receivable	0.13	0.03	0.08	
	<u>Income Statement</u>				The Company rendered management services including other services i.e. electricity, photocopy, cleaning and etc. to its subsidiary. The rate charged was calculated from number of personnel and proportion of period of time working including cost of average expenses of services rendered.
	Other Income	0.12	0.12	0.31	
	Interest Income	0.33	0.32	0.12	
					The Audit Committee opined that such business provision was reasonable and it was beneficial to the Company as it could facilitate coordination with its subsidiaries and service rate charged was appropriated.
6. UAC Advance Polymer & Chemicals Company Limited ("UAPC") engages in business of production and distribution of latex polymer and emulsion.	<u>Investment in the company</u>	180.00	180.00	180.00	Investment in the subsidiary company that it holds 100.00% of shares.
	<u>Balance Sheet</u>				The Company provides short-term loan for investment in Energy projects with interest charged at an appropriated rate. Such transaction was normal business operation of the Company with general trading terms and purchase prices were pursuant to market prices.
	Short Term Loan	127.00	29.00	88.00	
	Accrued Interest	0.04	-	0.01	
	Account Payable	0.20	0.07	-	
	Account Receivable	0.28	0.08	-	The Audit Committee opined that such business provision was reasonable and it was beneficial to the Company as it could facilitate coordination with its subsidiaries and service rate charged was appropriated.
	<u>Income Statement</u>				
	Interest Income	6.35	3.08	1.96	
	Revenue from Sales purchased	0.34	0.24	-	
	Expenses of Sales	0.81	0.48	0.35	
		-	-	0.02	
		-	-	0.02	

Related Parties	Details of Transaction	Value of Related Transaction (Baht Mil)			Necessity and Reasonableness of Intercompany Transactions
		2019	2020	2021	
7. Vientiane Waste Management Company Limited (VWM) waste management at Vientiane, LPDR	<u>Balance Sheet</u>				The Company rendered management services including other services i.e. electricity, photocopy, cleaning and etc. to its subsidiary. The rate charged was calculated from number of personnel and proportion of period of time working including cost of average expenses of services rendered.  Such transaction was normal business operation of the Company with general trading terms and purchase prices were pursuant to market prices.  The Audit Committee opined that such transaction was normal course of business of the Company and was reasonable
	Other Account Receivable	0.08	0.52	1.40	
	<u>Income Statement</u>				
	Revenue from Sales	-	0.80	-	
	Other Income	0.23	1.45	1.79	
8. UAC Top Energy Company Limited (UAC Top Energy) Investment in Energy Project	<u>Balance Sheet</u>				The Company provides short-term loan for investment in Energy projects with interest charged at an appropriated rate.  The Audit Committee opined that such transaction was normal course of business of the Company and was reasonable
	Short Term Loan	-	-	5.80	
	Accrued Interest	-	-	0.25	
	<u>Income Statement</u>				
	Revenue from Sales	-	-	-	
	Other Income	-	-	-	
9. Bangchak Biofuel Company Limited ("BBF") engages in business of production and distribution of biodiesel.	<u>Income Statement</u>	0.04	-	0.25	Such transaction was in accordance with normal course of business with general trading terms. Purchase prices were as per market prices.  The Audit Committee opined that nature of such transaction was pursuant to the Company's normal course of business and was reasonable.
	The Company purchased glycerin to export and sell in foreign countries. Such purchase was conducted pursuant to normal course of business and at the market price.	-	14.47	-	

Related Parties	Details of Transaction	Value of Related Transaction (Baht Mil)			Necessity and Reasonableness of Intercompany Transactions
		2019	2020	2021	
10. Eneray UAC Company Limited (Thailand) ("Eneray UAC") engages in business of construction and environmental engineering management.	<u>Balance Sheet</u> Account Receivable	1.55	-	0.75	Such transaction was in accordance with normal course of business with general trading terms. Purchase prices were as per market prices
	<u>Income Statement</u> Revenue from Sales	12.24	12.50	-	The Company rendered management services including other services i.e. electricity, photocopy, cleaning and etc. to its subsidiary. The rate charged was calculated from number of personnel and proportion of period of time working including cost of average expenses of services rendered.
	Other Income	1.12	2.40	1.70	
11. PPJ Company Limited ("PPJ") engages in business of hotel.	<u>Balance Sheet</u> Accrued Payable	0.01	0.01	0.01	The Audit Committee opined that such business provision was reasonable and it was beneficial to the Company as it could facilitate coordination with its subsidiaries and service rate charged was appropriated.
	<u>Income Statement</u> Administrative Expenses: The room rate is compared price with market price.	0.47	0.10	0.04	
					Such transaction was normal business operation of the Company with agreed trading terms and prices pursuant to market prices.
12. K&N Commercial Company Limited ("K&N")	<u>Balance Sheet</u> Accrued Payable	-	0.003	0.03	The Audit Committee opined that such transaction was normal course of business of the Company and was reasonable.
	<u>Income Statement</u> purchased	-	0.14	0.08	
					Such transaction was normal business operation of the Company with agreed trading terms and prices pursuant to market prices.



Related Parties	Details of Transaction	Value of Related Transaction (Baht Mil)			Necessity and Reasonableness of Intercompany Transactions
		2019	2020	2021	
13. Energy Crop Power 1 Company Limited ("ECP1")	<u>Balance Sheet</u> Other Account Receivable	-	-	0.03	Such transaction was normal business operation of the Company with agreed trading terms and prices pursuant to market prices.  The Audit Committee opined that such transaction was normal course of business of the Company and was reasonable.
14. Energy Crop Power 2 Company Limited ("ECP2")	<u>Balance Sheet</u> Other Account Receivable	-	-	0.03	Such transaction was normal business operation of the Company with agreed trading terms and prices pursuant to market prices.  The Audit Committee opined that such transaction was normal course of business of the Company and was reasonable.
15. Energy Crop Power 3 Company Limited ("ECP3")	<u>Balance Sheet</u> Other Account Receivable	-	-	0.03	Such transaction was normal business operation of the Company with agreed trading terms and prices pursuant to market prices.  The Audit Committee opined that such transaction was normal course of business of the Company and was reasonable.
16. Energy Crop Power 4 Company Limited ("ECP4")	<u>Balance Sheet</u> Other Account Receivable	-	-	0.03	Such transaction was normal business operation of the Company with agreed trading terms and prices pursuant to market prices.  Such transaction was normal business operation of the Company with agreed trading terms and prices pursuant to market prices.
17. Energy Crop Power 5 Company Limited ("ECP5")	<u>Balance Sheet</u> Other Account Receivable	-	-	0.04	Such transaction was normal business operation of the Company with agreed trading terms and prices pursuant to market prices.  The Audit Committee opined that such transaction was normal course of business of the Company and was reasonable.

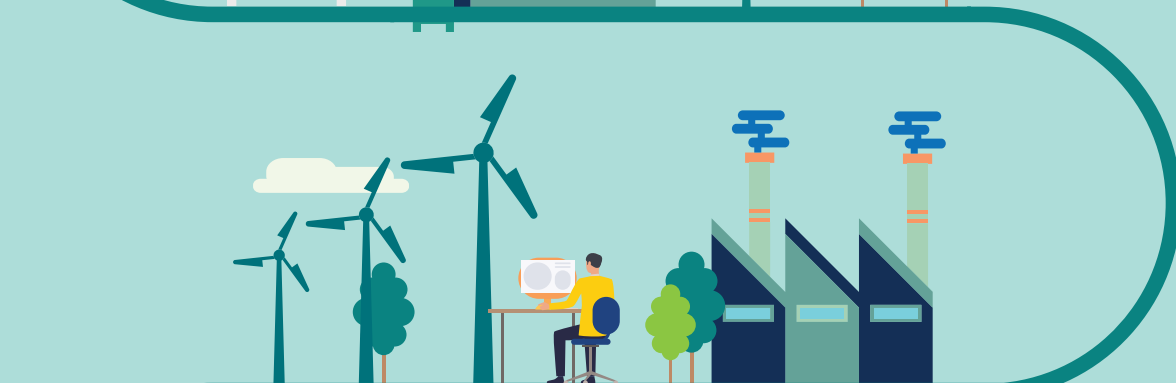
## Measure or procedure for approval of intercompany transactions

The measures on transaction with person who might have conflict of interest specified by the Company were transparently, fairly and for the best interest of the Company. The Audit Committee is required to give opinions on necessity and reasonableness of such transaction to ensure that their conditions must be pursuant to normal course of business and at market price which can be compared with price charged with the third party. In case the Audit Committee does not have expertise in considering the related transaction which may incur, the Company will engage the specialized or skilled person, i.e. independent auditor, asset appraiser or law firm to provide opinion on it so that the Audit Committee shall use such opinion to make decision and to propose to the meeting of the Board of Directors or the shareholders, as the case may be.

In addition, it also specified that the executive or the person who might have conflict of interest, whether directly or indirectly in any transaction shall not be entitled to vote or approve such relevant transaction. Moreover, the Board of Directors shall oversee to ensure that the Company complies with the laws concerning securities and stock exchange, regulations, announcements, orders or requirements of the Capital Market Supervisory Board and the Stock Exchange of Thailand, as well as complies with regulations on disclosure of the related transactions in notes to the financial statement which has been audited or reviewed by the Company's auditor.

## Policy or trend of intercompany transactions

The Company anticipates that there shall be the related transactions again and continually, such as goods purchase and sale and property rental with persons who might have conflict of interest with the Company which are normal course and can support the Company's business in the future. Such related transactions shall be executed as necessary and for efficient business operation. Policy on price fixing of such related transaction must be clearly specified pursuant to fair and appropriated pricing and marketing conditions and to ensure that the related transactions are not undertaken for a purpose of transferring interest between the Company and the person who may have conflict of interest, as well as to take into consideration the maximum benefit of the Company. The Company's Audit Committee shall review on compliance with the criteria and provide opinions on reasonableness of the related transactions whether they are normal business transaction or transaction which supports normal business operation on quarterly basis.



## Financial Statements



## Report on Responsibilities of the Board of Directors to the Financial Statements

Financial statement of UAC Global Public Company Limited (“the Company”) has been prepared pursuant to Thai accounting standards under the Accounting Act B.E. 2543 as well as the interpretations and accounting guidelines announced by the Federation of Accounting Professions as well as regulations of the Office of Securities and Exchange Commission on preparation and presentation of financial report under the Securities and Exchange Act B.E. 2535.

The Board of Directors puts emphasis on its duty and responsibilities in supervising to ensure that the Company’s operations are compliance with corporate governance policies; the financial statement and financial information technology presented in the Annual Report is accurate, complete and provides adequate disclosures. The Board of Directors provides and maintains effective internal control system to assure confidence and credibility of the financial statement, including complies with the laws and relevant regulations. The Audit Committee has reported its auditing results to the Board of Directors and those opinions were presented in the Annual Report.

The Board of Directors is of the opinion that the Company’s overall internal control systems are satisfactory and can assure reasonable accountability of the financial statement as of December 31, 2021 which has been audited by the Company’s auditor in accordance with generally accepted accounting standards. The Board of Directors also has opinion that the financial statement indicates its financial status and operating results correctly and as appropriate with regard to significant information, in accordance with generally certified accounting principles.



(Mr. Paiboon Sareewiwatthana)  
Chairman



(Mr. Kitt Jivacate)  
Chairman of Executive Committee

## Independent Auditor's Report

To the Shareholders of UAC Global Public Company Limited

### Opinion

I have audited the accompanying consolidated financial statements of UAC Global Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2021, and the related consolidated 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, and have also audited the separate financial statements of UAC Global Public Company Limited for the same period.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of UAC Global Public Company Limited and its subsidiaries and of UAC Global Public Company Limited as at 31 December 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 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 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.

### Emphasis of Matter

I draw attention to Note 1.2 to the consolidated financial statements, which described multiple waves of the Coronavirus disease 2019 pandemic has slowed down the economic recovery, adversely impacting most businesses and industries. This situation significantly affects the Group's business activities in terms of the decrease in the customer sales of products under energy industries, chemical industries and refinery petrochemicals due to declining demand for products, resulting in a reduction of production capacity, a delay in investments or a business expansion of these industries. This is significantly impacting the Group's financial position, operating results, and cash flows at present, and is expected to do so in the future. The Group's 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. My opinion is not modified in respect of this matter.

### Key Audit Matters

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

I have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

Key audit matters and how audit procedures respond to each matter are described below.

### Revenue recognition

Revenue from sales and service is one of the Group's significant accounts because it directly impacts on the Group's annual profit or loss. During 2021, the Group recognised revenue from sales and services of Baht 1,466 million, representing 96.4 percent of the Group's total revenue. I therefore focused on the amount and timing of the Group's revenue recognition.

I have examined the revenue recognition of the Group by

- Assessing and testing the effectiveness of the Group internal controls with respect to the recognition of revenue by making enquiry of responsible executives, gaining an understanding of controls and selecting representative samples to test the operation of designed controls of the Group.
- On a sampling basis, examining supporting documents for revenue transactions occurring during the year and near the end of the accounting period.
- Reviewing credit notes that the Group issued to their customers after the period-end.
- Performing analytical review of the revenue accounts to detect any irregularities in revenue transactions throughout the period.

### Impairment of property, plant and equipment

As discussed in Note 16 to the consolidated financial statements, the balance of property, plant and equipment used in the business operations is material to the financial statements of the Group, representing 47.8 percent of total assets. I therefore focused on auditing and considering the impairment of such assets to ensure that the book values of the assets do not exceed their recoverable amounts. The determination of the provision for impairment of assets requires management to exercise significant judgment with respect to the projections of future operating performance and the assessment of future plans, including the determination of an appropriate discount rate and key assumptions. There is thus a risk with respect to the amount of impairment loss recorded on the assets.

I have assessed the management's identification of cash generating units and selection of a financial model, according to the type of asset, by gaining an understanding of management's decision-making process and evaluating whether the decisions were consistent with how assets are utilised. In addition, I gained an understanding of and assessed the following items.

- Assessing and testing the assumptions applied in preparing plans and cash flow projections of the Group, based on the understanding I gained of the process by which the figures were arrived at, comparison of the assumptions with external and internal sources of information and comparison of past cash flow projections with actual operating results in order to assess the exercise of management judgment in estimating cash flow projections.

- Considering the discount rate applied by the Group's management, based on comparison of the average cost of capital of the Group and other data.
- Testing the calculation of the realisable values of the assets using the selected financial model and considered the impact of changes in key assumptions on those realisable values, in particularly, the discount rate and growth rates applied in preparing the cash flow projections.
- Reviewing the disclosure of information relating to the estimation of impairment of the assets in the notes to the financial statements.

### Impairment of goodwill and intangible assets

As discussed in Note 18 and Note 17 to the consolidated financial statements, the balances of goodwill and intangible assets are material to the financial statements of the Group, representing 8.4 percent and 8.1 percent of total assets, respectively. In addition, the impairment assessment on goodwill and intangible assets is a significant accounting estimate requiring management to exercise a high degree of judgment in identifying the cash generating unit, estimating the cash inflows that are expected to be generated from that group of assets in the future, and setting an appropriate discount rate and long-term growth rate. There are thus risks with respect to the amount of goodwill and intangible assets.

I have assessed the management's identification of cash generating units and selection of a financial model, by gaining an understanding of management's decision-making process and evaluating whether the decisions were consistent with how assets are utilised. In addition, I gained an understanding of and assessed the following items.

- Assessing and testing the assumptions applied in preparing plans and cash flow projections of the Group, based on the understanding I gained of the process by which the figures were arrived at, comparison of the assumptions with external and internal sources of information and comparison of past cash flow projections with actual operating results in order to assess the exercise of management judgment in estimating cash flow projections.
- Considering the discount rate applied by the Group's management, based on comparison of the average cost of capital of the Group and other data.
- Testing the calculation of the realisable values of the assets using the selected financial model and considered the impact of changes in key assumptions on those realisable values, in particularly, the discount rate and growth rates applied in preparing the cash flow projections.
- Reviewing the disclosure of information relating to the estimation of impairment of the assets in the notes to the financial statements.

### 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 Financial Statements**

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

In preparing the 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 Financial Statements**

My objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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.

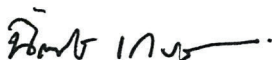
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

I also provide those charged with governance with a statement that 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 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.

I am responsible for the audit resulting in this independent auditor's report.



**Chatchai Kasemsrithanawat**

Certified Public Accountant (Thailand) No. 5813

EY Office Limited

Bangkok: 24 February 2022

# Statement of financial position

UAC Global Public Company Limited and its subsidiaries

At at 31 December 2021

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	7	55,345,726	76,550,635	24,155,102	36,271,082
Trade and other receivables	6, 8	307,089,932	228,386,600	245,116,972	174,729,268
Current portion of finance lease receivable	9	1,329,160	-	-	-
Inventories	10	209,862,273	150,496,431	137,043,240	101,859,183
Short-term loans to related parties	6	-	-	373,979,760	270,000,000
Advance payment for wages and goods		11,070,056	892,845	11,070,056	892,845
Other current financial assets	11	2,116,018	1,822,930	320,029	84,500
Other current assets		8,973,132	8,222,092	5,722,395	4,269,881
<b>Total current assets</b>		<b>595,786,297</b>	<b>466,371,533</b>	<b>797,407,554</b>	<b>588,106,759</b>
<b>Non-current assets</b>					
Restricted bank deposits	12	353,596	30,710,690	-	30,357,782
Finance lease receivable, net of current portion	9	29,584,300	-	-	-
Other non-current financial assets	13	25,000,000	20,000,000	-	-
Investments in subsidiaries	14	-	-	463,239,067	438,034,027
Investments in associates	15	431,700,169	420,450,146	111,051,487	111,051,487
Property, plant and equipment	16	1,543,938,134	1,643,135,253	737,372,990	803,963,122
Intangible assets	17	261,104,481	235,088,951	-	-
Goodwill	18	269,804,794	269,804,794	-	-
Cost to obtain contract		16,666,700	-	-	-
Deferred tax assets	28	31,906,563	32,769,888	20,868,933	21,696,371
Other non-current assets		11,555,423	12,094,988	6,453,537	7,730,418
<b>Total non-current assets</b>		<b>2,621,614,160</b>	<b>2,664,054,710</b>	<b>1,338,986,014</b>	<b>1,412,833,207</b>
<b>Total assets</b>		<b>3,217,400,457</b>	<b>3,130,426,243</b>	<b>2,136,393,568</b>	<b>2,000,939,966</b>

The accompanying notes are an integral part of the financial statements.

## Statement of financial position

UAC Global Public Company Limited and its subsidiaries

At at 31 December 2021

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Bank overdrafts and short-term loans					
from financial institutions	19	115,263,783	101,300,000	56,809,091	-
Trade and other payables	6, 20	279,624,230	233,485,162	132,477,416	112,550,006
Advance received from customers		38,448,043	17,692,588	37,530,387	16,446,080
Short-term loans from related party	6	105,300,000	104,000,000	-	-
Income tax payable		2,209,009	699,749	1,848,336	-
Dividend payable		53,408,488	-	53,408,488	-
Current portion of long-term loans	21	71,715,098	148,846,152	24,505,711	81,240,081
Current portion of lease liabilities	22	6,091,077	23,754,958	4,345,126	9,923,587
Current portion of debentures	23	300,000,000	-	300,000,000	-
Derivative liabilities		-	346,221	-	259,518
<b>Total current liabilities</b>		<b>972,059,728</b>	<b>630,124,830</b>	<b>610,924,555</b>	<b>220,419,272</b>
<b>Non-current liabilities</b>					
Long-term loans, net of current portion	21	225,022,975	314,592,583	14,960,000	69,470,182
Lease liabilities, net of current portion	22	98,541,271	104,191,106	73,259,101	77,338,624
Debentures, net of current portion	23	-	300,000,000	-	300,000,000
Deferred tax liabilities	28	52,713,549	56,349,359	22,463,654	25,270,930
Provision for long-term employee benefits	24	22,807,810	25,836,878	18,471,336	22,378,495
Provision for decommissioning		57,000,766	57,002,316	41,452,025	41,452,025
Other non-current liabilities		17,993,565	18,743,249	8,099,946	8,930,165
<b>Total non-current liabilities</b>		<b>474,079,936</b>	<b>876,715,491</b>	<b>178,706,062</b>	<b>544,840,421</b>
<b>Total liabilities</b>		<b>1,446,139,664</b>	<b>1,506,840,321</b>	<b>789,630,617</b>	<b>765,259,693</b>

The accompanying notes are an integral part of the financial statements.

## Statement of financial position

UAC Global Public Company Limited and its subsidiaries

At at 31 December 2021

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
Shareholders' equity					
Share capital					
Registered					
734,366,199 ordinary shares of Baht 0.50 each					
(31 December 2020: 734,366,301 ordinary shares of Baht 0.50 each)	25	367,183,099	367,183,150	367,183,099	367,183,150
Issued and fully paid up					
667,606,199 ordinary shares of Baht 0.50 each		333,803,099	333,803,099	333,803,099	333,803,099
Share premium - ordinary shares		587,169,893	587,169,893	587,169,893	587,169,893
Surplus on change in the shareholding percentage in subsidiary		1,346,526	1,346,526	-	-
Retained earnings					
Appropriated - statutory reserve	26	40,000,254	40,000,254	40,000,254	40,000,254
Unappropriated		671,715,870	571,907,566	385,789,705	274,707,027
Other components of shareholders' equity		5,267,009	1,950,133	-	-
Equity attributable to owners of the Company		1,639,302,651	1,536,177,471	1,346,762,951	1,235,680,273
Non-controlling interests of the subsidiaries		131,958,142	87,408,451	-	-
<b>Total shareholders' equity</b>		<b>1,771,260,793</b>	<b>1,623,585,922</b>	<b>1,346,762,951</b>	<b>1,235,680,273</b>
<b>Total liabilities and shareholders' equity</b>		<b>3,217,400,457</b>	<b>3,130,426,243</b>	<b>2,136,393,568</b>	<b>2,000,939,966</b>
		-	-	-	-

The accompanying notes are an integral part of the financial statements.

# Statement of comprehensive income

## UAC Global Public Company Limited and its subsidiaries

### For the year ended 31 December 2021

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
<b>Profit or loss:</b>					
<b>Revenues</b>					
Revenue from sales		1,412,467,194	1,225,000,899	1,035,815,568	920,253,433
Service income		53,795,749	44,225,948	49,351,957	43,990,434
Dividend income	15	-	-	225,480,966	143,564,660
Other income		54,387,895	24,055,432	58,766,932	35,626,429
<b>Total revenues</b>		<b>1,520,650,838</b>	<b>1,293,282,279</b>	<b>1,369,415,423</b>	<b>1,143,434,956</b>
<b>Expenses</b>					
Cost of sales		1,209,914,464	1,005,873,342	907,462,440	794,275,567
Cost of service		25,236,462	23,385,080	24,385,106	23,185,523
Selling and distribution expenses		56,838,875	53,734,546	32,567,009	29,930,341
Administrative expenses		154,297,885	154,074,704	110,811,153	105,431,611
<b>Total expenses</b>		<b>1,446,287,686</b>	<b>1,237,067,672</b>	<b>1,075,225,708</b>	<b>952,823,042</b>
<b>Operating profit</b>		<b>74,363,152</b>	<b>56,214,607</b>	<b>294,189,715</b>	<b>190,611,914</b>
Share of profit from investments in associates	15	217,362,859	263,068,749	-	-
Finance cost		(48,747,833)	(56,819,875)	(27,760,176)	(31,204,212)
<b>Profit before income tax expenses</b>		<b>242,978,178</b>	<b>262,463,481</b>	<b>266,429,539</b>	<b>159,407,702</b>
Income tax expenses	28	(8,609,871)	(3,422,634)	(8,473,505)	(3,357,024)
<b>Profit for the year</b>		<b>234,368,307</b>	<b>259,040,847</b>	<b>257,956,034</b>	<b>156,050,678</b>
<b>Other comprehensive income:</b>					
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods</i>					
Exchange differences on translation of financial statements in foreign currency		6,632,426	4,494,904	-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods		6,632,426	4,494,904	-	-
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</i>					
Actuarial loss, net of tax income		-	(1,019,545)	-	(1,446,575)
Share of other comprehensive income from investments in associate		(131,871)	-	-	-
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		(131,871)	(1,019,545)	-	(1,446,575)
<b>Other comprehensive income for the year</b>		<b>6,500,555</b>	<b>3,475,359</b>	<b>-</b>	<b>(1,446,575)</b>
<b>Total comprehensive income for the year</b>		<b>240,868,862</b>	<b>262,516,206</b>	<b>257,956,034</b>	<b>154,604,103</b>

The accompanying notes are an integral part of the financial statements.

## Statement of comprehensive income (continued)

UAC Global Public Company Limited and its subsidiaries

For the year ended 31 December 2021

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2021	2020	2021	2020
Profit attributable to:					
Equity holders of the Company		246,813,531	271,172,441	257,956,034	156,050,678
Non-controlling interests of the subsidiaries		(12,445,224)	(12,131,594)		
		234,368,307	259,040,847		
		-	-		
Total comprehensive income attributable to:					
Equity holders of the Company		249,998,536	272,400,798	257,956,034	154,604,103
Non-controlling interests of the subsidiaries		(9,129,674)	(9,884,592)		
		240,868,862	262,516,206		
		-	-		
Earnings per share	30				
Basic earnings per share					
Profit attributable to equity holders of the Company		0.37	0.41	0.39	0.23

The accompanying notes are an integral part of the financial statements.

## Statement of changes in shareholders' equity

UAC Global Public Company Limited and its subsidiaries

For the year ended 31 December 2021

(Unit: Baht)

	Consolidated financial statements									
	Equity attributable to owners of the Company									
	Other components of shareholders' equity									
	Other comprehensive income									
	Issued and fully paid-up share capital	Share premium - ordinary shares	Surplus on change in the shareholding percentage in subsidiary	Retained earnings	Unappropriated	Exchange differences	Total other components of shareholders' equity	Total equity attributable to owners of the Company	Equity attributable to non-controlling interests of the subsidiaries	Total shareholders' equity
				Appropriated - statutory reserve		on translation of financial statements in foreign currency				
<b>Balance as at 1 January 2020</b>	333,803,650	587,165,358	116,826	40,000,254	431,937,761	(287,769)	(287,769)	1,392,725,080	51,114,762	1,443,839,842
Profit for the year	-	-	-	-	271,172,441	-	-	271,172,441	(12,131,594)	259,040,847
Other comprehensive income for the year	-	-	-	-	(1,019,545)	2,247,902	2,247,902	1,228,357	2,247,002	3,475,359
Total comprehensive income for the year	-	-	-	-	270,152,896	2,247,902	2,247,902	272,400,798	(9,884,592)	262,516,206
Exercised warrant	449	4,535	-	-	-	-	-	4,984	-	4,984
Dividend (Note 33)	-	-	-	-	(130,183,091)	-	-	(130,183,091)	-	(130,183,091)
Purchases of investments in a subsidiary	-	-	1,229,700	-	-	-	-	1,229,700	(1,229,700)	-
Increase in non-controlling interests of subsidiary from additional share capital of the subsidiary	-	-	-	-	-	-	-	-	47,407,981	47,407,981
<b>Balance as at 31 December 2020</b>	333,803,099	587,169,893	1,346,526	40,000,254	571,907,566	1,950,133	1,950,133	1,536,177,471	87,408,451	1,623,585,922
<b>Balance as at 1 January 2021</b>	333,803,099	587,169,893	1,346,526	40,000,254	571,907,566	1,950,133	1,950,133	1,536,177,471	87,408,451	1,623,585,922
Profit for the year	-	-	-	-	246,813,531	-	-	246,813,531	(12,445,224)	234,368,307
Other comprehensive income for the year	-	-	-	-	(131,871)	3,316,876	3,316,876	3,185,005	3,315,550	6,500,555
Total comprehensive income for the year	-	-	-	-	246,681,660	3,316,876	3,316,876	249,998,536	(9,129,674)	240,868,862
Increase share preference of subsidiary (Note 14)	-	-	-	-	-	-	-	-	16,666,700	16,666,700
Dividend (Note 33)	-	-	-	-	(146,873,356)	-	-	(146,873,356)	-	(146,873,356)
Increase in non-controlling interests of subsidiary from additional share capital of the subsidiary	-	-	-	-	-	-	-	-	37,012,665	37,012,665
<b>Balance as at 31 December 2021</b>	333,803,099	587,169,893	1,346,526	40,000,254	671,715,870	5,287,009	5,287,009	1,639,302,651	131,958,142	1,771,260,793

The accompanying notes are an integral part of the financial statements.



## Statement of changes in shareholders' equity (continued)

UAC Global Public Company Limited and its subsidiaries

For the year ended 31 December 2021

(Unit: Baht)

	Separate financial statements				
	Issued and fully paid-up share capital	Share premium - ordinary shares	Retained earnings		Total shareholders' equity
			Appropriated - statutory reserve	Unappropriated	
<b>Balance as at 1 January 2020</b>	333,802,650	587,165,358	40,000,254	250,286,015	1,211,254,277
Profit for the year	-	-	-	156,050,678	156,050,678
Other comprehensive income for the year	-	-	-	(1,446,575)	(1,446,575)
Total comprehensive income for the year	-	-	-	154,604,103	154,604,103
Exercised warrants	449	4,535	-	-	4,984
Dividend (Note 33)	-	-	-	(130,183,091)	(130,183,091)
<b>Balance as at 31 December 2020</b>	<b>333,803,099</b>	<b>587,169,893</b>	<b>40,000,254</b>	<b>274,707,027</b>	<b>1,235,680,273</b>
<b>Balance as at 1 January 2021</b>	<b>333,803,099</b>	<b>587,169,893</b>	<b>40,000,254</b>	<b>274,707,027</b>	<b>1,235,680,273</b>
Profit for the year	-	-	-	257,956,034	257,956,034
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	257,956,034	257,956,034
Dividend (Note 33)	-	-	-	(146,873,356)	(146,873,356)
<b>Balance as at 31 December 2021</b>	<b>333,803,099</b>	<b>587,169,893</b>	<b>40,000,254</b>	<b>385,789,705</b>	<b>1,346,762,951</b>

The accompanying notes are an integral part of the financial statements.

## Cash flow statement

UAC Global Public Company Limited and its subsidiaries

For the year ended 31 December 2021

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
<b>Cash flows from operating activities</b>				
Profit before tax	242,978,178	262,463,481	266,429,539	159,407,702
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	116,221,742	122,307,609	70,856,959	71,876,433
Impairment loss on financial assets (reversal)	(28,462)	860,186	-	11,296
Reduction of inventories to net realisable value (reversal)	2,455,312	(933)	600,186	(261,814)
Unrealised gain on valuation of other current financial assets	(4,505)	(11,206)	(217)	(471)
Gain on sales of investments in associate	-	(6,860)	-	-
Reversal of allowance for expected credit losses in short-term loans to a related party	(10,900,000)	(100,000)	-	-
Share of profit from investments in associates	(217,362,859)	(263,068,749)	-	-
(Gain) loss on sales of equipment	(25,850)	(1,354,500)	(25,850)	25,404
(Gain) loss on write-off of property, plant and equipment	55,204	206,467	(139,486)	(89,200)
Impairment loss on non-financial assets	-	1,274,788	-	-
Provision for long-term employee benefits	3,038,308	3,380,052	2,160,217	2,482,290
Write-off of withholding tax deducted at source	882	259,045	8	-
Provision for decommissioning	-	(7,037)	-	(3,775)
Unrealised gain on exchange	(1,259,454)	(851,799)	(2,829,468)	(382,403)
Dividend income	-	-	(225,480,966)	(143,564,660)
Finance cost	46,209,011	53,798,867	25,493,505	29,096,400
<b>Profit from operating activities before changes in operating assets and liabilities</b>	<b>181,377,507</b>	<b>179,149,411</b>	<b>137,064,427</b>	<b>118,597,202</b>
<b>Operating assets (increase) decrease</b>				
Trade and other receivables	(71,816,156)	64,533,934	(67,402,170)	44,901,303
Finance lease receivable	(30,913,460)	-	-	-
Inventories	(61,674,371)	14,506,052	(35,784,243)	19,885,424
Advance payment for wages and goods	(10,177,211)	(268,230)	(10,177,211)	(268,230)
Other current assets	(1,817,429)	1,460,438	(1,452,514)	2,131,912
Other non-current assets	(319,074)	(229,285)	(31,511)	(53,349)
<b>Operating liabilities increase (decrease)</b>				
Trade and other payables	60,571,465	(30,973,983)	19,286,636	12,125,862
Advance received from customers	20,754,952	11,329,061	21,083,804	12,933,931
Cash paid for long-term employee benefits	(6,067,377)	(142,982)	(6,067,377)	(142,982)
Other non-current liabilities	(749,684)	(830,218)	(830,218)	(830,218)
<b>Cash flows from operating activities</b>	<b>79,169,162</b>	<b>238,534,198</b>	<b>55,689,623</b>	<b>209,280,855</b>
Cash paid for interest expenses	(63,347,804)	(49,038,724)	(25,428,658)	(29,669,628)
Cash refund from withholding tax deducted at source	1,421,053	167,502	1,308,383	-
Cash paid for corporate income tax	(10,283,295)	(16,090,222)	(8,605,008)	(15,484,572)
<b>Net cash flows from operating activities</b>	<b>6,959,116</b>	<b>173,572,754</b>	<b>22,964,340</b>	<b>164,126,655</b>

The accompanying notes are an integral part of the financial statements.

## Cash flow statement (continued)

UAC Global Public Company Limited and its subsidiaries

For the year ended 31 December 2021

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
<b>Cash flows from investing activities</b>				
(Increase) decrease in restricted bank deposits	30,357,094	(621,590)	30,357,782	(268,682)
Purchases of investments in subsidiaries	-	-	(25,205,040)	(10,000,100)
Purchases of investments in associate	(19,500,000)	-	-	-
Increase in short-term loans to related parties	(500,000)	-	(158,980,000)	(179,500,000)
Cash receipt from repayment of short-term loans to related parties	11,400,000	100,000	55,000,240	230,000,000
Purchase of other non-current financial assets	(5,000,000)	-	-	-
Acquisition of property, plant and equipment	(6,322,684)	(16,220,575)	(5,025,321)	(11,043,714)
Acquisition of intangible assets	(36,288,612)	(18,641,584)	-	-
Cash receipt from sales of equipment	1,067,089	1,384,088	1,067,089	4,181
Cash receipt from sales of investments in associate	-	6,860	-	-
Dividend income from associate	225,480,966	143,564,660	225,480,966	143,564,660
<b>Net cash flows from investing activities</b>	<b>200,693,853</b>	<b>109,571,859</b>	<b>122,695,716</b>	<b>172,756,345</b>
<b>Cash flows from financing activities</b>				
Increase (decrease) in bank overdrafts and short-term loans				
from financial institutions	13,963,783	(10,826,012)	56,809,091	(68,577,952)
Increase in short-term loans from related parties	2,499,760	133,200,000	-	-
Repayment of short-term loans from related parties	(1,199,760)	(129,700,000)	-	-
Cash receipt from long-term loans	-	330,672,975	-	20,000,000
Repayment of long-term loans	(166,700,663)	(361,414,796)	(111,244,552)	(39,843,444)
Repayment of lease liabilities	(23,570,780)	(28,185,674)	(9,769,301)	(6,202,555)
Cash receipt from issuance of debentures	-	300,000,000	-	300,000,000
Repayment of debentures	-	(400,000,000)	-	(400,000,000)
Cash receipt from exercised warrants	-	4,984	-	4,984
Cash receipt from non-controlling interests of the subsidiaries	33,083,425	44,793,653	-	-
Dividend paid	(93,464,868)	(130,183,091)	(93,464,868)	(130,183,091)
<b>Net cash flows used in financing activities</b>	<b>(235,389,103)</b>	<b>(251,637,961)</b>	<b>(157,669,630)</b>	<b>(324,802,058)</b>
Increase in translation adjustments	6,601,434	4,491,989	-	-
Effects of exchange rates on cash and cash equivalents	(70,209)	91,586	(106,406)	(30,113)
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>(21,204,909)</b>	<b>36,090,227</b>	<b>(12,115,980)</b>	<b>12,050,829</b>
Cash and cash equivalents at beginning of year	76,550,635	40,460,408	36,271,082	24,220,253
<b>Cash and cash equivalents at end of year</b>	<b>55,345,726</b>	<b>76,550,635</b>	<b>24,155,102</b>	<b>36,271,082</b>
	-	-	-	-
<b>Supplemental cash flows information</b>				
Non-cash transactions				
Payable from acquisitions of equipment and intangible assets	25,094,809	24,280,825	77,172	45,229
Acquisition of assets through lease agreements	1,252,000	2,175,000	1,252,000	2,175,000
Acquisition of right-of-use assets under lease agreements	2,464,222	3,874,320	2,206,000	-
Increase in non-controlling interest of subsidiary				
from other receivables	3,929,240	-	-	-
Increase in non-controlling interest of subsidiary				
from other payables	-	24,879,330	-	-
Dividend payable	53,408,488	-	53,408,488	-

The accompanying notes are an integral part of the financial statements.

## Notes to consolidated financial statements

UAC Global Public Company Limited and its subsidiaries

For the year ended 31 December 2021

### 1. General information

#### 1.1 General information of the Company

UAC Global Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The Company is principally engaged in business as follows.

- 1.1.1 Import and distribution of chemicals and equipment used in various industries i.e. off-shore natural gas exploration and production, oil refinery and upstream petrochemicals, engine oil lubricant manufacturing plant, polymer and plastic manufacturing plant, chemical industrial plant, power plant and utilities system.
- 1.1.2 Providing of consultant and advising for the marketing of any products and services, the feasibility study of any projects or works related to energy industry, refinery, petrochemicals, power plants and other utilities.
- 1.1.3 Production and distribution of biogas used in power generation, transportation and industries.
- 1.1.4 Subcontracting of construction of machines and equipment used in various industries i.e. off-shore natural gas exploration and production, oil refinery and upstream petrochemicals, engine oil lubricant manufacturing plant, polymer and plastic manufacturing plant, chemical industrial plant, power plant and utilities system.
- 1.1.5 Production and distribution of petroleum manufacturing such as Compressed Natural Gas (CNG), Liquefied Petroleum Gas (LPG), Natural Gas Liquid (NGL).

The registered office of the Company is at 1 TP&T Tower, 19th Floor, Soi Vibhavadirangsit 19, Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok and the branch office's addresses are as follows.

- Branch 1 Warehouse is located at 999 Moo 4, Soi Tesaban Bangpoo 99 (Sermmitra), Sukhumvit Road, Tambon Bang Pu Mai, Amphur Muang Samutprakan, Samutprakan.
- Branch 2 Sale office is located at 188/76 Sukhumvit Road, Tambon Maptaput, Amphur Muang Rayong, Rayong.
- Branch 3 The branch was registered to cancel on 26 December 2017.
- Branch 4 Manufacturing and distribution plant is located at 150 Moo 2, Tambon Mae Tang, Amphur Mae Tang, Chiangmai.
- Branch 5 Manufacturing and distribution plant is located at 1/1 Moo 8, Tambon Kok Raet, Amphur Kongkrait, Sukhothai.
- Branch 6 Manufacturing and distribution plant is located at 150/1 Moo 2, Tambon Mae Tang, Amphur Mae Tang, Chiangmai.

## 1.2 Coronavirus disease 2019 Pandemic

Multiple waves of the Coronavirus disease 2019 pandemic has slowed down the economic recovery, adversely impacting most businesses and industries. This situation significantly affects the Group's business activities in terms of the decrease in the customer sales of products under energy industries, chemical industries and refinery petrochemicals due to declining demand for products, resulting in a reduction of production capacity, a delay in investments or a business expansion of these industries. This is significantly impacting the Group's financial position, operating results, and cash flows at present, and is expected to do so in the future. The Group's 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.

## 2. Basis of preparation

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

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

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

## 2.2 Basis of consolidation

a) The consolidated financial statements include the financial statements of UAC Global Public Company Limited ("the Company") and the following subsidiary companies ("the subsidiaries") (collectively as "the Group"):

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			<u>2021</u>	<u>2020</u>
			Percent	Percent
<u>Subsidiaries directly owned by the Company</u>				
UAC Utilities Company Limited	Production and distribution of tap water and related equipment	Thailand	70.00	70.00
UAC & TPT Energy Company Limited	Production and distribution of Biogas used in power generation, transportation and various industries	Thailand	45.01	50.01
UAC Energy Company Limited	Generation and sales of electricity and alternative energy	Thailand	99.99	99.99

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			<u>2021</u>	<u>2020</u>
			Percent	Percent
UAC Advance Polymer & Chemicals Company Limited	Production and distribution of chemical products used in general industries	Thailand	99.99	99.99
<u>Subsidiaries indirectly owned by the Company</u>				
<b>Held through UAC &amp; TPT Energy Company Limited</b>				
UAC TPT Pellets Company Limited	Production and distribution of fuel briquette	Thailand	50.00	50.00
<b>Held through UAC Energy Company Limited</b>				
Solar Energy Roof Power Company Limited	Generation and sales of electricity and alternative energy	Thailand	99.98	99.98
UAC Top Energy Company Limited	Generation and sales of electricity and alternative energy	Thailand	99.99	99.99
Vientiane Waste Management Company Limited	Land development business for the construction of waste management plant to produce renewable energy	Lao People's Democratic Republic	50.01	50.01
<b>Held through UAC Top Energy Company Limited</b>				
Energy Crop Power 1 Company Limited	Generation and sales of electricity and alternative energy	Thailand	99.99	-
Energy Crop Power 2 Company Limited	Generation and sales of electricity and alternative energy	Thailand	99.99	-
Energy Crop Power 3 Company Limited	Generation and sales of electricity and alternative energy	Thailand	99.99	-
Energy Crop Power 4 Company Limited	Generation and sales of electricity and alternative energy	Thailand	99.99	-
Energy Crop Power 5 Company Limited	Generation and sales of electricity and alternative energy	Thailand	99.99	-

- b) The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
- c) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.

- d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- e) The financial statements of UAC & TPT Energy Company Limited are included in the consolidated financial statements, even though the Company's shareholding in such company is 45.01 percent. This is because the Company has total voting rights of more than half of total voting shares and voting rights held by such company. Therefore such company is considered the Company's subsidiary.
- f) The assets and liabilities in the financial statements of overseas subsidiary companies are translated to Baht using the exchange rate prevailing on the end of reporting period, and revenues and expenses translated using monthly average exchange rates. The resulting differences are shown under the caption of "Exchange differences on translation of financial statements in foreign currency" in the statements of changes in shareholders' equity.
- g) Material balances and transactions between the Group has been eliminated from the consolidated financial statements.
- h) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

2.3 The separate financial statements present investments in subsidiaries and associates under the cost method.

### 3 New financial reporting standards

#### 3.1 Financial reporting standards that became effective in the current year

During the year, the Group has adopted the revised financial reporting standards and interpretations which are effective for fiscal years beginning on or after 1 January 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.

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

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

The management of the Group believes that adoption of these amendments will not have any significant impact on the Group's financial statements.

#### 4. Significant accounting policies

##### 4.1 Revenue and expense recognition

###### Sales of goods

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

###### Rendering of services

Service revenue from consulting is recognised at a point in time upon completion of the service.

Service revenue from construction is recognised over time when services have been rendered taking into account the stage of completion, measuring based on comparison of actual construction costs incurred up to the end of the period and total anticipated construction costs to be incurred to completion.

The recognised revenue which is not yet due per the contracts has been presented under the caption of “Unbilled receivables” in the statement of financial position. The amounts recognised as unbilled receivables are reclassified to trade receivables when the Group’s right to consideration is unconditional such as upon completion of services and acceptance by the customer.

The obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer is presented under the caption of “Advances received from customers” in the statement of financial position. Advances received from customers are recognised as revenue when the Group performs under the contract.

###### Interest income

Interest income is calculated using the effective interest method and recognised on an accrual basis. The effective interest rate is applied to the gross carrying amount of a financial asset, unless the financial assets subsequently become credit-impaired when it is applied to the net carrying amount of the financial asset (net of the expected credit loss allowance).

###### Finance cost

Interest expense from financial liabilities at amortised cost is calculated using the effective interest method and recognised on an accrual basis.

###### Dividends

Dividends are recognised when the right to receive the dividends is established.

##### 4.2 Cash and cash equivalents

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



#### 4.3 Inventories

Finished goods are valued at the lower of cost (under the first-in, first-out method) and net realisable value. The cost of inventories is measured using the actual cost method and includes all production costs and attributable factory overheads.

Raw materials and supplies are valued at the lower of cost (under the first-in, first-out method) and net realisable value and are charged to production costs whenever consumed.

#### 4.4 Cost to obtain contract

The Group recognises preference shares to obtain a power purchase agreement of community power plant for foundation economy project as an asset and amortises it to expenses on a systematic basis that is consistent with the pattern of revenue recognition. An impairment loss is recognised to the extent that the carrying amount of an asset recognised exceeds the remaining amount of the consideration that the entity expects to receive less direct costs.

#### 4.5 Investments in subsidiaries and associates

Investments in associates are accounted for in the consolidated financial statements using the equity method.

Investments in subsidiaries and associates are accounted for in the separate financial statements using the cost method.

#### 4.6 Property, plant and equipment/Depreciation

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

Depreciation of plant and equipment is calculated by reference to their costs on the straight-line basis over the following estimated useful lives:

Buildings and building improvements	5 - 20 years
Machinery and equipment	5 - 20 years
Office equipment	5 years
Furniture and fixtures	5 years
Motor vehicles	5 years

Depreciation is included in determining income.

No depreciation is provided on land and assets under construction.

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

#### 4.7 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.

#### 4.8 Intangible assets

Intangible assets acquired through business combination are initially recognised at their fair value on the date of business acquisition while intangible assets acquired in other cases are recognised at cost. Following the initial recognition, the intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

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

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

	<u>Useful lives</u>
Customer relationship	6, 11 and 16 years
Formulas	6 years
Compensation for concession agreement	43 years
Assets under concession agreement	43 years
Software computer	10 years

#### 4.9 Goodwill

Goodwill is initially recorded at cost, which equals to the excess of cost of business combination over the fair value of the net assets acquired. If the fair value of the net assets acquired exceeds the cost of business combination, the excess is immediately recognised as gain in profit or loss.

Goodwill is carried at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or when circumstances indicate that the carrying value may be impaired.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each cash generating units (or group of cash-generating units) that are expected to benefit from the synergies of the combination. The Group estimates the recoverable amount of each cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in profit or loss. Impairment losses relating to goodwill cannot be reversed in future periods.

#### 4.10 Leases

At inception of contract, the Group 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 Group as a lessee

The Group applied 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 underlying assets and lease liabilities based on lease payments.

### *Right-of-use assets*

Right-of-use assets are measured at cost, less 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.

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

Land	10 - 26 years
Buildings	16 - 19 years
Machinery and equipment	1 - 15 years
Motor vehicles	5 years

If ownership of the leased asset is transferred to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Right-of-use assets are presented as part of property, plant and equipment in the statement of financial position.

### *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, variable lease payments that depend on an index or a rate, 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.

The Group discounted the present value of the lease payments by the interest rate implicit in the lease or the Group's incremental borrowing rate. 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.

### *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.

### The Group as a lessor

A lease that transfers substantially all the risks and rewards incidental to ownership of an underlying asset to a lessee is classified as finance leases. As at the commencement date, an asset held under a finance lease is recognised as a receivable at an amount equal to the net investment in the lease or the present value of the lease payments receivable and any unguaranteed residual value. Subsequently, finance income is recognised over the lease term to reflect a constant periodic rate of return on the net investment in the lease.

#### 4.11 Related party transactions

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

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

#### 4.12 Foreign currencies

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

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange are included in determining income.

#### 4.13 Impairment of non-financial assets

At the end of each reporting period, the Group performs impairment reviews in respect of the property, plant and equipment and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. The Group also carries out annual impairment reviews in respect of goodwill. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount. In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by a valuation model that, based on information available, reflects the amount that the Group could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

An impairment loss is recognised in profit or loss.

In the assessment of asset impairment (except for goodwill), if there is any indication that previously recognised impairment losses may no longer exist or may have decreased, the Group estimates the asset's

recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The increased carrying amount of the asset attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss.

#### 4.14 Employee benefits

##### **Short-term employee benefits**

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

##### **Post-employment benefits and other long-term employee benefits**

###### *Defined contribution plans*

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

###### *Defined benefit plans and other long-term employee benefits*

The Group has obligations in respect of the severance payments it must make to employees upon retirement under labor law and other employee benefit plans. The Group treats these severance payment obligations as a defined benefit plan. In addition, the Group provides other long-term employee benefit plan, namely long service awards.

The obligation under the defined benefit plan and other long-term employee benefit plans is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

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

Actuarial gains and losses arising from other long-term benefits are recognised immediately in profit and loss.

Past service costs are recognised in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Group recognises restructuring-related costs.

#### 4.15 Provisions

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

#### 4.16 Income tax

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

##### Current tax

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

##### Deferred tax

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

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

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

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

#### 4.17 Financial instruments

The Group 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

Financial assets are classified, 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's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

##### *Financial assets at amortised cost*

The Group 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 designated at FVOCI (equity instruments)***

Upon initial recognition, the Group can elect to irrevocably classify its equity investments which are not held for trading as equity instruments designated at FVOCI. The classification is determined on an instrument-by-instrument basis.

Gains and losses recognised in other comprehensive income on these financial assets are never recycled to profit or loss.

Dividends are recognised as other income in profit or loss, except when the dividends clearly represent a recovery of part of the cost of the financial asset, in which case, the gains are recognised in other comprehensive income.

Equity instruments designated at FVOCI are not subject to impairment assessment.

***Financial assets at 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 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, at initial recognition the Group’s financial liabilities are recognised 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 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.

**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 the Group has transferred substantially all the risks and rewards of the asset, or the Group has transferred control of the asset.

A financial liability is derecognised 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, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

### Impairment of financial assets

The Group recognises an allowance for expected credit losses (“ECLs”) for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure (a lifetime ECL).

The Group considers a significant increase in credit risk to have occurred when contractual payments are more than 30 days past due and considers a financial asset as credit impaired or default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to have a significant increase in credit risk and to be in default using other internal or external information, such as credit rating of issuers.

For trade receivables and finance lease receivable, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

ECLs are calculated based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

### Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the 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.

## 4.18 Derivatives

The Group uses derivatives, such as forward currency contracts to hedge its foreign currency risks.

Derivatives are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. The subsequent changes are recognised in profit or loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Derivatives are presented as non-current assets or non-current liabilities if the remaining maturity of the instrument is more than 12 months and it is not due to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.



#### 4.19 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 applies 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 measures 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 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 determines 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. Significant accounting judgements and estimates

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

##### **Allowance for expected credit losses of trade receivables**

In determining an allowance for expected credit losses of trade receivables, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the forecast economic condition for groupings of various customer segments with similar credit risks. The Group's historical credit loss experience and forecast economic conditions may also not be representative of whether a customer will actually default in the future.

##### **Fair value of financial instruments**

In determining the fair value of financial instruments recognised in the statement of financial position that are not actively traded and for which quoted market prices are not readily available, the management exercise judgement, using a variety of valuation techniques and models. The input to these models is taken from observable markets, and includes consideration of credit risk, liquidity, correlation and longer-term volatility of financial instruments. Change in assumptions about these factors could affect the fair value recognised in the statement of financial position and disclosures of fair value hierarchy.

#### **Reduction of inventories to net realisable value**

In determining a reduction of inventories to net realisable value, the management needs to make judgement and estimates based upon, among other things, slow-moving inventories and net realisable values.

#### **Impairment of investments**

The Group treats investments in subsidiary companies and associate companies 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 judgement of the management.

#### **Deferred tax assets**

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

#### **Allowance for impairment of non-financial assets**

In determining allowance for impairment of a non-financial asset, the management is required to exercise judgements regarding determination of the recoverable amount of the asset, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm’s length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next 10 - 20 years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the performance of the assets of the cash-generating unit being tested. The recoverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to property, plant and equipment, goodwill and other intangibles with indefinite useful lives recognised by the Group. The key assumptions used to determine the recoverable amount for the different cash-generating units, including a sensitivity analysis, are disclosed and further explained in Note 18.

#### **Post-employment benefits under defined benefit plans and other long-term employee benefits**

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

## 6. Related party transactions

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

(Unit: Million Baht)

	Consolidated		Separate		Transfer pricing policy
	financial statements		financial statements		
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>	
<u>Transactions with subsidiary companies</u>					
(eliminated from the consolidated financial statements)					
Sales of finished goods	-	-	41.45	18.91	Market prices
Interest income	-	-	16.04	14.78	5.09% and 5.38% per annum (2020: 5.38% and MLR - 0.75 per annum)
Other income	-	-	2.78	3.32	Mutual agreed
Purchases of finished goods	-	-	0.35	0.48	Market prices
Administrative expenses	-	-	0.02	-	Mutual agreed
<u>Transactions with associate companies</u>					
Sales of finished goods	-	12.50	-	12.50	Market prices
Dividend income	-	-	225.48	143.56	As declared
Interest income	0.59	0.60	-	-	5.09% and 5.50% per annum (2020: 5.50% per annum)
Other income	1.70	2.40	1.70	2.40	Mutual agreed
Purchases of finished goods	-	14.49	-	14.47	Market prices
<u>Transactions with related parties</u>					
Purchases of equipment	22.50	18.11	-	-	Mutual agreed
Manufacturing expenses	0.06	0.10	-	-	Mutual agreed
Interest expenses	6.52	6.68	0.85	0.89	5.09% and 5.38% per annum (2020: 5.25% - 5.38% and MLR - 0.75 per annum)
Management fee	0.34	0.35	0.11	0.24	Mutual agreed

As at 31 December 2021 and 2020, the balances of the accounts between the Group and those related parties are as follows:

		(Unit: Thousand Baht)			
		Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
<b><u>Trade and other receivables - related parties (Note 8)</u></b>					
Subsidiaries		-	-	67,722	39,658
Associates		749	452	749	-
Related companies (common directors)					
M8 Holding Limited					
(Formerly known as SBANG Sustainable					
Energies Limited)		3,929	-	-	-
Other companies		20	17	-	-
Total trade and other receivables - related parties		4,698	469	68,471	39,658
<b><u>Trade and other payables - related parties (Note 20)</u></b>					
Subsidiaries		-	-	-	68
Related companies (common directors)					
M8 Holding Limited					
(Formerly known as SBANG Sustainable					
Energies Limited)		-	57	-	-
Khouanemeung Group Company Limited		28,424	34,952	-	-
Other companies		17,049	27,482	38	13
Related individual (director of a subsidiary)		320	62	-	-
Total trade and other payables - related parties		45,793	62,553	38	81

**Short-term loans to related parties**

As at 31 December 2021 and 2020, the balances of loans to related party and the movement in loans are as follows:

		(Unit: Thousand Baht)			
		Consolidated financial statements			
Loans to related party	Related by	Balance as at	Increase	Decrease	Balance as at
		31 December	during	during	31 December
		2020	the year	the year	2021
PPWE Company Limited	Associate	10,900	500	(11,400)	-
Less: Allowance for expected					
credit losses		(10,900)	-	10,900	-
Loans to related party - net		-	500	(500)	-

(Unit: Thousand Baht)

		Separate financial statements			
		Balance as at 31 December 2020	Increase during the year	Decrease during the year	Balance as at 31 December 2021
Loans to related parties	Related by				
UAC & TPT Energy Company Limited	Subsidiary	104,000	2,500	(1,200)	105,300
UAC Energy Company Limited	Subsidiary	131,000	53,480	(14,600)	169,880
Solar Energy Roof Power Company Limited	Subsidiary	6,000	-	(1,000)	5,000
UAC Advance Polymer & Chemicals Company Limited	Subsidiary	29,000	94,000	(35,000)	88,000
UAC Top Energy Co., Ltd.	Subsidiary	-	9,000	(3,200)	5,800
Total		270,000	158,980	(55,000)	373,980

Short-term loans to related parties are in form of promissory notes, unsecured and due within 9 months, carrying interest at rates of 5.09 to 5.50 percent per annum.

Set out below is the movements in the allowance for expected credit losses of loans to related parties.

(Unit: Thousand Baht)

	Consolidated financial statements	
	2021	2020
Beginning balance	10,900	11,000
Amount recovered	(10,900)	(100)
Ending balance	-	10,900

#### Short-term loans from related party

As at 31 December 2021 and 2020, the balances of loans from related party and the movement in loans are as follows:

(Unit: Thousand Baht)

		Consolidated financial statements			
		Balance as at 31 December 2020	Increase during the year	Decrease during the year	Balance as at 31 December 2021
Loans from related party	Related by				
TPT Thepprathanporn Company Limited	Common director	104,000	2,500	(1,200)	105,300
Total		104,000	2,500	(1,200)	105,300

Short-term loans from related party are in form of promissory notes, unsecured and due within 9 months, carrying interest at rates of 5.09 and 5.38 percent per annum.

Directors and management's benefits

During the years ended 31 December 2021 and 2020, the Group had employee benefit expenses payable to their directors and management as below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Short-term employee benefits	34,935	32,556	24,399	21,129
Post-employment benefits	1,971	1,999	1,421	1,434
Total	<u>36,906</u>	<u>34,555</u>	<u>25,820</u>	<u>22,563</u>

Guarantee obligations with related parties

The Company has outstanding guarantee obligations with its related parties, as described in Note 34.5 to the consolidated financial statements.

**7. Cash and cash equivalents**

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Cash	149	181	42	71
Bank deposits	54,771	64,441	24,073	24,830
Cheques on hand	426	11,929	40	11,370
Total	<u>55,346</u>	<u>76,551</u>	<u>24,155</u>	<u>36,271</u>

As at 31 December 2021, bank deposits in saving accounts and fixed deposits carried interests between 0.05 and 1.25 percent per annum (2020: between 0.04 and 1.25 percent per annum).

**8. Trade and other receivables**

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
<u>Trade receivables - related parties (Note 6)</u>				
Aged on the basis of due dates				
Not yet due	-	-	27,056	772
Past due				
Up to 3 months	-	-	7,745	4,224
3 - 6 months	-	-	4,909	-
6 - 12 months	-	-	1,661	-

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Total trade receivables - related parties	-	-	41,371	4,996
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Unbilled	12,641	8,662	6,217	6,530
Not yet due	134,472	105,510	72,320	62,412
Past due				
Up to 3 months	45,361	57,780	25,218	43,338
3 - 6 months	24,654	25	24,654	25
6 - 12 months	24,314	11,870	24,314	11,870
Over 12 months	2,038	2,609	-	513
Total	243,480	186,456	152,723	124,688
Less: Allowance for expected credit losses	(1,698)	(1,726)	-	-
Total trade receivables - unrelated parties, net	241,782	184,730	152,723	124,688
Total trade receivables - net	241,782	184,730	194,094	129,684
<u>Other receivables - related parties (Note 6)</u>				
Other receivables	4,698	17	4,592	2,017
Interest receivables	-	452	22,508	32,645
Total other receivables - related parties, net	4,698	469	27,100	34,662
<u>Other receivables - unrelated parties</u>				
Other receivables	64,615	47,193	26,928	13,388
Less: Allowance for expected credit losses	(4,005)	(4,005)	(3,005)	(3,005)
Total other receivables - unrelated parties, net	60,610	43,188	23,923	10,383
Total other receivables - net	65,308	43,657	51,023	45,045
Total trade and other receivables - net	307,090	228,387	245,117	174,729

The normal credit term is 7 to 120 days.

Set out below is the movements in the allowance for expected credit losses of trade receivables.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Beginning balance	5,731	4,882	3,005	3,005
Provision for expected credit losses	900	849	-	-
Amount recovered	(928)	-	-	-
Ending balance	<u>5,703</u>	<u>5,731</u>	<u>3,005</u>	<u>3,005</u>

#### 9. Finance lease receivable

As at 31 December 2021, the contract period of the financial lease receivables are 10 years and are payable in equal installments payment, with interest charged at fixed rates throughout the contracts. The balances of financial lease receivables are classified by period due as follows:

	(Unit: Thousand Baht)			
	Consolidated financial statements			
	2021			
	Amounts due under the contract			
	Within 1 year	1 - 5 years	Over 5 years	Total
Finance lease receivables	6,600	26,400	31,350	64,350
Less: Deferred interest income	(5,271)	(18,062)	(10,104)	(33,437)
Finance lease receivables - net	<u>1,329</u>	<u>8,338</u>	<u>21,246</u>	<u>30,913</u>

#### 10. Inventories

	(Unit: Thousand Baht)					
	Consolidated financial statements					
	Cost		Reduce cost to		Inventories - net	
	net realisable value					
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Finished goods	108,137	99,338	(6,605)	(4,547)	101,532	94,791
Raw materials	28,839	17,820	(1,558)	(1,161)	27,281	16,659
Supplies	21,616	16,093	(638)	(638)	20,978	15,455
Goods in transit	60,071	23,591	-	-	60,071	23,591
Total	<u>218,663</u>	<u>156,842</u>	<u>(8,801)</u>	<u>(6,346)</u>	<u>209,862</u>	<u>150,496</u>



(Unit: Thousand Baht)

Separate financial statements						
	Cost		Reduce cost to net realisable value		Inventories - net	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Finished goods	69,867	73,640	(4,599)	(3,999)	65,268	69,641
Raw materials	26	441	-	-	26	441
Supplies	14,332	11,028	(638)	(638)	13,694	10,390
Goods in transit	58,055	21,387	-	-	58,055	21,387
Total	<u>142,280</u>	<u>106,496</u>	<u>(5,237)</u>	<u>(4,637)</u>	<u>137,043</u>	<u>101,859</u>

During the current year, the Group reduced cost of inventories by Baht 2.78 million (2020: Baht 0.67 million) (the Company only: Baht 0.71 million (2020: Baht 0.45 million)), to reflect the net realisable value. This was included in administrative expenses. In addition, the Group reversed the write-down of cost of inventories by Baht 0.32 million (2020: Baht 1.60 million) (the Company only: Baht 0.11 million (2020: Baht 0.71 million)), and reduced the amount of inventories recognised as expenses during the year.

#### 11. Other current financial assets

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
<u>Financial assets at FVTPL</u>				
Investments in the units of debt securities				
open-ended fund	1,827	1,823	85	85
Derivative assets	289	-	235	-
Total other current financial assets	<u>2,116</u>	<u>1,823</u>	<u>320</u>	<u>85</u>

The investments in the units of debt securities open-ended fund represents investments in the units of money market fund of a financial institution, which are stated at fair value using inputs of Level 2 which is use of other observable inputs for such assets or liabilities, whether directly or indirectly. Such fair value of investments in unit trusts has been determined by using the net asset value.

#### 12. Restricted bank deposits

The outstanding balance amounting to Baht 0.4 million (2020: Baht 30.7 million) (the Company only: Nil (2020: Baht 30.4 million)) represents fixed deposits which are pledged as collateral for long-term loans in accordance with loans agreements made with a financial institution. Under such loan agreements, the Company must pledged fixed deposits as collateral to secure long-term loans on the borrowing date at amount of Baht 4.0 million and gradually increase the fixed deposits pledged as collateral for long-term loans on a monthly basis of Baht 2.0 million till Baht 30.0 million. Moreover, these represent a subsidiary's savings which are pledged as collateral to

secure a credit card limit. As at 31 December 2021, the Company redeemed the total amount of collateral pledged for long-term loans.

### 13. Other non-current financial assets

		(Unit: Thousand Baht)	
		Consolidated financial statements	
		2021	2020
<u>Equity instruments designated at FVOCI</u>			
Non-listed equity investments			
Odin Power Company Limited		25,000	20,000
Total other non-current financial assets		25,000	20,000

Equity instruments designated at FVOCI include non-listed equity investments which a subsidiary invested in ordinary shares of Odin Power Company Limited, representing 10% of the registered share capital of such company and are stated at fair value using inputs of Level 3 which is use of unobservable inputs such as estimated of future cash flows. Odin Power Company Limited is principally engaged in investment in alternative energy power plant.

On 21 January 2021, the Executive Committee Meeting of the Company No. 1/2021 passed a resolution to approve the acquisition of 200,000 additional ordinary shares of Odin Power Company Limited by UAC Energy Company Limited, a subsidiary of the Company, with a par value of Baht 100 per share. Such company called up 25 percent of the additional shares and the subsidiary paid in capital totaling Baht 5 million.

### 14. Investments in subsidiaries

#### 14.1 Details of investments in subsidiaries as presented in separate financial statements

(Unit: Thousand Baht)										
Company's name	Paid-up capital		Shareholding percentage/ Voting rights		Cost		Provision for impairment of investments		Carrying amounts based on cost method - net	
	2021	2020	2021 (%)	2020 (%)	2021	2020	2021	2020	2021	2020
UAC Utilities Company Limited	47,500	47,500	70.00 / 70.00	70.00 / 70.00	36,668	36,668	(4,326)	(4,326)	32,342	32,342
UAC & TPT Energy Company Limited	166,667	99,600	45.01 / 50.01	50.01 / 50.01	75,014	49,809	-	-	75,014	49,809
UAC Energy Company Limited	200,000	200,000	99.99 / 99.99	99.99 / 99.99	200,000	200,000	(24,117)	(24,117)	175,883	175,883
UAC Advance Polymer & Chemicals Company Limited	180,000	180,000	99.99 / 99.99	99.99 / 99.99	180,000	180,000	-	-	180,000	180,000
Total investments in subsidiaries - net					491,682	466,477	(28,443)	(28,443)	463,239	438,034

#### 14.2 Details of investments in subsidiaries that have material non-controlling interests

(Unit: Thousand Baht)

Company's name	Proportion of equity interest/ Voting rights held by non-controlling interests		Accumulated balance of non-controlling interests		Loss allocated to non- controlling interests during the year	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
	(%)	(%)				
<b>Subsidiary held by the</b>						
<b>Company</b>						
UAC & TPT Energy Company						
Limited	54.99 /	49.99 /				
	49.99	49.99	53,494	19,778	(8,145)	(8,117)
<b>Subsidiary held by UAC</b>						
<b>Energy Company Limited</b>						
Vientiane Waste Management						
Company Limited	49.99 /	49.99 /				
	49.99	49.99	67,107	59,565	(4,275)	(3,860)

#### 14.3 Summarised financial information that based on amounts before inter-company elimination about subsidiaries that have material non-controlling interests

Summarised information about financial position

(Unit: Thousand Baht)

	UAC & TPT Energy Company Limited		Vientiane Waste Management Company Limited	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Current assets	19,733	18,620	6,072	9,605
Non-current assets	306,264	290,091	194,497	157,890
Current liabilities	222,259	255,905	48,050	44,905
Non-current liabilities	13,235	13,250	81	-

## Summarised information about comprehensive income

(Unit: Thousand Baht)

	For the year ended 31 December			
	UAC & TPT Energy Company Limited		Vientiane Waste Management Company Limited	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Revenue	461	24	261	127
Loss	(16,118)	(16,145)	(8,552)	(7,721)
Total comprehensive income	(16,118)	(16,238)	(8,552)	(7,721)

## Summarised information about cash flow

(Unit: Thousand Baht)

	For the year ended 31 December			
	UAC & TPT Energy Company Limited		Vientiane Waste Management Company Limited	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Cash flow used in operating activities	(53,200)	(4,622)	(5,283)	(40,533)
Cash flow used in investing activities	-	(937)	(36,628)	(17,543)
Cash flow from financing activities	53,000	6,000	27,840	61,434
Increase in translation adjustments	-	-	6,605	4,490
Effects of exchange rates on cash and cash equivalents	-	-	34	123
Net increase (decrease) in cash and cash equivalents	(200)	441	(7,432)	7,971

Movements of the investments in subsidiaries during the year ended 31 December 2021 are summarised below.

**Subsidiaries held by the Company**UAC & TPT Energy Company Limited

On 21 October 2021, the Board of Directors' Meeting of UAC & TPT Energy Company Limited, a subsidiary of the Company, approved the call for payment of the registered capital that has not been fully paid at the par value of Baht 42 per share to reach the par value. The Company paid Baht 25.21 million for the additional called up shares. As a result, the subsidiary's paid-up capital increased from Baht 99.60 million to Baht 150.00 million.

On 9 November 2021, the Extraordinary General Meeting of the shareholders of UAC & TPT Energy Company Limited No. 1/2021 passed a special resolution approving the increase in the registered share capital from Baht 150.00 million to Baht 166.67 million by issuing 166,667 preferred shares with a par value of Baht 100 per share to be offered to the existing shareholders to follow the shareholding structure prescribed in the

bidding condition of community power plant for foundation economy project for very small power producer. Under the Articles of Association of the subsidiary, preferred shareholders are entitled to receive dividends before ordinary shareholders for Baht 0.1 million per year, on an annual basis, and if the subsidiary is unable to pay dividend to the preferred shareholders in any particular year, the dividend can be accumulated. In addition to the rights earlier stated, the preferred shareholders are entitled to different voting rights from ordinary shareholders, with 166,667 preferred shares having voting rights equivalent to 1 ordinary share. The subsidiary registered the increase in the share capital with the Ministry of Commerce on 17 November 2021. The Company waived the right to purchase preferred shares of the subsidiary, and therefore the Company's shareholding in the subsidiary decreased from 50.01 percent to 45.01 percent. However, the Company remains having control over the subsidiary since the Company has more than half of the total voting rights.

### **Subsidiaries held through UAC Energy Company Limited**

#### Vientiane Waste Management Company Limited

On 3 June 2019, UAC Energy Company Limited, a subsidiary of the Company, registered the incorporation of a subsidiary in the Lao People's Democratic Republic under the name of Vientiane Waste Management Company Limited, to engage in land development business for the construction of waste management plant to produce renewable energy and recyclable products in the Lao People's Democratic Republic with a registered share capital of LAK 72,900 million (36.45 million ordinary shares with a par value of LAK 2,000 each). The subsidiary holds 50.01 percent interest in such company. During the year 2021, UAC Energy Company Limited made payments for the share subscription of such company amounting to LAK 6,786.84 million (or equivalent to Baht 19.95 million) and LAK 7,800.33 million (or equivalent to Baht 24.11 million) during 2020.

At present, Vientiane Waste Management Company Limited has not fully called up the registered share capital.

#### UAC Top Energy Company Limited

In March 2021, UAC Top Energy Company Limited, a subsidiary of UAC Energy Company Limited, registered the incorporation of 5 subsidiaries, which are Energy Crop Power 1 Company Limited, Energy Crop Power 2 Company Limited, Energy Crop Power 3 Company Limited, Energy Crop Power 4 Company Limited and Energy Crop Power 5 Company Limited, to engage in the bidding of community power plant project. Each company has a registered share capital of Baht 6.40 million (64,000 ordinary shares with a par value of Baht 100 per share) with 25 percent of paid up capital. UAC Top Energy Company Limited invested in ordinary shares of each newly incorporated subsidiary by holding 99.99 percent interest, and made payments for the shares totaling Baht 8.00 million.

On 25 November 2021, the Extraordinary General Meeting of the shareholders of Energy Crop Power 1 Company Limited, Energy Crop Power 2 Company Limited, Energy Crop Power 3 Company Limited, Energy Crop Power 4 Company Limited and Energy Crop Power 5 Company Limited approved the dissolution of the companies. The subsidiaries' liquidator registered their dissolution with the Ministry of Commerce on 7 December 2021. At present, the subsidiaries are in the process of liquidation.

## 15. Investments in associates

## 15.1 Details of associates

							(Unit: Thousand Baht)	
					Consolidated financial statements		Separate financial statements	
					Carrying amounts based on equity			
Company's name	Nature of business	Country of incorporation	Shareholding percentage		method		Cost	
			<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
			(%)	(%)				
Associate directly held by the Company								
Bangchak Biofuel Company Limited	Manufacturing and distributing biodiesel	Thailand	30.00	30.00	423,929	420,148	111,051	111,051
Associates held through UAC Energy Company Limited								
PPWE Company Limited	Investment in energy business	Thailand	50.00	49.98	7,489	-	-	-
Enerray UAC (Thailand) Company Limited	Construction	Thailand	25.00	25.00	-	-	-	-
Odin Myanmar Company Limited	Investment in alternative energy power plant	Thailand	40.00	40.00	282	302	-	-
Total					431,700	420,450	111,051	111,051

## 15.2 Share of comprehensive income and dividend received

During the years, the Company has recognised its share of profit (loss) from investments in associates in the consolidated financial statements and dividend income in the separate financial statements as follows:

(Unit: Thousand Baht)						
Associates	Consolidated financial statements				Separate financial statements	
	Share of other					
	Share of profit (loss) from investments in associates		comprehensive income from investments in associates		Dividend received by the Company	
	during the year		during the year		during the year	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Bangchak Biofuel Company Limited	229,394	263,074	(132)	-	225,481	143,565
Odin Myanmar Company Limited	(20)	(5)	-	-	-	-
PPWE Company Limited	(12,011)	-	-	-	-	-
Total	217,363	263,069	(132)	-	225,481	143,565

### 15.3 Summarised financial information about material associates

#### Summarised information about financial position

(Unit: Thousand Baht)

	Bangchak Biofuel Company Limited	
	<u>2021</u>	<u>2020</u>
Current assets	1,440,217	1,296,271
Non-current assets	2,037,755	2,119,317
Current liabilities	1,065,752	847,530
Non-current liabilities	1,061,195	1,229,635
<b>Net assets</b>	<b>1,351,025</b>	<b>1,338,423</b>
Shareholding percentage (%)	30%	30%
<b>Share of net assets</b>	<b>405,308</b>	<b>401,527</b>
Goodwill	18,621	18,621
<b>Carrying amounts of associates based on equity method</b>	<b>423,929</b>	<b>420,148</b>

#### Summarised information about comprehensive income

(Unit: Thousand Baht)

	For the year ended 31 December	
	Bangchak Biofuel Company Limited	
	<u>2021</u>	<u>2020</u>
Revenue	9,486,627	8,146,525
Profit	764,646	876,913
Other comprehensive income	(440)	-
Total comprehensive income	764,206	876,913

### 15.4 Investments in associates with capital deficit

The Company recognised share of losses from investment in 1 associate (2020: 2 associates), as listed below, until the value of the investments approached zero. Subsequent losses incurred by those associates have not been recognised in the Company's accounts since the Company has no obligations, whether legal or constructive, to make any payments on behalf of those associates. The amount of such unrecognised share of losses is set out below.

(Unit: Thousand Baht)

Company's name	Unrecognised share of losses			
	Share of losses		Cumulative share	
	during the years		of losses up to	
	2021	2020	2021	2020
PPWE Company Limited	-	(291)	-	(11,688)
Enerray UAC (Thailand) Company Limited	(1,102)	(474)	(1,524)	(422)
Total	(1,102)	(765)	(1,524)	(12,110)

Movements of the investment in associate during the year ended 31 December 2021 is summarised below.

#### Associate held through UAC Energy Company Limited

##### PPWE Company Limited

On 3 November 2021, the Board of Directors' Meeting of UAC Energy Company Limited (a subsidiary of the Company) No. 4/2021 passes a resolution to approve the investment in the Company's newly issued ordinary shares of PPWE Company Limited to increase its registered share capital from Baht 1 million to Baht 40 million through the issuance of 390,000 ordinary shares with a par value of Baht 100 per share. PPWE Company Limited registered the capital increase with the Ministry of Commerce on 17 December 2021 and called for 100 percent of the newly issued shares. UAC Energy Company Limited purchased 195,000 newly issued ordinary shares and paid Baht 19.50 million for the shares. As a result, the shareholding of UAC Energy Company Limited in such company increased from 49.98 percent to 50.00 percent.

#### 16. Property, plant and equipment

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Net book value				
Property, plant and equipment	1,445,034	1,536,618	664,796	725,776
Right-of-use assets (Note 22.1)	98,904	106,517	72,577	78,187
Total	1,543,938	1,643,135	737,373	803,963



Movements of the property, plant and equipment for the years ended 31 December 2021 and 2020 are summarised below:

	Consolidated financial statements							(Unit: Thousand Baht)
	Land and land improvements	Buildings and building improvements	Machinery and equipment	Office equipment	Furniture and fixtures	Motor vehicles	Assets under construction	Total
<b>Cost:</b>								
1 January 2020	87,237	197,862	1,583,434	18,727	10,870	45,784	273,356	2,217,270
Additions	6,718	456	3,439	376	241	2,900	2,181	16,311
Disposals/write-off	(41)	-	(712)	(236)	(19)	(3,849)	-	(4,857)
Transfer in (out)	-	472	511	44	(27)	-	(1,000)	-
31 December 2020	93,914	198,790	1,586,672	18,911	11,065	44,835	274,537	2,228,724
Additions	-	1,747	2,215	399	541	2,989	660	8,551
Disposals/write-off	-	-	(2,251)	(800)	(90)	(2,603)	(147)	(5,891)
Transfer in (out)	-	23	418	-	-	-	(441)	-
31 December 2021	93,914	200,560	1,587,054	18,510	11,516	45,221	274,609	2,231,384
<b>Accumulated depreciation:</b>								
1 January 2020	-	56,106	422,606	15,575	8,152	23,654	-	526,093
Depreciation for the year	-	9,816	86,630	1,095	1,286	4,694	-	103,521
Depreciation on disposal/write-off	-	-	(389)	(236)	(16)	(3,849)	-	(4,490)
Transfer in (out)	-	-	-	7	(7)	-	-	-
Translation adjustment	-	-	-	(2)	(1)	-	-	(3)
31 December 2020	-	65,922	508,847	16,439	9,414	24,499	-	625,121
Depreciation for the year	-	9,427	84,740	774	744	3,072	-	98,757
Depreciation on disposal/write-off	-	-	(2,060)	(799)	(85)	(1,562)	-	(4,506)
Translation adjustment	-	(1)	-	(5)	(1)	-	-	(7)
31 December 2021	-	75,348	591,527	16,409	10,072	26,009	-	719,365

(Unit: Thousand Baht)

## Consolidated financial statements

	Land and land improvements	Buildings and building improvements	Machinery and equipment	Office equipment	Furniture and fixtures	Motor vehicles	Assets under construction	Total
<b>Allowance for impairment loss:</b>								
1 January 2020	-	8,194	57,350	153	13	-	-	65,710
Increase during the year	-	-	1,247	28	-	-	-	1,275
31 December 2020	-	8,194	58,597	181	13	-	-	66,985
31 December 2021	-	8,194	58,597	181	13	-	-	66,985
<b>Net book value:</b>								
31 December 2020	93,914	124,674	1,019,228	2,291	1,638	20,336	274,537	1,536,618
31 December 2021	93,914	117,018	936,930	1,920	1,431	19,212	274,609	1,445,034
<b>Depreciation for the year</b>								
2020 (Baht 93.72 million included in cost of sales, and the balance in selling and distribution, and administrative expenses)								103,521
2021 (Baht 91.42 million included in cost of sales, and the balance in selling and distribution, and administrative expenses)								98,757

(Unit: Thousand Baht)

Separate financial statements

	Land and land improvements	Buildings and building improvements	Machinery and equipment	Office equipment	Furniture and fixtures	Motor vehicles	Assets under construction	Total
<b>Cost:</b>								
1 January 2020	15,246	84,074	1,058,389	15,776	4,449	33,427	171	1,211,532
Additions	6,718	227	1,505	367	10	2,900	514	12,241
Disposals/write-off	-	-	(103)	(236)	-	-	-	(339)
Transfer in (out)	-	155	348	4	7	-	(514)	-
31 December 2020	21,964	84,456	1,060,139	15,911	4,466	36,327	171	1,223,434
Additions	-	1,629	1,195	369	-	2,989	127	6,309
Disposals/write-off	-	-	-	(797)	-	(2,603)	-	(3,400)
Transfer in (out)	-	3	124	-	-	-	(127)	-
31 December 2021	21,964	86,088	1,061,458	15,483	4,466	36,713	171	1,226,343
<b>Accumulated depreciation:</b>								
1 January 2020	-	32,155	323,343	13,756	4,003	13,419	-	386,676
Depreciation for the year	-	4,763	58,460	919	101	2,956	-	67,199
Depreciation on disposals/write-off	-	-	(74)	(236)	-	-	-	(310)
31 December 2020	-	36,918	381,729	14,439	4,104	16,375	-	453,565
Depreciation for the year	-	4,784	58,067	609	99	2,688	-	66,247
Depreciation on disposals/write-off	-	-	-	(796)	-	(1,562)	-	(2,358)
31 December 2021	-	41,702	439,796	14,252	4,203	17,501	-	517,454

(Unit: Thousand Baht)

	Separate financial statements						
	Land and land improvements	Buildings and building improvements	Machinery and equipment	Office equipment	Furniture and fixtures	Motor vehicles	Assets under construction
<b>Allowance for impairment loss:</b>							
1 January 2020	-	8,024	36,069	-	-	-	-
31 December 2020	-	8,024	36,069	-	-	-	-
31 December 2021	-	8,024	36,069	-	-	-	-
<b>Net book value:</b>							
31 December 2020	21,964	39,514	642,341	1,472	362	19,952	171
31 December 2021	21,964	36,362	585,593	1,231	263	19,212	171
<b>Depreciation for the year</b>							
2020 (Baht 61.45 million included in cost of sales, and the balance in selling and distribution, and administrative expenses)							67,199
2021 (Baht 61.20 million included in cost of sales, and the balance in selling and distribution, and administrative expenses)							66,247

16.1 As at 31 December 2021, the Company's plant at cost of Baht 64.22 million (2020: Baht 64.21 million) are constructed on leasehold land.

16.2 As at 31 December 2021, machinery and equipment at cost of Baht 954.07 million (2020: Baht 953.71 million) (the Company only: Baht 536.70 million (2020: Baht 536.70 million)) are pledged as collateral for bank overdrafts and short-term loans from financial institutions (Note 19) and long-term loans (Note 21).

16.3 As at 31 December 2021, the Group has certain items of plant and equipment that were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 165.61 million (2020: Baht 130.44 million) (the Company only: Baht 96.41 million (2020: Baht 75.29 million)).

## 17. Intangible assets

The net book value of intangible assets as at 31 December 2021 and 2020 is presented below.

(Unit: Thousand Baht)

Consolidated financial statements								
			Construction		Assets		Software	
	Customer relationship	Formulas	Compensation for concession agreement	in progress under concession agreement	under concession agreement	under development	under computer	Software
								Total
As at 31 December 2021:								
Cost	127,000	18,000	130,411	4,251	56,121	-	3,236	339,019
<u>Less</u> Accumulated amortisation	(59,008)	(18,000)	(452)	-	(427)	-	(28)	(77,915)
Net book value	67,992	-	129,959	4,251	55,694	-	3,208	261,104
As at 31 December 2020:								
Cost	127,000	18,000	130,411	24,435	-	2,589	-	302,435
<u>Less</u> Accumulated amortisation	(50,346)	(17,000)	-	-	-	-	-	(67,346)
Net book value	76,654	1,000	130,411	24,435	-	2,589	-	235,089

A reconciliation of the net book value of intangible assets for the years 2021 and 2020 is presented below.

	(Unit: Thousand Baht)	
	Consolidated financial statements	
	<u>2021</u>	<u>2020</u>
Net book value at beginning of the year	235,089	219,950
Acquisition during the year	36,584	27,024
Amortisation during the year	(10,593)	(11,885)
Translation adjustment	24	-
Net book value at end of the year	<u>261,104</u>	<u>235,089</u>

The compensation for concession agreement of Vientiane Waste Management Company Limited, a subsidiary of the group company, represents the compensation that such subsidiary paid to a shareholder of subsidiary as stipulated in the share subscription and shareholders' agreement to obtain the right to operate the land development business for the construction of waste management plant in the Lao People's Democratic Republic under the concession agreement. The concession agreement has a period of 45 years starting from the concession agreement date.

Such subsidiary has a commitment to pay the concession fee for land and waste landfills for the construction of waste management plant to produce renewable energy and recyclable products to the Government of the Lao People's Democratic Republic commencing from the concession agreement date for each period at the rate specified in the concession agreement.

#### 18. Goodwill

A subsidiary has determined the recoverable amounts of its cash-generating units based on value in use using cash flows projections from financial estimation approved by management covering a 10-years period due to the additional investments in property, plant and equipment of the subsidiary.

Key assumptions used in value in use calculations are as follows:

	(Unit: Percent per annum)	
	<u>Year 2022</u>	<u>Year 2023 - 2031</u>
Growth rate	24.17	5.00
Pre-tax discount rate	6.08	6.08

Management has considered the growth rate based on past performance and the expectations of the market growth, and a pre-tax discount rate that reflects the risks specific to each cash-generating unit. Management believes that goodwill is not impaired.

## 19. Bank overdrafts and short-term loans from financial institutions

(Unit: Thousand Baht)

	Interest rate (percent per annum)	Consolidated		Separate	
		financial statements		financial statements	
		2021	2020	2021	2020
Bank overdrafts	MOR	3,455	-	-	-
Short-term loans	MMR	85,000	101,300	30,000	-
Trust receipts	MMR	26,809	-	26,809	-
Total		115,264	101,300	56,809	-

19.1 As at 31 December 2021, bank overdrafts and short-term loans from financial institutions of the Company has no collateral.

19.2 As at 31 December 2021, bank overdrafts and short-term loans from financial institutions of a subsidiary are secured by the mortgage of a subsidiary's land and structures thereon and machinery and guaranteed by the Company.

## 20. Trade and other payables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Trade payables - related parties (Note 6)	37	3	-	68
Trade payables	182,784	130,073	99,856	86,931
Other payables - related parties (Note 6)	85	54	32	4
Other payables	12,950	12,981	9,210	10,937
Other payables for purchases of equipment				
- related parties (Note 6)	15,988	16,837	-	-
Other payables for purchases of equipment	9,107	7,444	77	45
Payables for compensation of concession agreement - related parties (Note 6)	28,404	34,934	-	-
Accrued expenses - related parties (Note 6)	1,279	10,725	6	9
Accrued expenses	28,990	20,434	23,296	14,556
Total trade and other payables	279,624	233,485	132,477	112,550

## 21. Long-term loans

			(Unit: Thousand Baht)			
Loan	Interest rate (% per annum)	Repayment schedule	Consolidated		Separate	
			financial statements		financial statements	
			<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
1	MLR - 2.75	45 monthly installments as from August 2018	19,466	130,710	19,466	130,710
2	MLR - 1.25	84 monthly installments as from September 2015	1,679	5,706	-	-
3	MLR - 1.75	96 monthly installments as from May 2020	255,593	307,023	-	-
4	2.00 and MLR	36 monthly installments as from April 2022	20,000	20,000	20,000	20,000
Total			296,738	463,439	39,466	150,710
Less: Current portion			(71,715)	(148,846)	(24,506)	(81,240)
Long-term loans, net of current portion			<u>225,023</u>	<u>314,593</u>	<u>14,960</u>	<u>69,470</u>

Movements of the long-term loans accounts during the years ended 31 December 2021 and 2020 are summarised below:

		(Unit: Thousand Baht)			
		Consolidated		Separate	
		financial statements		financial statements	
		<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Beginning Balance		463,439	494,180	150,710	170,554
Add: Additional borrowings during the year		-	330,673	-	20,000
Less: Repayment of long-term loans during the year		(166,701)	(361,414)	(111,244)	(39,844)
Ending Balance		<u>296,738</u>	<u>463,439</u>	<u>39,466</u>	<u>150,710</u>

Long-term loan No. 1 is secured by the restricted bank deposits (Note 12) and the mortgage of machinery (Note 16.2). Under the loan agreements, the Company is required to comply with certain financial conditions and restrictions as prescribed in the agreements such as maintaining the ratio of Funded Debt/EBITDA.

Long-term loan No. 2 is secured by the mortgage of a subsidiary's machinery and equipment of the rooftop solar power plant (Note 16.2), a subsidiary's leasehold rights under the rooftop lease agreement, and guaranteed by the Company. Under the loan agreements, the subsidiary is required to comply with certain financial conditions and restrictions as prescribed in the agreements such as maintaining the debt to equity ratio, debt service coverage ratio.



Long-term loan No. 3 is secured by the mortgage of a subsidiary's land and structures thereon and machinery (Note 16.2) and guaranteed by the Company. Under the loan agreements, a subsidiary is required to comply with certain financial conditions and restrictions as prescribed in the agreements such as maintaining the debt to equity ratio, debt service coverage ratio.

Long-term loan No. 4 has no collateral. Under the loan agreements, the Company is required to comply with certain financial conditions and restrictions as prescribed in the agreements such as maintaining the debt to equity ratio, debt service coverage ratio.

## 22. Leases

### 22.1 The Group as a lessee

The Group has lease contracts for various items of property, plant, and equipment used in its operations. Leases generally have lease terms between 1 - 26 years.

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

Movement of right-of-use assets for the years ended 31 December 2021 and 2020 are summarised below:

(Unit: Thousand Baht)

	Consolidated financial statements				
	Land	Buildings	Machinery and equipment	Motor vehicles	Total
1 January 2020	39,331	62,581	9,306	-	111,218
Additions	3,094	-	780	-	3,874
Write-off	(1,217)	-	(575)	-	(1,792)
Depreciation for the year	(2,053)	(3,623)	(1,226)	-	(6,902)
Depreciation on write-off	73	-	46	-	119
31 December 2020	39,228	58,958	8,331	-	106,517
Additions	-	-	258	2,206	2,464
Write-off	-	(3,618)	-	-	(3,618)
Depreciation for the year	(2,017)	(3,623)	(1,224)	(7)	(6,871)
Depreciation on write-off	-	412	-	-	412
31 December 2021	37,211	52,129	7,365	2,199	98,904

(Unit: Thousand Baht)

## Separate financial statements

	Land	Buildings	Machinery and equipment	Motor vehicles	Total
1 January 2020	38,977	37,583	7,448	-	84,008
Write-off	(1,217)	-	-	-	(1,217)
Depreciation for the year	(1,905)	(2,253)	(519)	-	(4,677)
Depreciation on write-off	73	-	-	-	73
31 December 2020	35,928	35,330	6,929	-	78,187
Additions	-	-	-	2,206	2,206
Write-off	-	(3,618)	-	-	(3,618)
Depreciation for the year	(1,831)	(2,253)	(519)	(7)	(4,610)
Depreciation on write-off	-	412	-	-	412
31 December 2021	34,097	29,871	6,410	2,199	72,577

## b) Lease liabilities

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Lease payments	156,232	185,928	116,855	131,315
Less: Deferred interest expenses	(51,600)	(57,982)	(39,251)	(44,052)
Total	104,632	127,946	77,604	87,263
Less: Portion due within one year	(6,091)	(23,755)	(4,345)	(9,924)
Lease liabilities - net of current portion	98,541	104,191	73,259	77,339

Movements of the lease liability account during the years ended 31 December 2021 and 2020 are summarised below:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Balance at beginning of year	127,946	151,677	87,263	92,396
Additions	3,680	6,049	3,422	2,175
Write-off	(3,347)	(1,638)	(3,347)	(1,106)
Accretion of interest	5,730	6,935	4,140	4,385
Repayments	(29,377)	(35,077)	(13,874)	(10,587)
Balance at end of year	104,632	127,946	77,604	87,263

A maturity analysis of lease payments is disclosed in Note 36.2 under the liquidity risk.

c) Expenses relating to leases that are recognised in profit or loss

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Depreciation expense of right-of-use assets	6,871	6,902	4,610	4,677
Interest expense on lease liabilities	5,730	6,935	4,140	4,385
Expense relating to short-term leases	1,054	692	337	130

d) Others

The Group had total cash outflows for leases for the year ended 31 December 2021 of Baht 30.12 million (2020: Baht 35.30 million) (the Company only: Baht 14.25 million (2020: Baht 10.72 million)), including the cash outflow related to short-term lease.

23. Debentures

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Debentures	300,000	300,000	300,000	300,000
Less: Current portion of debentures	(300,000)	-	(300,000)	-
Debentures, net of current portion	-	300,000	-	300,000

Movements in the debentures account for the years ended 31 December 2021 and 2020 are summarised below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Beginning balance	300,000	400,000	300,000	400,000
Add: Issuance of debentures during the year	-	300,000	-	300,000
Less: Repayment debentures during the year	-	(400,000)	-	(400,000)
Ending balance	300,000	300,000	300,000	300,000

The Company issued registered, unsubordinated and unsecured debentures amounting to Baht 300 million. These debentures, which have debenture holders' representative, were offered to institutional investors and/or major investors. Interest is payable every three months. The significant details are as follows:

Issue date	Units	Par value per unit (Baht)	Total value (Million Baht)	Interest rate (% per annum)	Maturity date
18 June 2020	300,000	1,000	300	5.50	18 June 2022

The conditions regarding the rights and obligations of the debenture issuer stipulate certain covenants, pertaining to matters such as maintaining the net debt to equity ratio at the end of period not exceed 3.0:1.

#### 24. Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire, was as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
<b>Provision for long-term employee benefits</b>				
<b>at beginning of year</b>	25,837	21,349	22,378	18,231
Included in profit or loss:				
Current service cost	2,665	2,969	1,844	2,127
Interest cost	373	411	316	355
Included in other comprehensive income:				
Actuarial loss arising from				
Financial assumptions changes	-	1,251	-	1,808
Benefits paid during the year	(6,067)	(143)	(6,067)	(143)
<b>Provision for long-term employee benefits at end of year</b>	<u>22,808</u>	<u>25,837</u>	<u>18,471</u>	<u>22,378</u>

The Group expects to pay Baht 0.86 million of long-term employee benefits during the next year (2020: Baht 5.30 million) (the Company only: Baht 0.04 million) (2020: Baht 5.30 million)).

As at 31 December 2021, the weighted average duration of the liabilities for long-term employee benefit is 13 to 22 years (2020: 13 to 22 years) (the Company only: 13 years) (2020: 13 years)).

Significant actuarial assumptions are summarised below:

	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Discount rate	1.47% - 2.25%	1.41% - 2.29%	1.47% - 1.72%	1.41% - 1.43%
Salary increase rate	3.00%	3.00% - 5.00%	3.00%	3.00% - 5.00%
Turnover rate	0.00% - 26.00%	0.00% - 26.00%	0.00% - 16.00%	0.00% - 16.00%

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2021 and 2020 are summarised below:

	2021			
	Consolidated		Separate	
	financial statements		financial statements	
	Increase 0.5%	Decrease 0.5%	Increase 0.5%	Decrease 0.5%
Discount rate	(1,076)	1,150	(893)	954
Salary increase rate	1,255	(1,181)	1,042	(980)
Turnover rate	Increase 10.0%	Decrease 10.0%	Increase 10.0%	Decrease 10.0%
	(510)	571	(359)	398

	2020			
	Consolidated		Separate	
	financial statements		financial statements	
	Increase 0.5%	Decrease 0.5%	Increase 0.5%	Decrease 0.5%
Discount rate	(1,047)	1,020	(887)	949
Salary increase rate	1,118	(1,054)	950	(896)
Turnover rate	Increase 10.0%	Decrease 10.0%	Increase 10.0%	Decrease 10.0%
	(425)	474	(308)	339

## 25. Share capital

On 8 April 2021, the Annual General Meeting of the Company's shareholders for the year 2021 passed the following resolutions.

- Approval of the reduction of the Company's registered share capital from Baht 367,183,150.50 to Baht 333,803,099.50 by cancelling 66,760,102 unissued shares, at a par value of Baht 0.50 each, under the allocation of warrants to the existing shareholders (UAC-W2).

- b) Approval of the increase in the Company's registered share capital to be offered on a private placement basis under the General Mandate, totaling 66,670,000 shares at Baht 0.50 per share, from Baht 333,803,099.50 to Baht 367,183,099.50.

The Company registered the decrease and the increase in its share capital with the Ministry of Commerce on 21 April 2021 and 22 April 2021, respectively.

## 26. Statutory reserve

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

## 27. Expenses by nature

Significant expenses classified by nature are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Salaries and wages and other employee benefits	117,336	111,165	83,973	78,550
Directors and management's benefits (Note 6)	36,906	34,555	25,820	22,563
Depreciation (Notes 16 and 22)	105,628	110,423	70,857	71,876
Loss on impairment of property, plant and equipment (Note 16)	-	1,275	-	-
Amortisation expenses (Note 17)	10,593	11,885	-	-
Raw materials and consumables used	267,917	168,415	55,867	51,746
Changes in inventories of finished goods	(6,742)	28,641	4,373	29,649
Commission expenses	5,533	5,058	5,533	4,912

## 28. Income tax

Income tax expenses for the years ended 31 December 2021 and 2020 are made up as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
<b>Current income tax:</b>				
Current income tax charge for the years	11,382	7,605	10,453	6,541
<b>Deferred tax:</b>				

Relating to origination and reversal of

temporary differences	(2,772)	(4,182)	(1,979)	(3,184)
-----------------------	---------	---------	---------	---------

**Income tax expenses reported in**

<b>profit or loss</b>	<b>8,610</b>	<b>3,423</b>	<b>8,474</b>	<b>3,357</b>
-----------------------	--------------	--------------	--------------	--------------

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2021 and 2020 are as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Deferred tax on actuarial losses	-	231	-	361

The reconciliation between accounting profit and income tax expense is shown below.

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Accounting profit before tax	242,978	262,463	266,430	159,408
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by				
income tax rate	48,596	52,493	53,286	31,882
Effects of:				
Promotional privileges (Note 29)	(3,508)	(6,839)	(445)	-
Share of profit from investments in associates	(43,473)	(52,614)	-	-
Dividend income from associates	-	-	(45,096)	(28,713)
Non-deductible expenses	980	606	839	456
Additional expense deductions allowed	(114)	(272)	(110)	(268)
Deductible temporary difference and tax losses which were not recognised as deferred tax assets during the year	8,029	9,671	-	-
Others	(1,900)	378	-	-
Total	(39,986)	(49,070)	(44,812)	(28,525)
Income tax expense reported in profit or loss	8,610	3,423	8,474	3,357

The components of deferred tax assets and deferred tax liabilities are as follows:

(Unit: Thousand Baht)

	Statements of financial position			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
<b>Deferred tax assets</b>				
Allowance for expected credit losses	340	340	-	-
Allowance for diminution in value of inventories	1,650	1,259	1,047	927
Provision for impairment of investments	-	-	5,689	5,689
Provision for impairment of assets	13,397	13,397	8,818	8,818
Provision for long-term employee benefits	4,474	5,095	3,695	4,476
Deferred subsidy income	1,620	1,786	1,620	1,786
Lease	46	26	-	-
Unused tax loss	10,380	10,867	-	-
<b>Total</b>	<b>31,907</b>	<b>32,770</b>	<b>20,869</b>	<b>21,696</b>
<b>Deferred tax liabilities</b>				
Fair value of inventories through business acquisition	17	17	-	-
Fair value of property, plant and equipment through business acquisition	7,289	7,652	-	-
Intangible assets acquired through business acquisition	13,599	15,531	-	-
Lease	31,809	33,149	22,464	25,271
<b>Total</b>	<b>52,714</b>	<b>56,349</b>	<b>22,464</b>	<b>25,271</b>

As at 31 December 2021, the subsidiaries have deductible temporary differences and unused tax losses totaling Baht 111.67 million (2020: Baht 84.12 million), on which deferred tax assets have not been recognised as the subsidiaries believe that future taxable profits may not be sufficient to allow utilisation of the temporary differences and unused tax losses.



Details of expiry date of unused tax loss are summarised as below:

	(Unit: Thousand Baht)	
	Consolidated financial statements	
	2021	2020
31 December 2021	3,731	3,731
31 December 2022	12,471	12,471
31 December 2023	11,094	11,094
31 December 2024	65,935	65,935
31 December 2025	40,575	40,451
31 December 2026	28,881	-
31 December 2027	880	880
	<u>163,567</u>	<u>134,562</u>

## 29. Promotional privileges

The Company and 4 subsidiaries were granted investment promotional privileges by the Board of Investment (BOI). Significant tax privileges granted to the companies are summarised below.

Promotional privileges for	Exemption from corporate income tax for 8 years commencing from	50 percent reduction of corporate income tax rate for 5 years commencing from
<b>UAC Global Public Company Limited</b>		
Production of Compressed Bio Gas	8 August 2013	7 August 2021
Production of Compressed Natural Gas, Liquefied Petroleum Gas, and Natural Gas Liquid	17 January 2014	-
Production of Compressed Bio Gas	31 January 2016	30 January 2024
<b>UAC Advance Polymer &amp; Chemicals Company Limited</b>		
Production of polymer solution and polymer emulsion	19 December 2017	-
<b>UAC Energy Company Limited</b>		
Production of electricity	26 January 2012	-
Production of electricity from solar rooftop energy	22 June 2015	21 June 2023
<b>Solar Energy Roof Power Company Limited</b>		
Production of electricity from solar rooftop energy	29 July 2015	28 July 2023
<b>UAC &amp; TPT Energy Company Limited</b>		
Production of Compressed Bio Gas	Not yet commenced operation	Not yet commenced operation

The amount of exempted income tax shall not exceed investment amount excluding the cost of land and working capital for the production of Compressed Natural Gas, Liquefied Petroleum Gas and Natural Gas Liquid and the production of polymer solution and polymer emulsion.

As a BOI promoted company, the Group must comply with certain conditions and restrictions stipulated in the investment promotion certificates.

The Group's operating revenues for the years ended 31 December 2021 and 2020, divided between promoted and non-promoted operations, are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements					
	Promoted operations		Non-promoted operations		Total	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Sales and service income						
Domestic sales	339,309	299,835	1,012,322	907,003	1,351,631	1,206,838
Export sales	54,234	19,567	60,398	42,822	114,632	62,389
Total sales and service income	<u>393,543</u>	<u>319,402</u>	<u>1,072,720</u>	<u>949,825</u>	<u>1,466,263</u>	<u>1,269,227</u>

(Unit: Thousand Baht)

	Separate financial statements					
	Promoted operations		Non-promoted operations		Total	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Sales and service income						
Domestic sales	117,677	105,731	907,715	819,266	1,025,392	924,997
Export sales	-	-	59,776	39,247	59,776	39,247
Total sales and service income	<u>117,677</u>	<u>105,731</u>	<u>967,491</u>	<u>858,513</u>	<u>1,085,168</u>	<u>964,244</u>

### 30. Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

The following table sets forth the computation of basic earnings per share:

	Consolidated financial statements		Separate financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Profit for the year attributable to equity holder (Thousand Baht)	246,814	271,172	257,956	156,051
Weighted average number of ordinary shares (Thousand shares)	667,606	667,606	667,606	667,606
Earnings per share (Baht)	0.37	0.41	0.39	0.23

### 31. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance. The chief operating decision maker has been identified as Chief Executive Officer. For management purposes, the Group is organised into business units based on its products and services as follows.

- (1) Trading
- (2) Manufacturing and sales of chemical products
- (3) Manufacturing and sales of petroleum
- (4) Consulting
- (5) Others

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

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

The following tables present revenue and profit (loss) information regarding the Group's operating segments for the years ended 31 December 2021 and 2020, respectively.

(Unit: Million Baht)

	Domestic						Overseas											
	Manufacturing and sales of chemical products			Manufacturing and sales of petroleum			Others		Trading		Consulting		Total		Eliminations		Consolidated	
	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020
Revenue:																		
Revenue from external customers	902.2	814.2	238.7	209.9	75.9	65.1	176.6	137.0	93.4	43.7	21.2	18.7	1,508.0	1,288.6	(41.7)	(19.4)	1,466.3	1,269.2
Segment profit (loss)	185.1	176.7	54.1	78.0	(56.8)	(49.5)	15.7	11.2	11.3	5.7	21.2	18.7	230.6	240.8	0.5	(0.8)	231.1	240.0
Unallocated income (expenses):																		
Other income																	54.4	24.0
Share of profit from investments in associates																	217.4	263.1
Selling and distribution expenses																	(56.8)	(53.7)
Administrative expenses																	(154.3)	(154.1)
Finance cost																	(48.8)	(56.8)
Profit before income tax expenses																	243.0	262.5
Income tax expenses																	(8.6)	(3.4)
Profit for the year																	234.4	259.1

### Geographic information

Revenue from external customers is based on locations of the customers.

	(Unit: Thousand Baht)	
	<u>2021</u>	<u>2020</u>
Revenue from external customers		
Thailand	1,351,631	1,206,838
Others	114,632	62,389
Total	<u>1,466,263</u>	<u>1,269,227</u>

Non-current assets (other than financial instruments, deferred tax assets, net defined benefit assets and rights arising under insurance contracts)

	(Unit: Thousand Baht)	
	<u>2021</u>	<u>2020</u>
Thailand	2,365,626	2,473,395
The Lao People's Democratic Republic	194,497	157,890
Total	<u>2,560,123</u>	<u>2,631,285</u>

### Major customers

For the year 2021, the Group has revenue from two major customers in amount of Baht 155.34 million and Baht 133.78 million, arising from sales by trading segment (2020: Baht 117.45 million derived from one major customer, arising from sales by trading segment).

## 32. **Provident fund**

The Group and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Group contribute to the fund monthly at the rate of 3 to 5 percent of basic salary. The fund, which is managed by Kasikorn Asset Management Company Limited, will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2021 amounting to Baht 3.75 million (2020: Baht 3.52 million) (the Company only: Baht 2.74 million (2020: Baht 2.59 million)) were recognised as expenses.

## 33. Dividends

Dividends	Approved by	Total dividends (Thousand Baht)	Dividend per share (Baht per share)
Interim dividends for 2019	Board of Directors' meeting on 7 April 2020	90,127	0.135
Interim dividends for 2020	Board of Directors' meeting on 11 November 2020	40,056	0.060
Total dividends for 2020		130,183	
Final dividends for 2020	Annual General Meeting of the shareholders on 8 April 2021	93,465	0.140
Interim dividends for 2021	Board of Directors' meeting on 17 December 2021	53,408	0.080
Total dividends for 2021		146,873	

## 34. Commitments and contingent liabilities

## 34.1 Service agreement commitments

The Group has entered into service agreements in respect of office building service. The terms of the agreements are generally between 1 and 3 years.

As at 31 December 2021, the Group has future minimum service fee payments required under these service agreements as follows.

	(Unit: Million Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Payable:				
In up to 1 year	2.87	3.78	0.67	2.14
In over 1 and up to 3 years	1.46	0.94	-	0.94

### 34.2 Purchase of goods, purchase of equipment and hiring contractors commitments

The Group has commitments relating to purchase of goods, purchase of equipment and hiring contractors as follows:

Currency	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
	(Million)	(Million)	(Million)	(Million)
Baht	111.26	78.47	84.47	37.55
US Dollar	5.89	1.43	5.53	1.11
Euro	0.04	0.03	0.01	-
Yen	-	43.50	-	43.50
Lao Kip	22.20	7.96	-	-
Singapore Dollar	0.01	-	0.01	-

### 34.3 Bank guarantees

As at 31 December 2021, the Group had outstanding bank guarantees of Baht 69.6 million (2020: Baht 31.9 million) (the Company only: Baht 67.8 million (2020: Baht 30.1 million)) have been issued by banks on behalf of the Group in respect of certain performance bonds as required in the normal course of its business. These letters of guarantee are to guarantee quality of products for some customers, contractor agreements, and electricity use.

### 34.4 Other commitments

- As at 31 December 2021, the Group had commitments to banks under letters of credit amounting to approximately USD 0.3 million (2020: USD 0.5 million) (the Company only: Nil (2020: USD 0.2 million)).
- As at 31 December 2021, the Group has commitments in respect of uncalled portion of investments in its subsidiaries of approximately Baht 30.0 million and LAK 9,110.1 million (or equivalent to Baht 27.2 million) (2020: Baht 30.0 million and LAK 15,896.9 million (or equivalent to Baht 51.4 million)) (the Company only: Baht 30.0 million (2563: Bath 30.0 million)) (Note 14).
- As at 31 December 2021, a subsidiary has commitments in respect of uncalled portion of non-listed equity investments of Baht 15.0 million (2020: Nil) (Note 13).

### 34.5 Related party guarantees

As at 31 December 2021, the Company has guaranteed loan facilities of its subsidiaries amounting to Baht 514.0 million (2020: Baht 514.0 million).

### 34.6 Litigation

A dispute was filed against an associate which the Company invested in 30.00 percent of the shareholding percentage alleging that the associate breached the hire of work agreement. The contractor filed the dispute with Thai Arbitration institute requesting that the associate jointly pay the compensation for damages of Baht 121.18 million incurred from the breach of the plant construction contract. In September 2021, the associate filed an objection and counterclaim with the Arbitration Institute. The management of the associate believes that the associate has fully complied with the terms and conditions as stated in the agreement, and this dispute is currently in the arbitration process. Therefore, as of 31 December 2021, the associate did not recognise contingent liabilities resulting from the dispute.

### 35. Fair value hierarchy

As at 31 December 2021 and 2020, the Group had the assets and liabilities that were measured at fair value using different levels of inputs as follows:

(Unit: Million Baht)

	Consolidated financial statements			
	As at 31 December 2021			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Financial assets measured at FVTPL				
Investment in the units of debt securities				
open-ended fund	-	1.83	-	1.83
Derivatives				
Foreign currency forward contracts	-	0.29	-	0.29

(Unit: Million Baht)

	Consolidated financial statements			
	As at 31 December 2020			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Financial assets measured at FVTPL				
Investment in the units of debt securities				
open-ended fund	-	1.82	-	1.82
Liabilities measured at fair value				
Derivatives				
Foreign currency forward contracts	-	0.35	-	0.35



(Unit: Million Baht)

	Separate financial statements			
	As at 31 December 2021			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Financial assets measured at FVTPL				
Investments in the units of debt securities				
open-ended fund	-	0.08	-	0.08
Derivatives				
Foreign currency forward contracts	-	0.24	-	0.24

(Unit: Million Baht)

	Separate financial statements			
	As at 31 December 2020			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Financial assets measured at FVTPL				
Investments in the units of debt securities				
open-ended fund	-	0.08	-	0.08
Liabilities measured at fair value				
Derivatives				
Foreign currency forward contracts	-	0.26	-	0.26

### 36. Financial instruments

#### 36.1 Derivatives

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
<b>Derivative assets</b>				
Derivative assets not designated as hedging instruments				
Foreign exchange forward contracts	289	-	235	-
<b>Total derivative assets</b>	<b>289</b>	<b>-</b>	<b>235</b>	<b>-</b>

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
<b>Derivative liabilities</b>				
Derivatives liabilities not designated as hedging instruments				
Foreign exchange forward contracts	-	346	-	260
<b>Total derivative liabilities</b>	<u>-</u>	<u>346</u>	<u>-</u>	<u>260</u>

**Derivatives not designated as hedging instruments**

The Group uses foreign exchange forward contracts to manage some of its transaction exposures. The contracts are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally from 1 to 9 months.

**36.2 Financial risk management objectives and policies**

The Group's financial instruments principally comprise cash and cash equivalents, trade and other receivables, finance lease receivable, loans to related parties, investments, bank overdrafts and short-term loans from financial institutions, trade and other payables, long-term loans from financial institutions, lease liabilities and debentures. The financial risks associated with these financial instruments and how they are managed is described below.

**Credit risk**

The Group is exposed to credit risk primarily with respect to trade accounts receivable, finance lease receivable, loans, deposits with banks and financial institutions and other financial instruments. Except for derivatives, the maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position. The Group's maximum exposure relating to derivatives is noted in the liquidity risk topic.

***Trade receivables***

The Group manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. Outstanding trade receivables are regularly monitored. In addition, the Group does not have high concentrations of credit risk since it has a large customer base in various industries.

The Group has evaluated recognition ECLs by initially recognise trade receivables expected credit losses that it is no longer necessary for a credit-impaired event to have occurred. The Group applies a simplified approach in calculating ECLs including adjusted for forward-looking factors specific to the debtors and analysis of debt aging.

### *Financial instruments and cash deposits*

The credit risk on debt instruments and derivatives is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

### **Market risk**

There are two types of market risk comprising foreign risk and interest rate risk. The Group enters into a variety of derivatives to manage its risk exposure, including foreign exchange forward contracts to hedge the foreign currency risk arising on the export or import of goods.

### *Foreign currency risk*

The Group's exposure to the foreign currency risk relates primarily to its trading transactions that are denominated in foreign currencies. The Group seeks to reduce this risk by entering into foreign exchange forward contracts when it considers appropriate. Generally, the forward contracts mature within one year.

As at 31 December 2021 and 2020, the balances of financial assets and liabilities denominated in foreign currencies are summarised below.

Consolidated financial statements						
Foreign currency	Financial assets		Financial liabilities		Average exchange rate	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US dollar	1.52	1.02	2.27	1.85	33.4199	30.0371
Japanese yen	-	-	8.70	3.53	0.2906	0.2907
Euro	-	-	0.01	-	37.8948	-
<u>Vientiane Waste Management Company Limited</u>					(Lao Kip per 1 foreign currency unit)	
Baht	1.03	8.75	32.07	29.55	335.8800	310.6500

Separate financial statements						
Foreign currency	Financial assets		Financial liabilities		Average exchange rate	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US dollar	1.23	0.79	2.09	1.61	33.4199	30.0371
Japanese yen	-	-	8.70	3.53	0.2906	0.2907
Euro	-	-	0.01	-	37.8948	-

As at 31 December 2021 and 2020, foreign exchange contracts outstanding are summarised below.

Consolidated financial statements					
2021					
Foreign currency	Bought amount	Sold amount	Contractual exchange rate		Contractual maturity date
			Bought amount	Sold amount	
	(Million)	(Million)	(Baht per 1 foreign currency unit)		
US dollar	1.03	0.26	32.81 - 33.49	33.27 - 33.56	4 January 2022 - 15 August 2022
Japanese yen	8.70	-	0.29	-	24 February 2022
Euro	0.01	-	38.78	-	28 February 2022

Consolidated financial statements					
2020					
Foreign currency	Bought amount	Sold amount	Contractual exchange rate		Contractual maturity date
			Bought amount	Sold amount	
	(Million)	(Million)	(Baht per 1 foreign currency unit)		
US dollar	0.79	0.20	29.86 - 31.13	30.05 - 30.20	4 January 2021 - 16 April 2021
Japanese yen	47.05	-	0.29 - 0.30	-	17 March 2021 - 17 August 2021

Separated financial statements					
2021					
Foreign currency	Bought amount	Sold amount	Contractual exchange rate		Contractual maturity date
			Bought amount	Sold amount	
	(Million)	(Million)	(Baht per 1 foreign currency unit)		
US dollar	0.95	-	32.81 - 33.49	-	4 January 2022 - 15 August 2022
Japanese yen	8.70	-	0.29	-	24 February 2022
Euro	0.01	-	38.78	-	28 February 2022

Separated financial statements

2020					
Foreign currency	Bought amount	Sold amount	Contractual exchange rate		Contractual maturity date
			Bought amount	Sold amount	
	(Million)	(Million)	(Baht per 1 foreign currency unit)		
US dollar	0.67	-	29.86 - 31.13	-	4 January 2021 - 16 April 2021
Japanese yen	47.05	-	0.29 - 0.30	-	17 March 2021 - 17 August 2021

*Foreign currency sensitivity*

The following tables demonstrate the sensitivity of the Group's profit before tax to a reasonably possible change in US dollar, Japanese yen, Euro and Baht exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives as at 31 December 2021 and 2020. The Group's exposure to foreign currency changes for all other currencies is not material.

Currency	2021		2020	
	Change in FX rate	Effect on profit before tax	Change in FX rate	Effect on profit before tax
	(%)	(Thousand Baht)	(%)	(Thousand Baht)
US dollar	+1	(539)	+1	(429)
	-1	539	-1	429
Japanese yen	+6	(305)	+6	(885)
	-6	305	-6	885
Euro	+1	(58)	+1	-
	-1	58	-1	-
Baht	+5	(1,730)	+5	(1,054)
	-5	1,730	-5	1,054

*Interest rate risk*

The Group's exposure to interest rate risk relates primarily to its cash at banks, short-term loans to related parties, finance lease receivable, bank overdrafts and short-term loans from financial institutions, debentures, long-term loans and lease liabilities. Most of the Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

The Group manages its interest rate risk having a balanced portfolio of fixed and variable rate loans and borrowings.

As at 31 December 2021 and 2020, significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

	Consolidated financial statements						
	2021						
	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate
	Within 1 year	1-5 years	Over 5 years				
							(% per annum)
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	50.40	4.95	55.35	0.05 - 1.25
Trade and other receivables	-	-	-	-	307.09	307.09	-
Finance lease receivable	1.33	8.34	21.24	-	-	30.91	17.39
Restricted bank deposits	-	-	-	0.35	-	0.35	0.13
Other current financial assets	-	-	-	-	2.12	2.12	-
	1.33	8.34	21.24	50.75	314.16	395.82	
<b>Financial liabilities</b>							
Bank overdrafts and short- term loans from financial institutions	81.81	-	-	33.45	-	115.26	1.45, 2.39, MOR and MMR
Trade and other payables	-	-	-	-	279.62	279.62	-
Dividend payable	-	-	-	-	53.41	53.41	-
Short-term loans from related parties	105.30	-	-	-	-	105.30	5.09
Long-term loans	-	-	-	296.74	-	296.74	2.00, MLR, MLR - 1.25, MLR - 1.75 and MLR - 2.75
Lease liabilities	6.09	20.81	77.73	-	-	104.63	3.31 - 9.59
Debentures	300.00	-	-	-	-	300.00	5.50
	493.20	20.81	77.73	330.19	333.03	1,254.96	

(Unit: Million Baht)

Consolidated financial statements

	2020						
	Fixed interest rates			Floating	Non-		Effective
	Within	1 - 5	Over		interest		
	1 year	years	5 years	interest	bearing	Total	interest rate
				rate			
							(% per annum)
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	61.29	15.26	76.55	0.04 - 1.25
Trade and other receivables	-	-	-	-	228.39	228.39	-
Restricted bank deposits	-	-	-	30.71	-	30.71	0.20 - 0.90
Other current financial assets	-	-	-	-	1.82	1.82	-
	-	-	-	92.00	245.47	337.47	
<b>Financial liabilities</b>							
Bank overdrafts and short-term loans from financial institutions	101.30	-	-	-	-	101.30	2.40 and 5.10
Trade and other payables	-	-	-	-	223.49	223.49	-
Short-term loans from related parties	104.00	-	-	-	-	104.00	5.38
Long-term loans	-	-	-	463.44	-	463.44	2.00, MLR, MLR - 1.25, MLR - 1.75 and MLR - 2.75
Lease liabilities	23.75	19.98	84.21	-	-	127.94	3.01 - 11.07
Debentures	-	300.00	-	-	-	300.00	5.50
	229.05	319.98	84.21	463.44	223.49	1,330.17	

(Unit: Million Baht)

Separate financial statements							
2021							
	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate  (% per annum)
	Within 1 year	1 - 5 years	Over 5 years				
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	19.86	4.29	24.15	0.05 - 0.45
Trade and other receivables	-	-	-	-	245.12	245.12	-
Short-term loans to related parties	373.98	-	-	-	-	373.98	5.09
Restricted bank deposits	-	-	-	-	-	-	-
Other current financial assets	-	-	-	-	0.32	0.32	-
	<u>373.98</u>	<u>-</u>	<u>-</u>	<u>19.86</u>	<u>249.73</u>	<u>643.57</u>	
<b>Financial liabilities</b>							
Bank overdrafts and short-term loans from financial institutions	26.81	-	-	30.00	-	56.81	1.45 and MMR
Trade and other payables	-	-	-	-	132.48	132.48	-
Dividend payable	-	-	-	-	53.41	53.41	-
Long-term loans	-	-	-	39.47	-	39.47	2.00, MLR and MLR - 2.75
Lease liabilities	4.35	15.67	57.59	-	-	77.61	3.31 - 9.59
Debentures	300.00	-	-	-	-	300.00	5.50
	<u>331.16</u>	<u>15.67</u>	<u>57.59</u>	<u>69.47</u>	<u>185.89</u>	<u>659.78</u>	



(Unit: Million Baht)

Separate financial statements

	2020						
	Fixed interest rates			Floating	Non- interest	Total	Effective
	Within	1-5	Over	interest	bearing		interest rate
	1 year	years	5 years	rate			
							(% per annum)
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	21.73	14.54	36.27	0.04 - 0.55
Trade and other receivables	-	-	-	-	174.73	174.73	-
Short-term loans to related parties	270.00	-	-	-	-	270.00	5.38
Restricted bank deposits	-	-	-	30.36	-	30.36	0.20 - 0.90
Other current financial assets	-	-	-	-	0.08	0.08	-
	270.00	-	-	52.09	189.35	511.44	
<b>Financial liabilities</b>							
Trade and other payables	-	-	-	-	112.55	112.55	-
Long-term loans	-	-	-	150.71	-	150.71	2.00, MLR and MLR - 2.75
Lease liabilities	9.92	14.59	62.75	-	-	87.26	3.40 - 5.16
Debentures	-	300.00	-	-	-	300.00	5.50
	9.92	314.59	62.75	150.71	112.55	650.52	

*Interest rate sensitivity*

The following table demonstrates the sensitivity of the Group's profit before tax to a reasonably possible change in interest rates on that portion of floating rate loans to related parties and loans from financial institutions affected as at 31 December 2021 and 2020.

	2021		2020	
	Effect on profit		Effect on profit	
Currency	Increase/ decrease	before tax	Increase/ decrease	before tax
	(%)	(Thousand Baht)	(%)	(Thousand Baht)
Baht	+1	(2,967)	+1	(4,434)
	-1	2,967	-1	4,434

The above analysis has been prepared assuming that the amounts of loans to related parties, loans from financial institutions and all other variables remain constant over one year. Moreover, the floating legs of these loans to related parties and loans from financial institutions are assumed to not yet have set interest rates. As a result, a change in interest rates affects interest receivable/payable for the full 12-month period of the sensitivity calculation.

#### Liquidity risk

The Group monitors the risk of a shortage of liquidity through the use of bank overdrafts and short-term loans from financial institutions, long-term loans from financial institutions and lease contracts. Approximately 68.42% of the Group's debt will mature in less than one year at 31 December 2021 (2020: 40.30%) (the Company only: 82.19% (2020: 31.44%)) based on the carrying value of borrowings reflected in the financial statements. The Group has assessed the concentration of risk with respect to refinancing its debt and concluded that the Group has access to a sufficient variety of sources of funding.

The table below summarises the maturity profile of the Group's non-derivative financial liabilities and derivative financial instruments as at 31 December 2021 and 2020 based on contractual undiscounted cash flows:

(Unit: Thousand Baht)

	Consolidated financial statements			
	As at 31 December 2021			
	Less than 1 year	1 to 5 years	More than 5 years	Total
<b>Non-derivatives</b>				
Bank overdraft and short-term loans				
from financial institutions	115,568	-	-	115,568
Trade and other payables	279,624	-	-	279,624
Dividend payable	53,408	-	-	53,408
Lease liabilities	9,651	39,027	107,594	156,272
Long-term loans	81,725	209,052	35,516	326,293
Debentures	307,640	-	-	307,640
<b>Total non-derivatives</b>	<b>847,616</b>	<b>248,079</b>	<b>143,110</b>	<b>1,238,805</b>

(Unit: Thousand Baht)

Consolidated financial statements

	As at 31 December 2020			
	Less than 1 year	1 to 5 years	More than 5 years	Total
<b>Non-derivatives</b>				
Bank overdraft and short-term loans				
from financial institutions	102,494	-	-	102,494
Trade and other payables	233,485	-	-	233,485
Lease liabilities	29,479	39,097	117,352	185,928
Long-term loans	161,099	276,350	64,112	501,561
Debentures	16,500	307,640	-	324,140
<b>Total non-derivatives</b>	<b>543,057</b>	<b>623,087</b>	<b>181,464</b>	<b>1,347,608</b>
<b>Derivatives</b>				
Derivative liabilities: net settled	346	-	-	346
<b>Total</b>	<b>346</b>	<b>-</b>	<b>-</b>	<b>346</b>

(Unit: Thousand Baht)

Separate financial statements

	As at 31 December 2021			
	Less than 1 year	1 to 5 years	More than 5 years	Total
<b>Non-derivatives</b>				
Bank overdraft and short-term loans				
from financial institutions	57,022	-	-	57,022
Trade and other payables	132,477	-	-	132,477
Dividend payable	53,408	-	-	53,408
Lease liabilities	6,589	29,259	81,008	116,856
Long-term loans	25,418	15,927	-	41,345
Debentures	307,640	-	-	307,640
<b>Total non-derivatives</b>	<b>582,554</b>	<b>45,186</b>	<b>81,008</b>	<b>708,748</b>

(Unit: Thousand Baht)

	Separate financial statements			
	As at 31 December 2020			
	Less than 1 year	1 to 5 years	More than 5 years	Total
<b>Non-derivatives</b>				
Trade and other payables	112,550	-	-	112,550
Lease liabilities	14,062	28,849	88,403	131,314
Long-term loans	84,549	71,609	-	156,158
Debentures	16,500	307,640	-	324,140
<b>Total non-derivatives</b>	<b>227,661</b>	<b>408,098</b>	<b>88,403</b>	<b>724,162</b>
<b>Derivatives</b>				
Derivative liabilities: net settled	260	-	-	260
<b>Total derivatives</b>	<b>260</b>	<b>-</b>	<b>-</b>	<b>260</b>

### 36.3 Fair values of financial instruments

Since the majority of the Group's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

### 37. Capital management

The primary objective of the Group's capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value and it meets financial covenants attached to the loan agreements and condition of debentures. The Group has complied with these covenants throughout the reporting periods.

As at 31 December 2021, the Group's debt-to-equity ratio was 0.82:1 (2020: 0.93:1) and the Company's was 0.59:1 (2020: 0.62:1).

### 38. Events after the reporting period

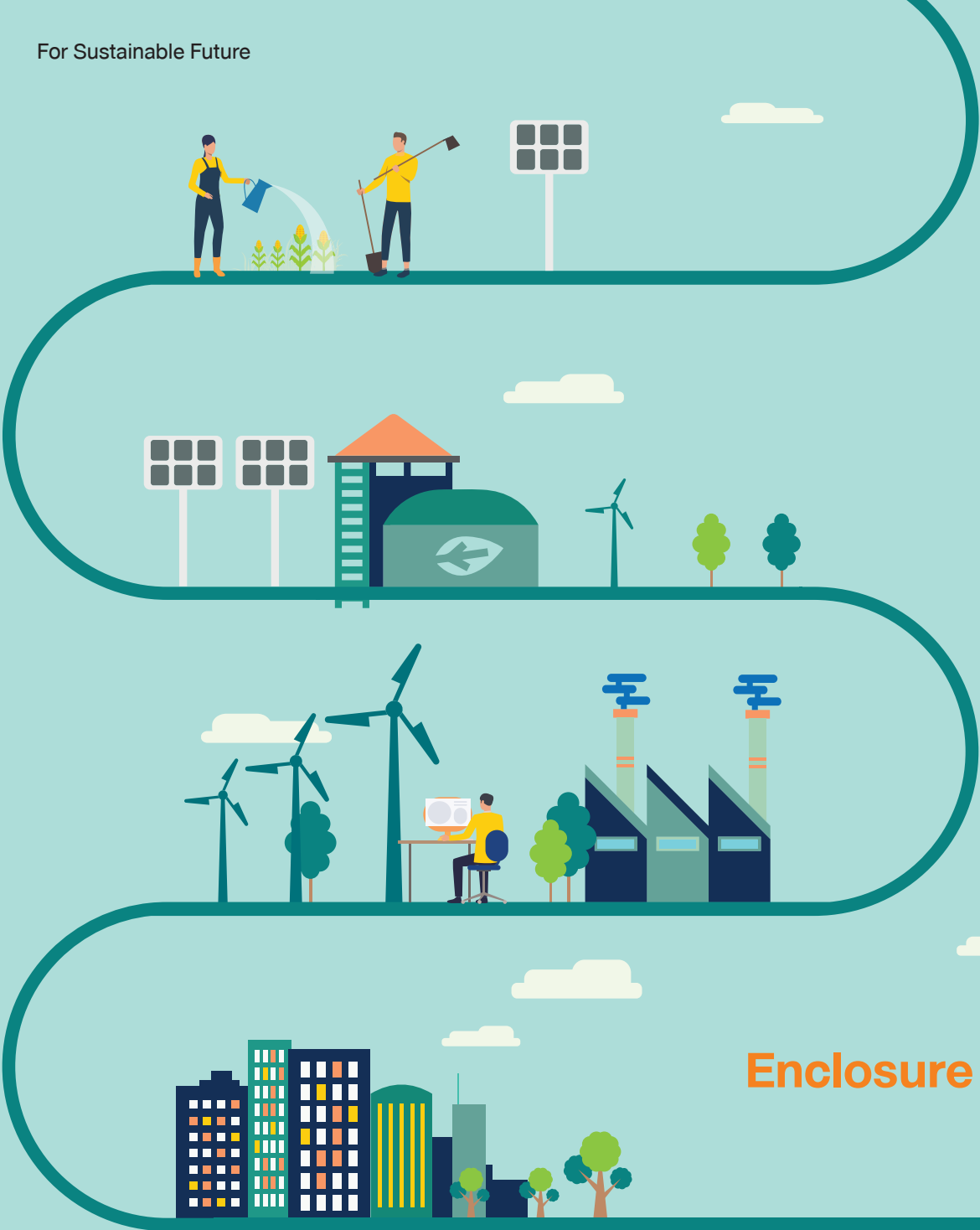
On 24 February 2022, the Meeting of the Company's Board of Directors No. 1/2022 passed significant resolutions to propose to the Annual General Meeting of the shareholders as follows.

- a) Approval of the dividend payment from operating results of the year 2021 of at the rate of Baht 0.28 per share or a total of approximately Baht 186.93 million. On 17 January 2022, the Company paid an interim dividend of Baht 0.08 per share or a total of approximately Baht 53.41 million, remaining a dividend of approximately Baht 133.52 million which will be paid at the rate of Baht 0.20 per share.

- b) Approval to extend the period of the increase in the Company's registered share capital to be offered on a private placement basis under the General Mandate, totaling 66,670,000 shares at Baht 0.50 per share which will be expire on the date of Annual General Meeting of the shareholders for the year 2022.

**39. Approval of financial statements**

These financial statements were authorised for issue by the Company's Board of Directors on 24 February 2022.



Enclosure



## Attachment 1 Profiles of Directors and Executive

### 1. Assoc.Prof.Dr.Pailboon Sareewiwattthana (Age : 67 years) Chairman of the Board of Directors

% of shareholding as of 31 December 2021 UAC : 1,620,505 shares (0.24% including related persons) Increase/Decrease from 2020 = - shares

Relationship of other Executives : - None -

Education / Training	Work Experience			
	Period	Position	Company Name	Type of Business
<ul style="list-style-type: none"> <li>- Ph.D. (Finance) University of Mississippi, U.S.A.</li> <li>- M.B.A., (Management) National Institute of Development Administration</li> <li>- B.Eng. (Chemical Engineering) Chulalongkorn University</li> <li>- Directors Certification Program (DCP) #12/2001 (IOD)</li> <li>- Role of the Chairman Program (RCP) #33/2014 (IOD)</li> </ul>	Feb 2012 - Present	Chairman	UAC Global Public Company Limited	- Trading and Investment in energy projects
	<b>Relevant Important Positions in Listed Company ( 2 Companies )</b>			
	Aug 2014 - Present	Chairman	BT Wealth Industry Public Company Limited	- Holding Company
	2012 - Present	Chairman	Union Auction Public Company Limited	- Car Auction
	<b>Relevant Important Positions in Non-listed Company ( 3 Companies )</b>			
	May 2019 - Present	Chairman	Biodegradable Packaging for Environment Co.,Ltd.	- Manufacturing and Distributes Food Packaging
	Aug 2016 - Present	Chairman	Chic Republic Public Company Limited	- Manufacturing and Distributes Furniture
	1984 - Present	Associated Professor level 9	National Institute of Development Administration	- Educational
	May 2013 - Jan 2019	Chairman	Thai Packaging Industry Public Company Limited)	- Manufacturing and Distributes Packaging

## 2. Mr. Kitti Jivacate (Age : 67 years) Vice Chairman / Chairman of Executive Committee

% of shareholding as of 31 December 2021 UAC : 323,603,463 shares (48.47%) Increase from 2020 = 46,200 shares

Relationship of other Executives : Brother-in-law with Miss Nilrat Jarumanopas

### Work Experience

Education / Training	Period	Position	Company Name	Type of Business
<ul style="list-style-type: none"> <li>- M.B.A., Sasin Graduate Institute of Business Administration of Chulalongkorn University</li> <li>- B.Eng. (Chemical Engineering) Chulalongkorn University</li> <li>- Directors Accreditation Program (DAP) #82/2010 (IOD)</li> <li>- Directors Certification Program (DCP) #142/2011 (IOD)</li> <li>- Top Management Program #16/2013 (Capital Market Academy)</li> </ul>	8 Apr 2021 - Present	Vice Chairman	UAC Global Public Company Limited	- Trading and Investment in energy projects
	2010 - Present	Chairman of Executive Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
	2008 - Present	Director	UAC Global Public Company Limited	- Trading and Investment in energy projects
	12 Jun 2014 - 31 Dec 2019	Chief Executive Officer	UAC Global Public Company Limited	- Trading and Investment in energy projects
	<b>Relevant Important Positions in Listed Company</b>			
	- None -			
	<b>Relevant Important Positions in Non-listed Company ( 8 Companies )</b>			
	June 2019 - Present	Chairman	Vientiane Waste Management Company Limited	- Investment in energy projects
	Jan 2016 - Present	Director	PPWE Company Limited	- Investment in energy projects
	Jan 2015 - Present	Director	UAC Advance Polymer & Chemicals Company Limited	- Manufacturing and distribution of latex emulsion and latex polymer
	Aug 2013 - Present	Director	UAC Energy Company Limited	- Investment in energy projects
	Nov 2012 - Present	Director	UAC & TPT Energy Company Limited	- Investment in energy projects
	Apr 2011 - Present	Director	UAC Utilities Company Limited	- Investment in energy projects
	2008 - Present	Director	Bangchak Biofuel Company Limited	- Production and distribution of biodiesel and by-products
	1997 - Present	Director	Suthosamit Company Limited	- Property Leasing



### 3. Mr. Chatchaphol Prasopchoke (Age : 53 years) Director / Member of Risk Management Committee / Member of Executive Committee / Chief Executive Officer & President

% of shareholding as of 31 December 2021 UAC: 4,545,642 shares (0.68%) Increase/Decrease from 2020 = - shares

Relationship of other Executives : - None -

Work Experience				
Education / Training	Period	Position	Company Name	Type of Business
<ul style="list-style-type: none"> <li>- M.B.A., Thammasat University</li> <li>- B.Eng., (Electrical Engineer) King Mongkut's Institute of Technology Ladkrabang</li> <li>- Directors Accreditation Program (DAP) #82/2010 (IOD)</li> <li>- Directors Certification Program (DCP) #147/2011 (IOD)</li> <li>- TLCA Executive Development Program (EDP) #8/2011</li> <li>- Future Entrepreneur Forum #1/2013 (CEDII)</li> <li>- The Executive Program of Energy Literacy for a Sustainable Future Class #7/2015, (Thailand Energy Academy)</li> <li>- Leadership Development Program 2015 (TLCA)</li> <li>- Leadership Succession Program #5/2015 (IRDP)</li> <li>- Advanced Master of Management Program (AMM) #2/2018 (Nida)</li> <li>- Chief Transformation Officer (CTO Course) 2019 (mai A)</li> </ul>	1 Jan 2020 - Present	Chief Executive Officer & President	UAC Global Public Company Limited	- Trading and Investment in energy projects
	Mar 2012 - Present	Member of Risk Management Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
	2010 - Present	Director	UAC Global Public Company Limited	- Trading and Investment in energy projects
	2010 - Present	Member of Executive Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
	12 June 2014 - 31 Dec 2019	President	UAC Global Public Company Limited	- Trading and Investment in energy projects
	<b>Relevant Important Positions in Listed Company</b> - None -			
	<b>Relevant Important Positions in Non-listed Company ( 11 Companies )</b>			
	June 2019 - Present	Director	Vientiane Waste Management Company Limited	- Investment in energy projects
	Nov 2017 - Present	Director	ODIN Myanmar Company Limited	- Investment in energy projects
	Jan 2017 - Present	Director	ODIN Power Company Limited	- Investment in energy projects

Mr. Chatchaphol Prasopchoke Director / Member of Risk Management Committee / Member of Executive Committee / Chief Executive Officer & President  
(Continue)

Work Experience				
Education / Training	Period	Position	Company Name	Type of Business
- Top Management Program #31/2021 (Capital Market Academy)	Jan 2017 - Present	Director	UAC Top Energy Company Limited	- Investment in energy projects
	Jan 2016 - Present	Director	PPWE Company Limited	- Investment in energy projects
	Jan 2015 - Present	Director	UAC Advance Polymer & Chemicals Company Limited	- Manufacturing and distribution of latex emulsion and latex polymer
	Aug 2014 - Present	Director	Solar Energy Roof Power Company Limited	- Generating of electricity from Solar power
	Aug 2013 - Present	Director	UAC Energy Company Limited	- Investment in energy projects
	Nov 2012 - Present	Director	UAC & TPT Energy Company Limited	- Investment in energy projects
	Aug 2012 - Present	Director	Bangchak Biofuel Company Limited	- Production and distribution of biodiesel and by-products
	Mar 2012 - Present	Director	UAC Utilities Company Limited	- Investment in energy projects
	Dec 2014 - 24 Sep 2019	Director	UAC TPT Pellets Company Limited	- Manufacturing and distribution of wood pellets
	Oct 2013 - 16 Dec 2019	Director	Sebigas UAC Company Limited	- Construction of energy projects

#### 4. Miss Nilrat Jarumanopas (Age : 63 years) Director / Member of Corporate Governance Committee/ Member of Executive Committee /

##### Chief Executive Finance Officer

% of shareholding as of 31 December 2021 UAC : 30,524,601 shares (4.57%) Increase/Decrease from 2020 = - shares

Relationship of other Executives : Sister-in-law with Mr. Kittti Jivacate

#### Work Experience

Education / Training	Period	Position	Company Name	Type of Business
- M.B.A., University of the Thai Chamber of Commerce	2012 - Present	Member of Corporate Governance Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
- B.B.A., Chiang Mai University	2010 - Present	Member of Executive Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
- B.B.A., ( Accounting), Dhurakij Pundit University	2010 - Present	Chief Executive Finance Officer	UAC Global Public Company Limited	- Trading and Investment in energy projects
- Directors Accreditation Program (DAP) #82/2010 (IOD)	2002 - Present	Director	UAC Global Public Company Limited	- Trading and Investment in energy projects
- Directors Certification Program (DCP) #141/2011 (IOD)				
- TLCA Executive Development Program (EDP) #8/2011	<b>Relevant Important Positions in Listed Company</b> - None -			
- Chief Financial Officer Certification Program #17/2015				
- Leadership Succession Program #5/2016 (IRDP)	<b>Relevant Important Positions in Non-listed Company (7 Companies)</b> Sep 2019 - Present Jan 2017 - Present Jan 2015 - Present	Director Director Director	UAC Top Energy Company Limited ODIN Myanmar Company Limited UAC Advance Polymer & Chemicals Company Limited	- Investment in energy projects - Investment in energy projects - Manufacturing and distribution of latex emulsion and latex polymer
- Strategic Financial Leadership Program (SFLP) 2017	Aug 2014 - Present	Director	Solar Energy Roof Power Company Limited	- Generating of electricity from Solar power
- Strategic CFO in Capital Market #7/2018				
- Advance Master of Management Program (AMM) #3/2019 (Nida)				
- TLCA CFO Professional Development Program 2019 (TLCA)				
- Human Capital Management Program #1/2020 (IRDP)				

Miss Nilrat Jarumanopas Director / Member of Corporate Governance Committee/ Member of Executive Committee / Chief Executive Finance Officer  
(Continue)

Education / Training	Work Experience			
	Period	Position	Company Name	Type of Business
- Thai - Chinese Leadership Studies (TCL) #4/2021 (Thai - Chinese Leadership Institute)	Aug 2013 - Present	Director	UAC Energy Company Limited	- Investment in energy projects
	Nov 2012 - Present	Director	UAC & TPT Energy Company Limited	- Investment in energy projects
	Mar 2012 - Present	Director	UAC Utilities Company Limited	- Investment in energy projects
	Dec 2014 - 24 Sep 2019	Director	UAC TPT Pellets Company Limited	- Manufacturing and distribution of wood pellets
	Oct 2013 - 19 Dec 2019	Director	Sebigas UAC Company Limited	- Construction of energy projects
* Thai-Chinese Leadership studies Program is postponed due to COVID-19 pandemic				

**5. Assoc.Prof.Dr.Aekkachai Nittayakasetwat (Age : 58 years) Vice Chairman (Independent Director) / Chairman of Audit Committee / Chairman of Corporate Governance / Member of Nomination & Remuneration Committee / Member of Risk Management Committee**

% of shareholding as of 31 December 2021 UAC : – None –

Relationship of other: – None –

Education / Training		Work Experience		
Education / Training	Period	Position	Company Name	Type of Business
- Ph.D. (Finance) University of Mississippi, U.S.A.	8 Apr 2021 - Present	Vice Chairman	UAC Global Public Company Limited	- Trading and Investment in energy projects
- M.B.A., (Finance) National Institute of Development Administration	2012 - Present	Chairman of Corporate Governance Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
- B.Sc. (Chemical Engineer), Chulalongkorn University	2010 - Present	Independent Director	UAC Global Public Company Limited	- Trading and Investment in energy projects
- Director Accreditation Program (DAP) #35/2005 (IOD)	2010 - Present	Chairman of Audit Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
- Role of the Compensation Committee (RCC) #11/2010 (IOD)	2010 - Present	Member of Nomination & Remuneration Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
- Compensation Survey #1/2011 (IOD)	2010 - Present	Member of Risk Management Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
- Risk Management Committee Program (RMP) #2/2015 (IOD)	Relevant Important Positions in Listed Company ( 3 Companies )	Independent Director and Chairman of Audit Committee	Getabec Public Company Limited	- Manufacturing, Assembling, Installation and Distribution of steam boilers and combustion system
- Director Certification Program (DCP) #240/2017 (IOD)				
- Risk Management Program for Corporate Leaders (RCL) #9/2017 (IOD)				
	2015 - Present		Stars Microelectronics Public Company Limited	- Electronics Manufacturing Services
	2011 - Present	Independent Director and Member of Audit Committee	Panjawattana Plastic Public Company Limited	- Manufacturing and Distributes Packaging
	2011 - Present	Independent Director and Member of Audit Committee	TRC Construction Public Company Limited	- Contractor business system installation of engineering, petrochemical & process plant and business development and investment
	2006 - 30 May 2019	Independent Director and Member of Audit Committee		

Assoc.Prof.Dr.Aekkachai Nittayakasetwat Vice Chairman (Independent Director) / Chairman of Audit Committee / Chairman of Corporate Governance / Member of Nomination & Remuneration Committee / Member of Risk Management Committee (Continue)

Education / Training	Work Experience			
	Period	Position	Company Name	Type of Business
	Relevant Important Positions in Non-listed Company 2009 - 11 Dec 2019	Independent Director and Member of Audit Committee	GT Wealth Management Company Limited	- Gold Trader

% of shareholding as of 31 December 2021 UAC : – None –  
Relationship of other: – None –

## Work Experience

Education / Training	Period	Position	Company Name	Type of Business
- Honorary Doctorate, Nagaoka University of Technology	Mar 2012 - Present	Chairman of Risk Management Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
- D.English (IE) (Metallurgy), The University of Tokyo	2010 - Present	Independent Director	UAC Global Public Company Limited	- Trading and Investment in energy projects
- M.B.A., Thammasat University	2010 - Present	Member of Audit Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
- M.Eng. (IE) Chulalongkorn University		Member of Nomination & Remuneration Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
- B.Eng. (IE) Chulalongkorn University				
- Director Accreditation Program (DAP) #71/2008 (IOD)	<b>Relevant Important Positions in Listed Company ( 2 Companies )</b>			
- Director Certification Program (DCP) #105/2008 (IOD)	2015 - Present		Getabec Public Company Limited	
- Auditing Committee Program (ACP) #36/2011 (IOD)		Chairman , Independent Director and Member of Audit Committee		- Manufacturing, Assembling, Installation and Distribution of Steam boilers and combustion system
- Role of the Compensation Committee (RCC) #15/2012 (IOD)	2012 - Present	Independent Director and Member of Audit Committee	Premier Products Public Company Limited	- Manufacturer and Distributor of Environmental products related to wastewater treatment systems
- Successful Formulation & Execution of Strategy (SFE) #17/2013 (IOD)	<b>Relevant Important Positions in Non-listed Company ( 2 Companies )</b>			
- How to Measure the Success of Corporate Strategy (HMS) #2/2013 (IOD)				
- Director Certification Program Update (DCPU) #1/2015 (IOD)	2013 - Present		Panyapiwat Institute of Management	
- Advanced Audit Committee Program (AACP) #20/2015 (IOD)		Executive Director, Education and Special Project Development		- Educational

Assoc.Prof.Dr. Paritud Bhandhubanyong Independent Director / Chairman of Risk Management Committee / Member of Audit Committee /  
Member of Nomination & Remuneration Committee (Continue)

Education / Training	Work Experience			
	Period	Position	Company Name	Type of Business
<ul style="list-style-type: none"> <li>- Strategic Board Master Class (SBM) #1/2017 (IOD)</li> <li>- Risk Management Program for Corporate Leader #9/2017 (IOD)</li> </ul>	2007 - Present	Advisor to the President	National Science and Technology Development Agency	- Government organization



**7. Miss Jeerapan Jinda (Age : 58 years) Independent Director / Chairman of Nomination & Remuneration Committee / Member of Audit Committee / Member of Corporate Governance Committee**

% of shareholding as of 31 December 2021 UAC : – None –

Relationship of other: – None –

Work Experience				
Education / Training	Period	Position	Company Name	Type of Business
<ul style="list-style-type: none"> <li>- M.B.A. (Finance), The National Institute of Development Administration</li> <li>- B.Sc. (Chemistry), Chulalongkorn University</li> <li>- Director Accreditation Program (DAP) 82/2010 (IOD)</li> <li>- Role of the Compensation Committee (RCC) 11/2010 (IOD)</li> <li>- Directors Certification Program (DCP) #168/2013 (IOD)</li> </ul>	2012 - Present	Member of Corporate Governance Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
	2010 - Present	Independent Director	UAC Global Public Company Limited	- Trading and Investment in energy projects
	2010 - Present	Audit Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
	2010 - Present	Chairman of Nomination & Remuneration Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
	Relevant Important Positions in Listed Company - None -			
	Relevant Important Positions in Non-listed Company ( 1 Companies )			
	2004 - Present	Managing Director	Managing Director Wisen Consultants Co., Ltd	- Recruit

### 8. Miss Preeyaporn Thanaratset (Age : 55 years) Chief Sale & Marketing Officer

% of shareholding as of 31 December 2021 UAC : 92,201 shares (0.01%) Increase/Decrease from 2020 = - shares

Relationship of other Executives : – None –

#### Work Experience

Education / Training	Period	Position	Company Name	Type of Business
<ul style="list-style-type: none"> <li>- M.B.A., Bangkok University</li> <li>- B.Sc. (Chemistry), Chulalongkorn University</li> <li>- Directors Accreditation Program (DAP) #93/2011 (IOD)</li> <li>- Executive Development Program (EDP) #9/2012 (TICA)</li> <li>- Management Development Program (MDP) #19/2014 (TMA)</li> <li>- Senior Executive Program (SEP) #31/2017 (Sasin)</li> <li>- Advance Master of Management Program (AMM) #4/2019 (Nida)</li> </ul>	12 Nov 2020 - Present	Member of Executive Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
	3 Mar 2020 - Present	Chief Sale & Marketing Officer Senior Vice	UAC Global Public Company Limited	- Trading and Investment in energy projects
	Oct 2010 - 28 Feb 2020	President - Sales & Marketing	UAC Global Public Company Limited	- Trading and Investment in energy projects
	Relevant Important Positions in Listed Company			
	- None -			
	Relevant Important Positions in Non-listed Company			
	- None -			

## 9. Mr. Chaiyot Chunwijitra (Age : 49 years) Chief Asset Management Officer

% of shareholding as of 31 December 2021 UAC : – None –

Relationship of other Executives : – None –

Education / Training	Work Experience			
	Period	Position	Company Name	Type of Business
<ul style="list-style-type: none"> <li>- MBA, General Management, Dhonburi Rajabhat University</li> <li>- Bachelor of Engineering, Rajamangala Institute of Technology North Bangkok Campus</li> <li>- Bachelor of Science (Industrial Technology), Rajabhat Rajanagarindra University</li> <li>- Capital Expenditure Budget Analysis for Sustainable Growth #1/2016 (TMA)</li> <li>- Directors Accreditation Program (DAP) #2021 (IOD)</li> <li>- Executive Energy Program (EEP) #7/2021 (Institute of Industrial Energy)*</li> </ul>	12 Nov 2020 - Present	Member of Executive Committee	UAC Global Public Company Limited	- Trading and Investment in energy projects
	3 Mar 2020 - Present	Chief Asset Management Officer	UAC Global Public Company Limited	- Trading and Investment in energy projects
	15 Feb 2016 - 28 Feb 2020	Senior Vice President – Operation	UAC Global Public Company Limited	- Trading and Investment in energy projects
	<b>Relevant Important Positions in Listed Company</b>			
	- None -			
	<b>Relevant Important Positions in Non-listed Company</b>			
	- None -			

\* Executive Energy Program is postponed due to COVID - 19 pandemic

### 10. Mr. Anawat Durongpinon (Age : 44 years) General Manager Energy Sales

% of shareholding as of 31 December 2021 UAC : 39,948 shares (0.01%) Increase/ Increase from 2020 = - shares

Relationship of other Executives : – None –

#### Work Experience

Education / Training	Period	Period	Company Name	Type of Business
- Master of Engineering in Petrochemical Engineering, King Mongkut's Institute of Technology Ladkrabang	3 Mar 2020 - Present	General Manager Energy Sales	UAC Global Public Company Limited	- Trading and Investment in energy projects
- Bachelor of Science in Industrial Chemistry, King Mongkut's Institute of Technology Ladkrabang	26 Apr 2010 - 28 Feb 2020	Vice President of Sales Team Energy	UAC Global Public Company Limited	- Trading and Investment in energy projects
- Management Development Program - TMA 2013	26 Apr 2009 - 25 Apr 2010	Sales Engineer	UAC Global Public Company Limited	- Trading and Investment in energy projects
- 7 HABITS - Pac Rim 2014	<b>Relevant Important Positions in Listed Company</b> - None -			
- Executive Energy Program #3 - ITE 2017	<b>Relevant Important Positions in Non-listed Company</b> - None -			
- The young Executive Program in Energy Literacy for a Sustainable Future # 6 - Thailand Energy Academy 2018				

## Attachment 2 Profiles of Corporate Secretary

**Miss Sajjaporn Rammayaprayoon (Age : 51 years) Vice President Investor Relations Department & Corporate Secretary**

% of shareholding as of 31 December 2021 UAC : 101,272 shares (0.02%) Increase/Decrease from 2020 = - shares

Relationship of other Executives : - None -

Work Experience				
Education / Training	Period	Period	Company Name	Type of Business
<ul style="list-style-type: none"> <li>- Master Degree in Business Administration (Finance), Assumption University</li> <li>- Bachelor Degree in Business Administration (Accounting), Assumption University</li> <li>- Company Secretary Program (CSP) #46/2012 (IOD)</li> <li>- Fundamental for Corporate Secretary #28/2013 (TLCA)</li> <li>- Fundamental Laws and Regulations for Listed Company #10/2013 (TLCA)</li> <li>- Management Development Program (MDP) #22/2015 (TMA)</li> <li>- Advance Corporate Secretary #1/2016 (TLCA)</li> <li>- Anti-Corruption the Practical Guide (ACPG) #45/2019</li> <li>- Financial Analysis for Strategic Competitiveness2019 (TMA)</li> <li>- Synergy for Management #6/2020 (IRDP)</li> <li>- Executive Development Program 2021 (TLCA)*</li> <li>- CGR Workshop Program 2021</li> </ul>	<p>2012 - Present</p> <p><b>Relevant Important Positions in Listed Company</b></p> <p>- None -</p> <p><b>Relevant Important Positions in Non-listed Company ( 1 Companies )</b></p> <p>18 Sep 2019 - Present</p>	<p>Vice President Investor Relations Department &amp; Corporate Secretary</p> <p>Director</p>	<p>UAC Global Public Company Limited</p> <p>UAC Top Energy Company Limited</p>	<p>- Trading and Investment in energy projects</p> <p>- Investment in energy project</p>

\* Executive Development Program 2021 is postponed due to COVID - 19 pandemic

## Enclosure 3 Profiles of Accounting Controller

**Mrs. Aree Pleekhun (Age : 49 years) Vice President Accounting**

% of shareholding as of 31 December 2021 UAC : 52,036 shares (0.01%) Increase/Decrease from 2020 = - shares

Relationship of other Executives : - None -

### Work Experience

Education / Training	Period	Period	Company Name	Type of Business
<ul style="list-style-type: none"> <li>- Master Degree in Business Administration (Money and Banking) Ramkhamhaeng University</li> <li>- Bachelor Degree in Business Administration (Accounting) Ramkhamhaeng University</li> <li>- Bachelor Degree in Business Administration (Money and Banking) Ramkhamhaeng University</li> <li>- Management Development Program #21/2015 (TMA)</li> <li>- Strategic CFO in capital market #6/2561 (SET)</li> <li>- Digital Economy for Management (DE4M) #10/2562 (IRDP)</li> <li>- Executive Development Program 2020 (TLCA)</li> </ul>	<p>17 Apr 1995 - Present</p> <p><b>Relevant Important Positions in Listed Company</b></p> <p>- None -</p> <p><b>Relevant Important Positions in Non-listed Company ( 1 Companies )</b></p> <p>8 Nov 2016 - Present</p>	Vice President Accounting	UAC Global Public Company Limited	<ul style="list-style-type: none"> <li>- Trading and Investment in energy projects</li> </ul>
		Director	Enerray UAC (Thailand) Company Limited	<ul style="list-style-type: none"> <li>- Engineering, Procurement and Construction of energy projects</li> </ul>

## Attachment 4 : Profiles of Subsidiary Directors

Directors	UAC	Subsidiary						
		UU	UAC&TPT	UACE	SERP	UAPC	UACT	VWM
1. Assoc.Prof.Dr.Paiboon Sareewiwatthana	X							
2. Mr. Kitti Jivacate	O, II	X	I	I		I, II		X
3. Mr. Chatchaphol Prasopchoke	I, II	I	I	I	I	I, II	I	I
4. Miss Nilrat Jarumanopas	I, II	I	I	I	I	I, II	I	
5. Assoc.Prof.Dr.Aekkachai Nittayakasetwat	O							
6. Assoc.Prof.Dr. Paritud Bhandhubanyong	I							
7. Miss Jeerapan Jinda	I							
8. Mr. Bowon Vongsinudom						X		
9. Prof.Dr. Kamphol Panyagometh						I		
10. Mr. Pramin Phantawesak						I		
11. Miss Ounruen Sujarittham						I		
12. Mr. Heng Thongtangthai			X					
13. Mr. Prachaya Thongtangthai			I					
14. Mr. Annop Klintong			I					
15. Mr. Saithsiri Saksitthisereekul								I
16. Mr. Khamla Nackhavong								I
17. Miss Sajjaporn Rammayaprayoon							I	
18. Mr. Nipatsin Yimyam		I						

Note :

X = Chairman      O = Vice Chairman      I = Director      II = Executive Committee

### Company Name

UAC	UAC Global Public Company Limited
UACE	UAC Energy Company Limited
UACT	UAC Top Energy Company Limited
UU	UAC Utilities Company Limited
SERP	Solar Energy Roof Power Company Limited
VWM	Vientiane Waste Management Company Limited
UAC&TPT	UAC & TPT Energy Company Limited
UAPC	UAC Advance Polymer and Chemicals Company Limited

## Enclosure 5 Details on Head of Internal Audit Function and Head of Compliance Function of the Company

### Head of Internal Audit Function

During the meeting of the Audit Committee No. 1/2018 on February 19, 2018, the Committee resolved to employ EL Business Advisory Company Limited to perform duty as the internal auditor of the Company and UAC Energy Company Limited. Since 2018, for the 4th consecutive year, the Audit Committee has considered qualifications of EL Business Advisory Company Limited and deemed that its qualifications were appropriated and adequate to perform duty as the Company's internal auditor because it has independency and experiences in conducting internal audit activities. In addition, the appointment, removal or transfer of the Company's internal auditor must be considered and approved or consented by the Audit Committee.

### EL Business Advisory Company Limited

#### Mr. Suvit Chanamporn

Position:	Senior Consultant, EL Business Advisory Company Limited
Qualifications:	<ul style="list-style-type: none"> <li>- Master of Accountancy and Finance, Faculty of Commerce and Accountancy, Chulalongkorn University</li> <li>- Bachelor of Laws, Ramkhamhaeng University</li> <li>- Bachelor of Accountancy, Faculty of Business Administration, Assumption University</li> <li>- Certified Public Accountant (CPA), Registration No. 3800</li> </ul>
Experiences:	An internal control system auditor and a business law consultant for various companies operating in business of construction, trading and manufacturing factory. A former employee of PricewaterhouseCoopers Thailand (Pwc Thailand).

### Duties and Responsibilities

Assess adequacy and efficiency of work processes and information technology system, internal control and risk management under mission and scope of auditing activities in conformance with work plans, objectives and goals of the Company, including other internal audit-related works as per assigned by the Audit Committee.

### Head of Compliance Function

The Board of Directors has assigned the Corporate Governance Committee to take responsibility for overseeing the Company's operations and its authority, duties and responsibility are as per specified in the topic "Governance Structure".



## Enclosure 6 Operating Assets

Details of the Company's fixed assets for business operations are summarized as follows:

Type/Category of Asset	Net Book Value as at December 31, 2021	Nature of Ownership	Encumbrance
1. Land	93.91	Owner	Some was mortgaged as collateral for loan at cost with financial institutes at the amount of Baht 71.95 million.
2. Building and building improvement	117.02	Owner	Some was mortgaged as collateral for loan at cost with financial institutes at the amount of Baht 78.10 million.
3. Machinery and equipment	936.93	Owner	Some was mortgaged as collateral for loan at cost with financial institutes at the amount of Baht 460.47million and under leasing agreement with financial institutes at the amount of Baht 0.00 million.
4. Office equipment	1.92	Owner	None Encumbrance.
5. Office furnishings	1.43	Owner	None Encumbrance.
6. Vehicles	19.21	Owner	Some was paid in installments under financial lease.
7. Construction in progress	274.61	Owner	None Encumbrance.
<b>Total</b>	<b>1,445.03</b>		

### Detail of Agreements/ Benefits and Privileges Granted from Investment Promotion

#### Lease agreement

The Company has entered into lease agreements for head office, branch office, warehouse, land for Petroleum Production Plant and land for construction of Biogas Plant for Power Generation Mae Tang with the persons who are not connected with the Company, except the lease agreement for one warehouse which has been executed with the Company's connected person. Details of the lease agreements are as follows:

Location	Party to Agreement	Leased Location	Lease Term			Areas (Sq. m.)
			Leased Year	Commencement Date	Expiry Date	
1. Head Office	Thai Petroleum & Trading Co., Ltd	1, TP&T Tower, 19F, 20F, Soi Vibhavadi-Rangsit 19, Vibhavadi-Rangsit Road, Chatuchak, Bangkok	3	May 1, 2019	Apr 30, 2022	96
			3	May 1, 2019	Apr 30, 2022	387
			3	Jul 1, 2019	Jun 30, 2022	320
			3	Aug 1, 2019	Dec 31, 2021	222*
2. Rayong Branch Office	Mr. Amarin Maming	188/76 Sukhumvit Road, Maptaput Sub-district, Muang Rayong District, Rayong Province	2	Mar 1, 2021	Feb 28, 2023	1 Commercial Building <sup>1</sup>
3. Bang Pu Warehouse	Miss Chavisa Jivacate and Miss Alisa Jivacate <sup>1/</sup>	No. 999 Moo 4, Soi Sermmit 99, Sukhumvit Road, Bang Pu Sub-district, Mueang Samut Prakan District, Samut Prakan Province	1	Jan 1, 2021	Dec 31, 2021	2,200
4. 3 Plots of land, Kokrat Sub-district, Kongkraitas District, Sukhothai Province <sup>2/</sup>	Mr. Teerachai Jaichalard	Title deed no. 14678 Parcel No. 57, Survey page 1342, Areas 4-2-84 Rai	4	Jul 2, 2020	Jul 1, 2024	22 Rai 3 Sq. Wah
	Mrs. Sombun Fai-im	Title deed no. 14676 Parcel no. 55, Survey page 1340, Areas 10 Rai	4	Jul 2, 2020	Jul 1, 2024	
	Mr. Ree Changthong	Title deed no. 19738 Parcel no. 190, Survey page 2698, Areas 6-1-64 Rai Title deed no. 19739 Parcel no. 191, Survey page 2699, Areas 0-3-55 Rai	4	Jul 2, 2020	Jul 1, 2024	
5. 1 Plot of land, Mae Tang District, Chiang Mai Province, Biogas Power Plant, Mae Tang Biogas power plant from energy crops in Mae Tang <sup>3/</sup>	Mr. Mongkol Somyarat	N.S. 3 K., No. 848, Areas 2-1-10 Rai	18	Nov. 11, 2013	Nov. 10, 2031	2 Rai, 1 Ngan, 10 Sq. Wah
6. Land in 2 sub-district Kokrat Sub-district, Kraiklang Sub-district Natural gas piping system <sup>4/</sup>	Kokrat Sub-district	47 Plots of land Areas 22-1-24 Rai	3	Oct 1, 2021	Sep 30, 2024	22 Rai, 1 Ngan, 24 Sq. Wah
	Kraiklang Sub-district	16 Plots of land Areas 9-1-78 Rai	3	Oct 1, 2021	Sep 30, 2024	9 Rai, 1 Ngan, 78 Sq. Wah

- Remark : <sup>1/</sup> **Miss Chavisa Jivacate and Miss Alisa Jivacate** is a daughter of Mr. Kitt Jivacate, a major shareholder and the Executive Chairman of the Company. Lease agreement entered between the Company and Miss Chavisa Jivacate and Miss Alisa Jivacate was regarded as the Company's related transaction with person who might have conflict of interest. However, the Audit Committee opined that such transaction was reasonable and it supported for normal business operations of the Company.
- <sup>2/</sup> **Lease land for 3 plots in Sukhothai Province:** Its objective was to serve as the location of Petroleum Production Plant (PPP), with material conditions as follows:
- Lease term:** 4 years. After expiry of lease term, the lessor will consent the Company to renew lease term for another 4 year each, but total renewal year will not exceed 16 years from the expiry period of 4 years of the first lease agreement (total 20 years).
- Renewal of lease term:** It will be effective after the Company sends a renewal intention notice to the lessor at least 60 days before expiry of the lease term. If the Company fails to send a notice within such period, it will be deemed that the lease will be terminated without any renewal. The Company must complete a lease registration at the Land Office within 30 days at the minimum before the renewal date of the lease agreement each time. Upon the lease term has been renewed, lease rate will be increased at 3,000 Baht per rai (total 4 years).
- Expiry of agreement and termination of agreement:** Upon occurrence of 2 cases: 1) The Company has been decided by the court to be bankruptcy.; 2) The lessor breaches an agreement or fails to comply with the condition in the agreement after the Company sends a warning notice to the lessor for rectification at least 15 days in advance.
- Delivery of the leased property:** Upon the expiry of the lease due to whatever reason, the Company must deliver the land to the lessor in the condition close to the condition before the lease period. The Company is entitled to transfer properties, which include building, machines, air-conditioners, tools and equipment, properties which can be de-assembled or movable and other properties out of the leased areas.
- In addition, if the Company's right has been deprived or has been disputed which causes the Company to be unable to possess or utilize benefit of the leased property, whether partially or wholly, the lessor or the landlord must indemnify for loss of benefits including all expenses incurred to the Company. The lessor has registered the 3 plots of leased land with the Land Office for the Company on June 16, 2020.
- <sup>3/</sup> **1 plot of leased land in Chiang Mai Province (Biogas power plant from energy crops in Mae Tang)** Its objective was to serve as the location of Compressed Bio-Methane Gas Plant of which its commercial operation has been commenced in 2015. After the expiry of the lease agreement, the buildings which are the plant buildings will belong to the lessor, however, the Company has the right to transfer machines, air-conditioning system, tools and equipment including assets which can be de-assembled or movable and other assets, from the leased land.
- <sup>4/</sup> **Leased land in 2 sub-districts in Sukhothai Province (Natural Gas Piping Project, Petroleum Production Plant and Sao Thian A Power Plant)** Its objective was for laying natural gas piping system between the lessee's Petroleum Production Plant and Sao Thian A Power Plant for 63 plots of land with total areas of 31 rai 2 ngan 2 square wah in Kokrat Sub-district and Kraiklang Sub-district, Sukhothai Province. Lease term is 3 years from October 1, 2021 to September 30, 2024 and upon expiry of the agreement, the lessor will consent the Company to renew the lease term for 3 years each, but total leased term must not be more than 30 years.

## Subsidiaries

Location	Party to Agreement	Leased Location	Lease Term			Areas (Sq. m.)
			Leased Year	Commencement Date	Expiry Date	
1. UAC Energy Co., Ltd. (UAC Energy)						
Building roof areas (for generation of power from solar energy)	Saha Thai Steel Pipe Plc.	Warehouse roof areas, No. 78, Moo. 3, Poochao Samingpray Road, Bangyaprack Sub-district, Phra Pradang District, Samut Prakarn Province	25	Oct 31,2014	Oct 31,2039	8,000
2. Solar Energy Roof Power Co., Ltd. (Solar Energy Roof Power)						
Building roof areas (for generation of power from solar energy)	Von Bundit Co., Ltd.	Building roof areas, No. 65 Surat-Nasan Road, Kuntalay Sub-district, Muang Surat Thani District, Surat Thani Province	25	Nov. 25, 2014	Nov. 25, 2039	10,368 Square meters
3. UAC & TPT Energy Co., Ltd. (UAC&TPT Energy)						
5 Plots of land Nafai Sub-district, Phuphaman District, Khon Kaen Province, (Phuphaman Project)	Mr. Heng Thongtangthai	Title Deed No. 2509, Parcel No. 49, Survey Page 1596, Areas 4-1-57 Rai Title Deed No. 2695, Parcel No. 50, Areas 7-1-83 Rai Title Deed No. 3832, Parcel No. 51, Survey Page 1598, Areas 6-07-0 Rai Title Deed No. 3833, Parcel No. 52, Survey Page Areas 6-3-10 Rai Title Deed No. 3960, Parcel No. 53, Survey Page 1600, Areas 18-2-72 Rai	20	Apr. 1, 2020	Mar 31, 2040	43 Rai, 1 Ngan, 29 Sq. Wah
4. UAC Advance Polymer and Chemicals Co., Ltd. (UAPC)						
1 Plots of land Sub-district, Sikhio District, Sikhio, Nakhon Ratchasima Province,	Mr. Purapat Wisatjindawatthana	Areas 2 Rai	1	1 Jun 2021	1 Jun 2022	2 Rai

## Property Damage Insurance Policy Agreements

Property Insured	Insurance Company	Type of Insurance	Sum Insured*	Insurance Period	Insured
<b>Head Office and Rayong Site Office</b>					
1. Structure, building incl. building improvements, furniture, apparatus, office equipment	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	28.60 Million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Global Plc.
<b>Warehouse, Samut Prakarn Province</b>					
1. Structure, Building, Warehouse	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	5 Million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Global Plc. except Building (Amount 5 million Baht)
2. furniture, apparatus, office equipment			8.5 Million Baht		<b>Beneficiary:</b> Miss Chavisa Jivacate and Miss Alisa Jivacate, as the lessor of warehouse
3. Stock of chemicals and other contents kept in the warehouse under clause 1.		Stock	90 Million Baht		
<b>MT Plant, Chiang Mai Province (Mae Tang)</b>					
1. Structure, building, plant, machines and equipment	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	183.06 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Global Plc.
<b>PPP, Sukhothai Province</b>					
1. Structure, building, plant, machines and equipment	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	570.60 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Global Plc. / <b>Beneficiary:</b> Kasikorn Bank Public Co., Ltd., as its interest may appear
2. Liquefied Petroleum Gas Warehouse	Bangkok Insurance Public Co., Ltd.	Public Liability Insurance Policy for Operation of the Control Business Type 3	25 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Global Plc.
3. Natural Gas Transportation Station	Bangkok Insurance Public Co., Ltd.	Public Liability Insurance Policy for Operation of the Control Business Type 3	5 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Global Plc.
4. Natural Gas Usage Premise	Bangkok Insurance Public Co., Ltd.	Public Liability Insurance Policy for Operation of the Control Business Type 3	1 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Global Plc.
5. 20 Meter Gas Piping System	Bangkok Insurance Public Co., Ltd.	Public Liability Insurance Policy for Operation of the Control Business Type 3	2 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Global Plc.

Property Insured	Insurance Company	Type of Insurance	Sum Insured*	Insurance Period	Insured
6. Piping system and Equipment	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	35,338,600 Million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Global Plc.
7. Sao Thian Power Plant	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	160 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Energy Co., Ltd.
8. Pra Du Thao Power Plant	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	45 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Energy Co., Ltd.
9. Gas Usage Premise, Power Plant - Sao Thian	Bangkok Insurance Public Co., Ltd.	Public Liability Insurance Policy for Operation of the Control Business Type 3	1 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Energy Co., Ltd.
10. Gas Usage Premise, Power Plant - Pra Du Thao	Bangkok Insurance Public Co., Ltd.	Public Liability Insurance Policy for Operation of the Control Business Type 3	1 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Energy Co., Ltd.
<b>Saha Thai Plant, Samut Prakarn Province</b>					
1. Property Damage Insurance	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	46.50 million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Energy Co., Ltd.
<b>Von Bundit Plant, Surat Thani Province</b>					
1. Property Damage Insurance	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	35.75 million Baht	Dec 31, 2021 - Dec 31, 2022	Solar Energy Roof Power Co., Ltd. / <b>Beneficiary:</b> Siam Commercial Bank Plc., as it interest may appear.
<b>Phuphaman Power Plant, Khon Kaen Province</b>					
1. Property Damage Insurance	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	249 Million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Global Plc. , UAC & TPT Energy Co., Ltd
<b>UAC Advance Polymer &amp; Chemicals Company Limited</b>					
1. Property Damage Insurance	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	33 Million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Advance Polymer & Chemicals Co.,Ltd. / <b>Beneficiary :</b> Krungthai Bank Plc.,
2. Property Damage Insurance	Bangkok Insurance Public Co., Ltd.	All Risks Insurance	750 Million Baht	Dec 31, 2021 - Dec 31, 2022	UAC Advance Polymer & Chemicals Co.,Ltd. / <b>Beneficiary :</b> Krungthai Bank Plc.,

Remark: \* Sum insured covered book value of the property insured.

## Benefits and Privileges Granted from Investment Promotion

### (1) Petroleum Production Plant (PPP)

The Company's Petroleum Production Plant (PPP) has been granted investment promotion from the Board of Investment on February 14, 2012. The Board of Investment has sent a notice approving for promotion of Compressed Natural Gas, Liquefied Natural Gas and Natural Gasoline Manufacturing Business, under Category 7.1: Public Utilities and Basic Services pursuant to Investment Promotion Certificate No. 2265 (2)/2012. Important conditions on benefits and privileges granted by virtue of the Investment Promotion Act B.E. 2520, amended by Investment Promotion Act (No. 3) B.E. 2544 are as follows:

1. Exemption of import duties on machinery as per considered and approved by the Board of Investment.
2. Exemption of corporate income tax for the net profit from the promoted activity, at total amount not exceeding 100% of investment, excluding cost of land and working capital, up to 8 years from the date income is first derived from such activity.
3. Dividends derived from a promoted activity granted an exemption of corporate income tax shall be exempted from computation of taxable income throughout the period the corporate income tax has been exempted.
4. Additional 25 percent deduction of the cost of installation or construction of facilities on top of normal depreciation.

#### Important specific-project conditions

1. Machinery used in the promoted business must be brand new one and the machinery granted exemption or reduction of import duty must be imported within March 7, 2015.
2. Operations must be completed and ready for commencement for business within the period of no later than 36 months from the issued date of the Investment Promotion Certificate.
3. The following material operations of the promoted project must be complied:
  - 3.1 Type of Product: Compressed Natural Gas (CNG), Liquefied Petroleum Gas (LPG) and Gasoline
  - 3.2 Size of Business: Production capacity will be as follows:
    - i. Compressed Natural Gas (CNG): Approximately 11,346.90 tons per year
    - ii. Liquefied Petroleum Gas (LPG): Approximately 5,384.90 tons per year.
    - iii. Natural Gasoline (NGL): Approximately 1,164.68 tons per year.
  - 3.3 Exempted corporate income tax will not exceed 708,896,691.99 Baht. However, such amount will be adjusted pursuant to the investments, excluding actual cost of land and working capital on the commercial operation date of the promoted project.
  - 3.4 Certificate for ISO 9000 or ISO 14000 quality standard system or other equivalent international standards must be obtained within 2 years from the commercial operation date. Failure to obtain such certificate within the specified period, right and privilege on exemption of corporate income tax shall be revoked for 1 year (This certificate has already been obtained on the date a permit for commencement of business operation has been granted on September 6, 2019).
  - 3.5 Environmental Impact Assessment Report must be granted approval within 12 months from the issued date of Investment Promotion Certificate. (Approval has already been granted on the date permit for commencement of business operation has been granted on September 6, 2019).

## (2) Biogas power plant from energy crops Mae Tang

The Company's Biogas power plant located in Mae Tang Sub-district, Chiang Mai Province has been granted investment promotion from the Board of Investment on September 17, 2013 in Generation of Electricity from Bio-gas Business, under Category 7.1: Public Utilities and Basic Services pursuant to Investment Promotion Certificate No. 2304 (1)/2013. Important conditions on benefits and privileges granted by virtue of the Investment Promotion Act B.E. 2520, amended by Investment Promotion Act (No. 3) B.E. 2544 are as follows:

1. Permission to bring foreign nationals who are skilled workers or experts to work in investment promoted activities, including their spouses and dependents into the Kingdom in such number and for such period of time as the Board of Investment may deem appropriate.
2. Foreign nationals who are skilled workers or experts and who are permitted to stay in the Kingdom shall be granted a work permit for a specific position approved by the Board of Investment for the period of permitted stay in the Kingdom.
3. Exemption of import duties on machinery as per considered and approved by the Board of Investment.
4. Exemption of corporate income tax for the net profit from the promoted activity, up to 8 years from the date income is first derived from such activity.
5. Dividends derived from a promoted activity granted an exemption of corporate income tax shall be exempted from computation of taxable income throughout the period the corporate income tax has been exempted.
6. 50% reduction of normal rate of corporate income tax on the net profit derived from the promoted activity for a period of not more than 5 years commencing from the expiry date of corporate income tax exemption period.
7. Double deduction from the costs of transportation, electricity and water supply for 10 years from the date income is first derived from the promoted activity.
8. Additional 25 percent deduction of the cost of installation or construction of facilities on top of normal depreciation.
9. Certificate for ISO 9000 or ISO 14000 Quality Standard System or other equivalent international standards must be obtained within 2 years from the commercial operation date. Failure to obtain such certificate within the specified period, right and privilege on exemption of corporate income tax shall be revoked for 1 year (This certificate has already been obtained on the date a permit for commencement of business operation has been granted on January 13, 2020, with size of business or power generation capacity from biogas of 1.487 MW for working period of 24 hours/day: 333 days/year).

Remark: Permit for commencement of business operation has been received on January 13, 2020.



### (3) Solar PV Rooftop Plant – Saha Thai

The Company's solar PV rooftop plant located in Phra Pradaeng District, Samut Prakarn Province has been granted investment promotion from the Board of Investment on December 23, 2013 in Generation of Electricity from Solar Energy Business, under Category 7.1: Public Utilities and Basic Services pursuant to Investment Promotion Certificate No. 1435(1)/2014. Important conditions on benefits and privileges granted by virtue of the Investment Promotion Act B.E. 2520, amended by Investment Promotion Act (No. 3) B.E. 2544 are as follows:

1. Permission to bring foreign nationals who are skilled workers or experts to work in investment promoted activities, including their spouses and dependents into the Kingdom in such number and for such period of time as the Board of Investment may deem appropriate.
2. Foreign nationals who are skilled workers or experts and who are permitted to stay in the Kingdom shall be granted a work permit for a specific position approved by the Board of Investment for the period of permitted stay in the Kingdom.
3. Exemption of import duties on machinery as per considered and approved by the Board of Investment.
4. Exemption of corporate income tax for the net profit from the promoted activity, up to 8 years from the date income is first derived from such activity.
5. Dividends derived from a promoted activity granted an exemption of corporate income tax shall be exempted from computation of taxable income throughout the period the corporate income tax has been exempted.
6. 50% reduction of normal rate of corporate income tax on the net profit derived from the promoted activity for a period of not more than 5 years commencing from the expiry date of corporate income tax exemption period.
7. Double deduction from the costs of transportation, electricity and water supply for 10 years from the date income is first derived from the promoted activity.
8. Additional 25 percent deduction of the cost of installation or construction of facilities on top of normal depreciation.

#### Important specific-project conditions

1. Machinery used in the promoted business must be brand new one and the machinery granted exemption or reduction of import duty must be imported within October 3, 2016.
2. Operations must be completed and ready for commencement for business within the period of no later than 36 months from the issued date of the Investment Promotion Certificate.
3. The following material operations of the promoted project must be complied:
  - 3.1 Type of Product: Electricity generated from solar energy installed on roof top
  - 3.2 Size of Business: Generating capacity from solar energy installed on roof-top: 0.780 MW  
(Working period: 5 hours/day: 365 days/year.
4. Certificate for ISO 9000 or ISO 14000 Quality Standard System or other equivalent international standards must be obtained within 2 years from the commercial operation date. Failure to obtain such certificate within the specified period, right and privilege on exemption of corporate income tax shall be revoked for 1 year.

Remark: Permit for commencement of business operation has been received on January 22, 2019.

#### (4) Solar PV Rooftop Plant – Von Bundit

The Company's solar PV rooftop Plant located in Mueang Surat Thani District, Surat Thani Province has been granted investment promotion from the Board of Investment on March 19, 2014 in Generation of Electricity from Solar Energy Business, under Category 7.1: Public Utilities and Basic Services pursuant to Investment Promotion Certificate No. 1161(1)/2015. Important conditions on benefits and privileges granted by virtue of the Investment Promotion Act B.E. 2520, amended by Investment Promotion Act (No. 3) B.E. 2544 are as follows:

1. Permission to bring foreign nationals who are skilled workers or experts to work in investment promoted activities, including their spouses and dependents into the Kingdom in such number and for such period of time as the Board of Investment may deem appropriate.
2. Foreign nationals who are skilled workers or experts and who are permitted to stay in the Kingdom shall be granted a work permit for a specific position approved by the Board of Investment for the period of permitted stay in the Kingdom.
3. Exemption of import duties on machinery as per considered and approved by the Board of Investment.
4. Exemption of corporate income tax for the net profit from the promoted activity, up to 8 years from the date income is first derived from such activity.
5. Dividends derived from a promoted activity granted an exemption of corporate income tax shall be exempted from computation of taxable income throughout the period the corporate income tax has been exempted.
6. 50% reduction of normal rate of corporate income tax on the net profit derived from the promoted activity for a period of not more than 5 years commencing from the expiry date of corporate income tax exemption period.
7. Double deduction from the costs of transportation, electricity and water supply for 10 years from the date income is first derived from the promoted activity.
8. Additional 25 percent deduction of the cost of installation or construction of facilities on top of normal depreciation.

##### Important specific-project conditions

1. Machinery used in the promoted business must be brand new one and the machinery granted exemption or reduction of import duty must be imported within August 6, 2017.
2. Operations must be completed and ready for commencement for business operation within the period of no later than 36 months from the issued date of the Investment Promotion Certificate.
3. The following material operations of the promoted project must be complied:
  - 3.1 Type of Product: Electricity generated from solar energy installed on roof top.
  - 3.2 Size of Business: Generating capacity from solar energy installed on roof-top: 0.640 MW (Working period: 5 hours/day: 365 days/year).
4. Certificate for ISO 9000 or ISO 14000 Quality Standard System or other equivalent international standards must be obtained within 2 years from the commercial operation date. Failure to obtain such certificate within the specified period, right and privilege on exemption of corporate income tax shall be revoked for 1 year.

Remark: Permit for commencement of business operation has been received on March 26, 2019.

#### (5) UAC Advance Polymer & Chemicals Company Limited

The plant of UAC Advance Polymer and Chemicals Co., Ltd. has been granted investment promotion from the Board of Investment. On September 8, 2015, the Board of Investment sent a notice approving for investment promotion in Polymer Solution and Polymer Emulsion Business, under Category 6.1: Manufacturing of chemical product for industry of which the business has been transferred from Advance Polymer and Chemicals Co., Ltd., pursuant to Investment Promotion Certificate No. 58-2147-0-00-2-2. Important details on incentives and privileges received under the Investment Promotion Act B.E. 2520 were as follows:

1. Permission to bring foreign nationals who are skilled workers or experts to work in investment promoted activities, including their spouses and dependents into the Kingdom in such number and for such period of time as the Board of Investment may deem appropriate.
2. Foreign nationals who are skilled workers or experts and who are permitted to stay in the Kingdom shall be granted a work permit for a specific position approved by the Board of Investment for the period of permitted stay in the Kingdom.
3. Exemption of import duties on machinery as per considered and approved by the Board of Investment.
4. Exemption of corporate income tax for the net profit from the promoted activity, up to 8 years from the date income is first derived from such activity.
5. Dividends derived from a promoted activity granted an exemption of corporate income tax shall be exempted from computation of taxable income throughout the period the corporate income tax has been exempted.
6. Additional 25 percent deduction of the cost of installation or construction of facilities on top of normal depreciation.
7. Exemption of import duties on raw and essential materials imported for use in production for export for 5 years from the first imported date, and exemption of import duties on items which the promoted person imports for re-export for 5 years from the first imported date.
8. Permit to take out or remit money abroad in foreign currency.

#### Important specific-project conditions

1. Machinery used in the promoted business must be brand new one and the machinery granted exemption or reduction of import duty must be imported within December 19, 2015.
2. Operations must be completed and ready for commencement for business within June 19, 2016 and notification on opening of business operation must be as per the application form specified by the Office of the Board of Investment.
3. The following material operations of the promoted project must be complied:
  - 3.1 Type of Product : Polymer Solution And Polymer Emulsion
  - 3.2 Size of Business : Capacity from Polymer Solution and Polymer Emulsion : 23,400 tons
4. Exemption of corporate income tax under Section 31, paragraph one and paragraph three, shall not exceed 3,302,695 Baht. However, such amount shall be adjusted pursuant to the investments, excluding actual cost of land and working capital on the commercial operation date of the promoted

project.

5. Corporate income tax shall be exempted upon total investments or expenses for research and development or design, expenses for attending advanced technology trainings and expenses to support the study or the research institute approved by the Office (of the Board of Investment) shall not less than 1 percent of total sales in the first 3 years, or total expenses shall not less than 150 million Baht, whichever amount is lower. Failure to comply with such condition, corporate income tax exemption shall not more than 44 million Baht
6. Certificate for ISO 9000 or ISO 14000 Quality Standard System or other equivalent international standards must be obtained within 2 years from the commercial operation date. Failure to obtain such certificate within the specified period, right and privilege on exemption of corporate income tax shall be revoked for 1 year.

Remark : Permit for commencement of business operation has been received on October 9, 2019

## Investment Policy in Subsidiaries and Associated Companies

The Company has a policy to invest in the business related to its main business which has potential to generate profit and opportunity to grow to enhance its profitability or in business which has synergy with the Company that can complement its main business operations at full cycle or can add more value to its business. In case of investment in the subsidiary, the Company will control or stipulate the management policy as well as appoint the Company's representative to be the director in such company as per shareholding proportion and attend the meeting as the shareholder. The Company's representative has duty to vote in the meeting pursuant to the guideline or direction considered by the Board of Directors. However, when investing in the associated companies, the Company has a policy not to get much involve in controlling of those companies. The Company will consider about the appointment of the Company's representative to be the director in any subsidiary or associated company as appropriated and subject to mutual agreement. The representative may be the Chairman of Executive Committee, the President, top-level management or any person who has qualifications and experiences suitable with business of such company.

At present, the Company has invested in the following subsidiaries and associated companies:

### Subsidiaries

1. **UAC Utilities Co., Ltd. ("UAC Utilities")** has been established on April 8, 2011. Its current registered capital is 100 million Baht. The Company holds 69.9998% and PTE Plus Co., Ltd. holds the remaining of 30.00% of shares in this entity. Its objective is to invest in renewable energy industry and utilities system. Mr. Kitti Jivacate, Miss Nilrat Jarumanopas and Mr. Chatchaphol Prasopchoke, are directors of this company.
2. **UAC & TPT Energy Co., Ltd. ("UAC TPT")** has been established on November 12, 2012. Its current registered capital is 166.67 million Baht. The Company holds 45.0093%, TPT Thepprathanporn Co., Ltd. ("TPT") holds 44.9900% and Phuphaman Energy Plant Community Enterprise Co., Ltd. holds the remaining of 10.00% of shares in this entity. UAC TPT has objective to operate business relating to production of biogas to be used for electricity generation. Currently, UAC TPT is now operating 2 biogas projects in Khon Khan Province. Mr. Kitti Jivacate, Miss Nilrat Jarumanopas and Mr. Chatchaphol

Prasopchoke, are directors of this company.

3. **UAC Energy Co., Ltd. (“UAC Energy”)** has been established on August 26, 2013. Its current registered capital is 200 million Baht. The Company holds 99.97% of shares in this entity. UAC Energy has objective is to invest in the energy-related projects. Presently, its 3 projects, which consisting of 1 solar roof project and 2 power generation projects, are under commercial operation. Mr. Kitt Jivacate, Miss Nilrat Jarumanopas and Mr. Chatchaphol Prasopchoke, are directors of this company.
4. **Solar Energy Roof Power Co., Ltd. (“SERP”)** is the Company’s indirect subsidiary that the Company holds shares through UAC Energy at 99.20% of shares in this entity. Current registered capital of SERP is 12.525 million Baht. SERP has been granted concession to sell electricity generated from solar energy to the Provincial Electricity Authority with generating capacity of 752.4 kilowatts installed on rooftop of the rubber manufacturing plant of Von Bundit Co., Ltd. at Khun Thalee Sub-district, Surat Thani Province. Miss Nilrat Jarumanopas and Mr. Chatchaphol Prasopchoke, are directors of this company.
5. **UAC Advance Polymer & Chemicals Co., Ltd. (“UAPC”)** has been established on January 21, 2015. Its current registered capital is 180 million Baht. The Company holds 99.99% of shares in this entity. Its objective is to manufacture and distribute latex emulsion and latex polymer. Mr. Kitt Jivacate, Miss Nilrat Jarumanopas and Mr. Chatchaphol Prasopchoke, are directors of this company.
6. **UAC Top Energy Co., Ltd. (“UAC Top Energy”)** has been established on January 13, 2017. Its current registered capital is 7 million Baht. The Company holds 100% of shares in this entity. It has objective to invest in renewable energy projects. Mr. Chatchaphol Prasopchoke, Miss Nilrat Jarumanopas and Miss Sajjaporn Rammayaprayoon, are directors in such company.
7. **Vientiane Waste Management Company Limited (“VWM”)** has been incorporated in Vientiane, Lao’s People Democratic Republic on June 3, 2019. VWM is an indirect subsidiary where the Company holds shares via UAC Energy. VWM’s current registered capital is 72.90 million Kip. UAC Energy holds 50.01%, M8 holding Co., Ltd. holds 29.99% and Kwan Muang Group Company Limited holds the remaining of 20.00% of shares in this entity. It has objective to invest in waste management project to produce renewable energy and process recycled product in Vientiane, Lao PDR. Mr. Kitt Jivacate and Mr. Chatchaphol Prasopchoke, are directors in such company.

## Associated Companies

1. **Bangchak Biofuel Co., Ltd. (“BBF”)** is an associated company in which the Company holds 30.00% and BBGI Co., Ltd., a subsidiary company of Bangchak Corporation Plc. (“BCP”) holds 70% of shares of this entity. BBF’s current registered capital is 281.50 million Baht. BBF is the producer and supplier of biodiesel which is liquefied fuel used as substitute mixture with some part of diesel oil obtained from petroleum process in order to produce various types of diesel oil such as biodiesel B5 or B10 and etc. Mr. Kitti Jivacate and Mr. Chatchaphol Prasopchoke, are directors of this company.
2. **Enerray UAC (Thailand) Co., Ltd. (“ENERRAY UAC”)**, an associated company, is a joint venture between ENERRAY S.P.A (“ENERRAY”) from Italy and UAC Energy Co., Ltd. (the Company holds 99.97% of shares in UAC Energy Co., Ltd.) at ratio of 49%, 25%, and Legal and Commercial Service International Company Limited holding 26.00% of shares, respectively. ENERRAY UAC has been established on March 15, 2016 and its current registered capital is 6 million Baht. Its objectives are to operate business relating to consultancy, design and construction of the energy project. Mrs. Aree Pleekhan, is a director of this entity.
3. **PPWE Co., Ltd. (“PPWE”)**, an associated company, is a joint venture between QTC Energy Public Co., Ltd. (“QTC”) and UAC Energy Co., Ltd. (the Company holds 100% of shares in UAC Energy Co., Ltd.). PPWE has been established on January 12, 2016 and its current registered capital is 40 million Baht. The Company holds 50% and QTC Energy Public Co., Ltd. holds remaining of 50% of shares in this entity. PPWE has objective to engage in investment business of energy projects. Mr. Kitti Jivacate Mr. Chatchaphol Prasopchoke and Miss Alisa Jivacate, are directors of this company.
4. **Odin Power Co., Ltd. (“ODIN”)**, an associated company, is a joint venture by UAC Energy Co., Ltd. (the Company holds 99.97% of shares in UAC Energy Co., Ltd.) at shareholding ratio of 10%. ODIN’s current registered capital is 200 million Baht and it has objective to invest in the energy projects. Mr. Chatchaphol Prasopchoke, the Company’s executive, is a director of this company.
5. **ODIN Myanmar Co., Ltd. (“ODIN Myanmar”)**, an associated company, is a joint venture between ODIN Power Co., Ltd. and UAC Energy Co., Ltd. (the Company holds 99.97% of shares in UAC Energy Co., Ltd.). The Company holds 40% of shares in this entity. ODIN Myanmar’s current registered capital is 1 million Baht and it has objective to invest in the energy projects. Mr. Chatchaphol Prasopchoke and Miss Nilrat Jarumanopas, are directors of this company.

## Enclosure 7 Corporate Governance Policy

The Company realizes and emphasizes on the management system which is efficient, transparent and accountable to ensure the confidence of all related parties, resulting in a sustainable growth of business under the ethical operations according to the relevant laws. Therefore, the Company has established the corporate governance policy to upgrade the existing operations to have the clear standard systems, and extensively put into practice of the Company's employees at all levels to truly strengthen the corporate governance culture and beneficial to the company, shareholders and stakeholders in the long term and sustainable.

The handbook is publicized on the Company's website, for more information, please visit link below.

<https://www.uac.co.th/th/corporate-governance/cg-policy-and-document>



Corporate  
Governance Policy



## Enclosure 8 Code of Ethics

UAC Global Public Company Limited foresees the cornerstone of the business ethics-related practice which is deemed as the important basis in reinforcing and upgrading the good corporate governance as the important foundation of the security, and the sustainable growth, and as the support so that the organization can achieve the defined goal.

The Board of Directors deems appropriate to determine "Code of Ethics" For adopting and disseminating to the employees as practical guideline to express the intention on transparent and moral business operations, and take responsibility on the stakeholders under the social and environmental concern through the internal trainings and communications in various forms.

The handbook is publicized on the Company's website, for more information, please visit link below.

<https://www.uac.co.th/th/corporate-governance/cg-policy-and-document>



Code of Ethics







UAC GLOBAL PUBLIC COMPANY LIMITED

No 1, TP&T Tower, 19<sup>th</sup> Floor, Soi Vibhavadirangsit 19, Vibhavadirangsit Road,  
Chatuchak Sub-District, Chatuchak District, Bangkok 10900

Telephone : 02-936-1701-6 Facsimile : 02-936-1700

[www.uac.co.th](http://www.uac.co.th)