

Energy for Sustainable Development



Sea Oil Public Company Limited

Annual Report/
Form 56-1 One Report

2020



SERVICE
MIND



ENTREPRENEURSHIP



ACTIVE



OPERATIONAL
EXCELLENCE



INTEGRITY



LEARNING



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Remark : The Attachments of the 56-1 One Report / Annual Report are disclosure on the Company's website and the Stock Exchange of Thailand.

Please see more details at www.seaoilthailand.com and www.set.or.th

Message from the Chairman

The previous 2020 was a challenging year as we, SEOIL Group, had to encounter economic fluctuation due to several situations; concerns on worldwide pandemic of COVID-19 virus, price war in oil global market, and trade war between U.S.A. and China, resulting in globally economic contraction, diminishing export value, plummeting logistic and tourism service provisions and causing Thailand and her partner countries' economic to shrink.

We, SEOIL Group, have been determining to engage business to achieve continuous and sustainable operation growth for accomplishment of our corporate goal under the good corporate governance and responsibility to all interested persons. Realizing the potential effects, we properly modified our strategies to cope with all situations, developed our business continuity plan for variable situations and circumstances, focused on financial liquidity management, modified our marketing plan and operation model to be proper and aligned with current situation, delayed our investment plan, managed supply-chain to assure uninterrupted business running, and closely monitored and developed plans for any possible situation in order to survive the crisis occurred.

In 2020 our operating results are as follows; 31.54 Million Baht Net Profit, 128.80 Million Baht EBITDA; 5,274.97 Million Baht total revenue from sales of goods and rendering of services which 17.79% decrease from the total revenue of the preceding year. Regardless of considerable increase of oil distribution volume especially in domestic due to expansion of land export market, the revenue from oil distribution as well as profit-share in our joint venture in the petroleum exploration and production business, decreased due to significant decline in the global oil price.

Realizing the significance of business operation with transparency and fairness, our board of directors has continuously developing the good corporate governance in compliance with management for sustainable growth, enhancing and supporting as an alliance in the private sector in anti-corruption, engaging business with responsibility to society, environments and communities as well as taking all stakeholders into consideration. Ultimately, on behalf of the board of directors, I, hereby express my gratitude towards all shareholders, partners, financial institutes, business partners and everyone for your consistent and great support for our business operation. Please be assured that we, the board of directors, will always perform our duties with full responsibilities and capabilities for assuring sustainable growth and shareholders' returns.



Mr. Apisit Rujikeatkamjorn

Chairman of the Board of Directors

Financial and Operational Highlights

The Company and Subsidiaries

Statement of Comprehensive Income (Unit: Million Baht)	Consolidated		
	2020	2019	2018
Sales and service revenue	5,274.97	6,416.36	4,777.14
Gross Profit	195.11	190.76	237.62
EBITDA	128.80	177.38	87.83
Net Profit (loss)	31.54	73.14	5.85
Net profit (loss) of the parent company	18.45	60.85	(0.75)
Earnings per share (Baht)	0.0302	0.0999	(0.0014)

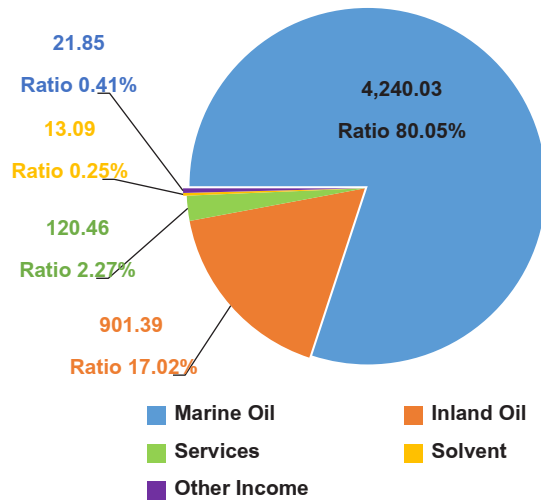
Statement of Financial Position (Unit: Million Baht)	Consolidated		
	2020	2019	2018
Total Assets	2,203.52	2,967.50	2,744.30
Total Liability	782.85	1,555.66	1,389.91
Total Shareholders' Equity	1,420.67	1,411.84	1,354.39
Equity attributable to owners of the parent	1,403.16	1,395.49	1,346.65

Financial Ratio	Consolidated		
	2020	2019	2018
Current Ratio (times)	1.32	0.81	0.96
Debt to Equity (times)	0.55	1.10	1.03
Gross Profit Margin (%)	3.70	2.97	4.97
Net Profit Margin (%)	0.60	1.14	0.12
Return on Total assets (%)	1.22	2.56	0.22
Return on Equity (%)	1.32	4.44	(0.06)
Issued & fully paid-up share capital (Million Shares)	608.91	553.56	553.56
Book Value per Share (Baht)	2.42	2.55	2.45

Performance of The Company and Subsidiaries in 2020

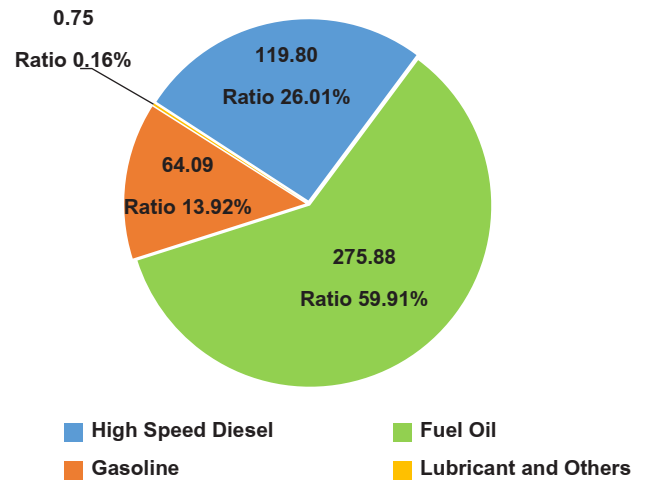
2020 Income Structure

Unit: Million Liter

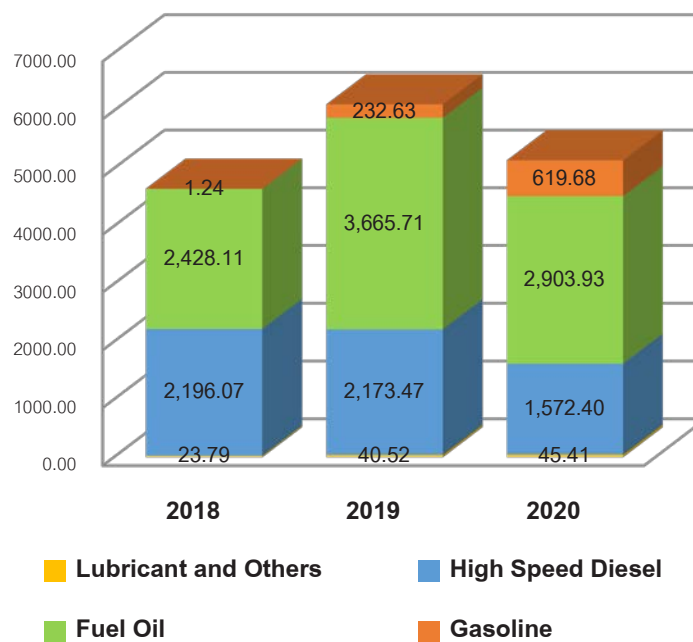


Product-based Oil Distribution Volume 2020

Unit: Million Liter



Product-based Income from Oil Sale for 2018 - 2020



Part 1 Structure and Business Operations of Group Companies

1. Structure and Business Operations of Group Companies

1.1 Policy and Business Overview

Vision : “To be Leading Company of Petroleum, Petrochemical and other Energy industries including Service and Supply Management in Thailand and other ASEAN countries for Sustainable growth by Good governance management with Social and Environment Responsibility.”

Mission :

1. Expand Petroleum, Petrochemical and Other Energy business.
2. Expand Service and Supply Management business.
3. Developing Opportunity in Exploration & Production business.
4. Enhance the quality and service standards to meet the expectations and satisfaction of customers.
5. Developing Human resources, Organization through Global Standard together with Partnership to manage business under Good Governance Principles.
6. Enhance the Social Environment and Community Responsibility Policy.
7. Encourage Anti-Corruption Policy.
8. Focus on Corporate Sustainability for all stakeholders.

Business goals and strategies

The company is committed to sustainable business growth to enter as leading manufacturing organization. Fuel Distribution, Supply Management both domestically and internationally. As well to providing petroleum resources by focusing on building a sustainable management approach. Conducting business ethically and transparently are focused for all stakeholders of the business, whether the shareholders, employees, business partners, customers, or third parties with interests. Under the responsibility of society and environment, Corporate Governance Policy, Code of Conduct, Social and Environmental Responsibility Policy, Anti-Corruption Policy, the policy of quality is to provide a framework for management and employees to work in the same direction. After Company has analyzed the stakeholders, and reviewed important issues, which effected to sustainable business. The Company has set and modified business strategies to meet the changing environment. The company is intended looking for new business opportunity Pes to add value and extend from existing business. To stabilize and maintain the competitiveness of business, the company has been in business strategies for sustainable development paths as follows:

1. Enhancing product quality and developing customer service standards.

The company has been providing oil and lubricants to marine vessels for more than 20 years. The company has executives and employees with experience and expertise in oil distribution business. The company believes that the success of the oil business is due to the reliability and satisfaction of the customers. The company strictly manage oil quality control to supply and transport goods to customers. To provide customers with products that meet the

requirements in good condition and on time delivery. Focus on customer service to achieve maximum satisfaction, by being aware of safety, health, environment, and social responsibility

2. Business expansion and services to related businesses, including production, fuel distribution, raw materials and services. Expand customer base both domestically and internationally to extend market share.

To operate the business through bunkering, the company expanded its fuel distribution business to cover all types of vessels. Especially the large cargo ships and the large ships fleet, including other services necessary to the vessel and oil and gas rigs and in land, to be a marine service to various types of vessels. From domestic distribution (Domestic), the company also has a strategy to expand the oil distribution market overseas (External), which is the sale to international customers. Including the distribution to oil traders to sell abroad. By establishing a subsidiary in a foreign country to expand the customer base and suppliers

The company plans to continuously expand service to meet the needs of customers as business of supplying food, raw materials and other services for vessel and offshore oil and gas exploration (Supply Management), including food service, cleaning and laundry, for staff concerned as Catering and Service. And the supply of raw materials for food preparation, provision of supplies and other services, which are essential to vessel and oil and gas drilling rigs. It also focuses on customer service to maximize satisfaction. Being aware of safety and occupational health of customers is important. Based on the principles of safety, occupational health, and environmental management in accordance with the company's quality policy.

The company has invested in the petroleum exploration and production business which is the upstream business of the oil business. Which is a business that will allow the company to receive higher returns Due to the supply of petroleum energy sources Must use highly specialized technology, knowledge, and expertise Such investment allows the company to learn and gain experience from survey companies. And direct petroleum production to prepare for future long-term concessions.

The company has expanded Oil trading business to overseas in 2020 for increased sales and expand the business of distributing fuel and petroleum products at present, as well as seeking opportunities for growth from the petroleum exploration and production business that create sustainable business.

3. Developing human resources and promoting partners in international standards. Under the management of good governance, social responsibility, community, and environmental responsibility.

The Company continues to adhere to its business practices and corporate governance practices. All stakeholders including employees, business partners, customers, society, the community, and the environment are all involved. The Company is committed to conducting business with fairness and ethics. Operating Law Regulations related to conducting business strictly. Do not support any illegal operation, Infringing intellectual property or copyright, and Anti-corruption all type. The company is realized to promoting strengthen community and society. To support education for the nation's youth in the future. The company consider affecting its nature and environment are all various activity of the organization. Campaigning to use of the resources worthy and the most effect. Build a career in the community through labor management and support the goods and raw materials in the communities where

the company enters business on those area, as well as building culture organization, Under the operation of social responsibility and environmental responsibility. To balance and lead to a sustainable growth organization.

Important changes and developments.

Sea Oil Public Company Limited (the “Company”) one of company in Nathalin Group. The Company established on 26 May 1997, with total registered capital of one million baht. Currently, the Company’s registered capital is 608,915,628 baht and issued and paid-up share capital is 608,914,791 baht. (As of 31 December 2020) The purpose of the Company is to supply and distribute fuel and lubricant business for different types of vessels such as bunkers, oil tankers, fisheries, and others. The Company’s oil supplies come from major oil producers/traders which our customers are both domestic and foreign as Singapore, Laos, Cambodia, Myanmar, etc. The Company has no investment in fixed assets for fuel distribution as oil storage or vehicle, rather company procure independent transporter for delivery service in case customer need.

Currently, The Company mainly supplies fuels and lubricants for marine customers. Since 2010, the Company expanded its business to cover supplying fuels for land customers, factories and land transportation and buses. In addition, the Company also supplies fuels and lubricants to fulfill foreign customers’ needs. The Company’s foreign customers are in Singapore, Laos, Cambodia, and Myanmar.

Fuels supplied are marine fuels, lubricants, and benzene. The Company has no need to invest in fixed assets for its business. When the Company receives customer’s purchase order, it seeks to obtain products from both domestic and foreign oil suppliers. In case customers need the Company to deliver the products, it hires an independent transporter to deliver to customer’s defined destination. For customers who would like to receive fuels in the sea, the Company hires oil transporter to deliver the product to them. If customer has a ship at a port or a customer on land, the Company hires tank trucks to deliver the product to customer’s defined destination. The Company has a policy to send its inspector on board from loading port to destination to ensure that product specification and quantity is correct, and delivery is on time, so customer feels confident on service delivered. The Company’s profit derived from the difference between oil cost, including other price-related costs, and selling prices. Since its establishment, the Company gain operating profit on marine and land oil distributor.

The Company registered as oil trader pursuant to Section 10, which sales quantity of each type or all types of oil is 30,000 metric tons or more annually (approximately 36 million liters) but not more than 100,000 metric tons (approximately 120 million liters). For LPG, the quantity is less than 50,000 metric tons and more than 30,000 metric tons annually, or a trader with storage tank of each type or all types more than 200,000 liters. The quantity of oil sold annually is all fuels imported, purchased, refined, produced, or obtained, excluding quantity procured for legal reserve.

In 2015, The company expanded the international oil trading market by established Sea Oil Offshore Limited "SOO", the Federal Territory of Labuan, Malaysia. With the objective to trade fuel internationally and expand its business overseas and then in the same year, the company had established Sea Oil Petroleum PTE. LTD. ("SOP") in Singapore for oil trading and bunkering in Singapore that expand to the overseas customer and supplier base.

In 2020, the company has expanded its marine and land fuel distribution business both domestically and internationally with Titan Twenty Company Limited, Vega Twenty Company Limited and Orion Twenty Company

Limited at Newly registered in October 2020 to support the growing oil Trading business. In December 2020, Sea Oil Petroleum PTE. LTD. Established a subsidiary called "Sea Oil Petroleum AS" in Norway for oil trading and expand the market to other continents.

The company also provides services in the provision of food, raw materials, and other services. For employees in oil and gas drilling both in the sea and on land (Supply Management). Because the company has a customer group that is a supply & service boat and passenger ship, crew boat. Therefore, the company sees the opportunity to provide food, cleaning service and laundry service (Catering and Service) for oil and gas drilling staff. To provide services that cover the needs of this group of customers.

The company has invested in Pan Orient Energy (Siam) Limited ("POES") in the proportion of 49.99% of the total issued and paid-up shares of POES. Which is a petroleum and natural gas production and exploration company on land in Thailand and possessing the concession block L53/48, located at Kamphaeng Saen district Nakhon Pathom. Which has a petroleum production period of up to 20 years. The investment in business with POES, which related with the current business, enabling the company to learn and experience from the exploration, production and distribution petroleum business, which leads to the long-term concession rights.

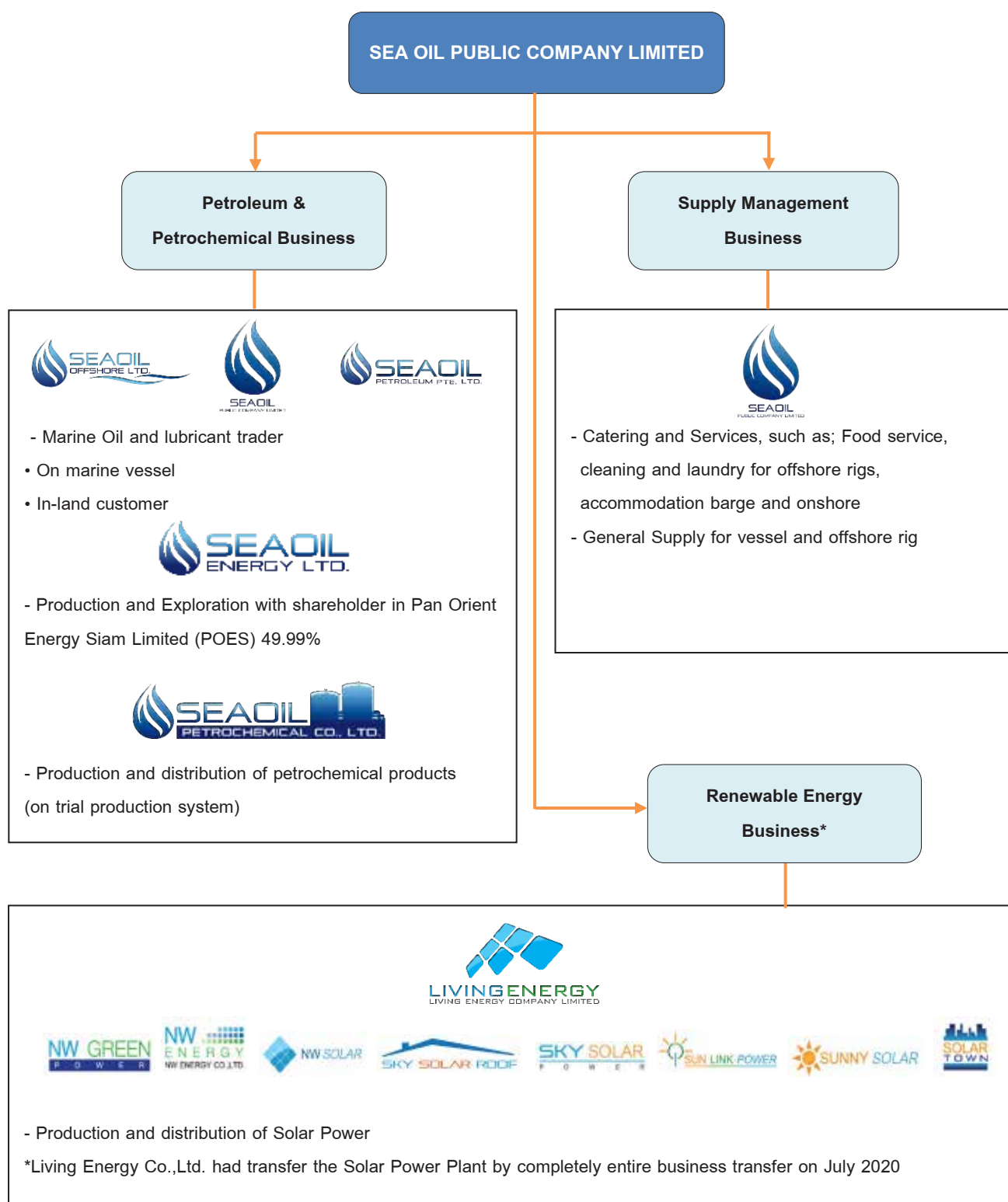
Furthermore, the company purchased ordinary shares of Sea Oil Petrochemical Company Limited ("SOC") or formerly Nakhon Chai Prakan Chemical Co., Ltd., which is engaged in the production and distribution of solvents and liquefied petroleum products including white spirit, rubber solvent, diesel and fuel oil. By operating Condensate splitter of SOC, which located at Amata City Industrial Estate Chonburi province. The production capacity approximately 180,000 liters per day. Since April 2019, the company started production and recognized income.

In 2017, the company invested in businesses that produce and sell electricity from solar energy (Solar Rooftop), which has already been operated by Living Energy Company Limited and its subsidiaries in the power plant group Total 10 solar projects with a total size of 7.825 megawatts. With the entire business transfer method (Entire Business Transfer) and the company recognizes income after applying the transaction is completed in February 2017. subsequently on 24 July 2020, the Company has completed the disposal of the investment with the entire business transfer method that total sales amount of 215 million baht.

Objective funding in which the offering of debentures is spend as follows;

Funding	Estimated amount of money spent (Million baht)	Estimated time spent	Details / The progress of money spent
To repay the loan from the issuance of debt and used as working capital in business	400	2 Years Maturity Date is February 23, 2020	The company issued debentures of Sea Oil Public Company Limited, due in 2020, to offer to the financial institutes or major investors (II & HNWI) Issued Date February 23, 2018 with issued value 400 million baht, the coupon rate is Fixed at 5.90% Per year (Pay interest every 3 months) in which the company has already redeemed on schedule of Maturity Date.

1.2 Nature of Business



Revenue Structure

The main revenue of Sea oil Public Plc. Group company consists of 1) Revenue from fuel and lubricant , the company sales both marine and Jobber (inland) in all market (domestic and international) 2) Revenue from Catering and Service for drilling crew on accommodation barge in Oil & Gas Exploration 3) Revenue from the electricity generation and distribution of Solar Rooftop by Living Energy Company Limited that the Company has completed the disposal of the investment with the entire business transfer on July 24,2020 and 4) Revenue from the production and sale of Solvent by Sea Oil Petrochemical Co., Ltd. The Revenue structure can be summarized as follows

Consolidated financial statement * (Unit: Million Baht)	Operation by	Shareholder Ratio %	2018		2019		2020	
			Value	%	Value	%	Value	%
Revenue from Fuel Sales	SOT / SOP	100% / 95.37%	4,649.22	98.21	6,112.33	94.58	5,141.42	97.07
- Marine			4,568.10	96.50	5,697.32	88.16	4,240.03	80.05
- Inland			81.12	1.71	415.01	6.42	901.39	17.02
Revenue from services	SOT	-	50.21	1.06	48.83	0.75	120.46	2.27
Revenue from production and Solvent Sales	SOC	100%	-	-	255.20	3.95	13.09	0.25
Other income			34.55	0.73	46.33	0.72	21.85**	0.41
Total			4,733.98	100.00	6,462.69	100.00	5,296.82	100.00

* Revenue from Electricity generation and Distribution power which is discontinued operations (Year 2020: 29.43 million baht, Year 2019: 56.70 million baht, Year 2018: 77.71 million baht)

** Other income such as interest, fines from breach of trading agreement , compensation cases and others

1) Description of Products & Services

(1) Marine Bunker Fuel and lubricant business

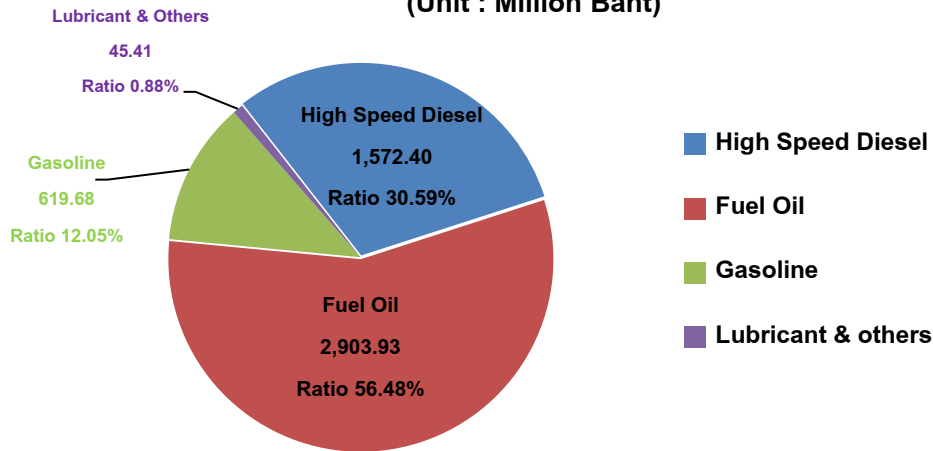
The Company sells fuel and lubricant upon specific requirements of the customers. Upon receiving order from the customers, the Company will supply the products according to requirements of the customers obtained from major oil producers or traders, for example Bangchak Petroleum Plc., Chevron Thailand, IRPC Plc. and Thai oil Plc. In case that the customers require transportation service, the Company will hire qualified independent transporters to deliver the products to the specified destination. Bunker barge will carry products to the customers anchored off the coast. For the customers anchored at sea port, truck or bunker barge will be used to deliver products. Truck is also used as vehicle to carry product to the onshore customers. The followings are products that the Company sell:

- Marine Fuel: High Speed Diesel, Fuel Oil and Gasoline
- Lubricant Products: Engine oil, gear oil, hydraulic oil, main engine oil, turbine & compressor oil, etc.

Revenue from oil trading for each product from the company and its subsidiaries for the year 2020 as follows:

Revenue from oil trading by Type of product 2020

(Unit : Million Baht)

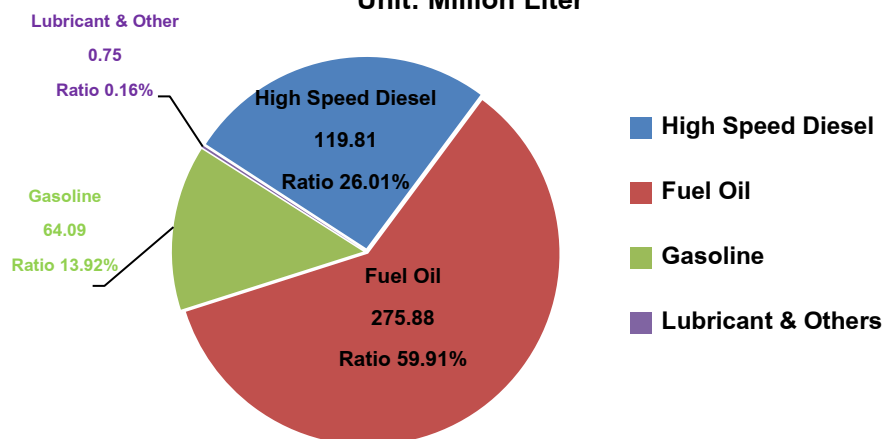


Revenue from Oil trading (Unit: Million Baht)	2018		2019		2020	
	Value	%	Value	%	Value	%
Fuel Products	4,625.43	99.49	6,071.81	99.39	5,096.01	99.12
- High Speed Diesel	2,196.07	47.24	2,173.47	35.56	1,572.40	30.59
- Fuel Oil	2,428.11	52.23	3,665.71	59.97	2,903.93	56.48
- Gasoline	1.24	0.03	232.63	3.81	619.68	12.05
Lubricant & Others	23.79	0.51	40.52	0.66	45.41	0.88
Total	4,649.22	100.00	6,112.33	100.00	5,141.42	100.00

Volume for each product as follows:

Product-based Oil Distribution Volume 2020

Unit: Million Liter



Oil Distribution Volume Unit: Million Litre	2018		2019		2020	
	Volume	%	Volume	%	Volume	%
Fuel Products	269.93	99.97	407.46	99.87	459.78	99.84
- High Speed Diesel	105.25	38.98	117.50	28.80	119.81	26.01
- Fuel Oil	164.44	60.90	274.15	67.19	275.88	59.91
- Gasoline	0.24	0.09	15.81	3.88	64.09	13.92
Lubricant & Others	0.09	0.03	0.54	0.13	0.75	0.16
Total	270.02	100.00	408.00	100.00	460.53	100.00

(2) Catering & Housekeeping Service, General Supply, and other services

- Catering & Housekeeping service provided for drilling crew on board offshore accommodation barges and accommodation rigs and offshore & onshore oil field.

In 2020, The Company had received the new two contracts of Catering Service and Housekeeping project (S1 Site and Offshore Site) from PTTEP Siam Company Limited and PTT Exploration and Production PLC. in contract period 3 years that started on July 1, 2020. The Company provides catering service as well as remote food for residents / visitors, cleaning, and laundry on the assigned accommodation barge.

For serving in the food, cleaning and laundry businesses, the Company has entered a contract to hire a food preparer / supplier because of the company has more experience in the food service business, cleaning and laundry and well-equipped personnel as well as various equipment, tools and machinery to provide quality service.

- General Supply

As an expansion of Catering and Service business, the Company acts as a supplier for raw materials, foods, provision and other services to vessels and offshore oil & gas exploration business customers who constantly require those products for their operation. Products must be of high quality and hygienic to the needs of customers including oil rig. There is a need for food or supplies throughout the operation period.

(3) Solar Power Plant business

Operated by Living Energy Co., Ltd. and its subsidiaries ("Living Group") is a renewable energy business to generate electric power by Solar rooftop that uses the appropriate technology and provides the stable return in the long run. Including the services of supervising the operation and maintenance of solar power plants.

The Living Group has 10 Solar Power Plants projects (Solar Rooftop), a total capacity of 7.825 MW, all of which has been commercially distributed as Commercial Operation Date (COD) to the Provincial Electricity Authority (PEA) 7.600 MW and Metropolitan Electricity Authority (MEA) 0.225 MW and all projects COD in March 2015. The term of the agreement is 25 years since SCOD (Schedule Commercial Operation Date). The Feed in Tariff rate of PEA 6.16 Baht per kWh and MEA 6.55 baht per kWh that fixed rate throughout the contract period. In the present time, The company has completed the disposal of the investment with the entire business transfer on July 2020.

(4) The production and sale of Solvent

Our company operates a Condensate splitter business under Sea Oil Petrochemical Co., Ltd. which turns Condensate (Light hydrocarbon compounds) to produce solvent used in various industries such as rubber production, solvent production in the paint industry. The production process uses the principle of boiling point difference of the hydrocarbon compound. Which the main of products received are Rubber Solvent, White Spirit and By-Product, some diesel.

❖ Distribution and Service Channel

Fuel Products:

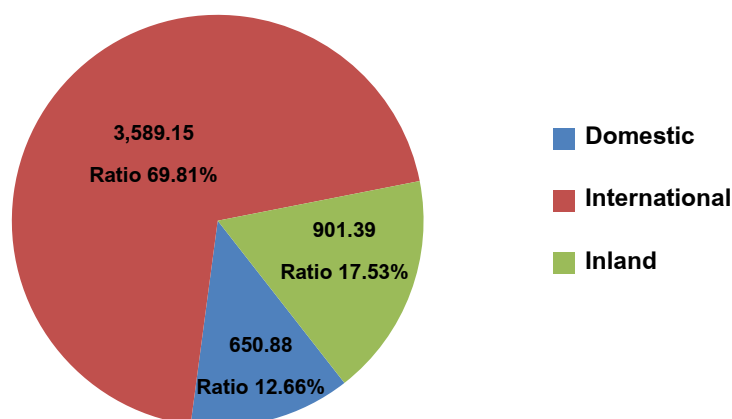
SEAOIL supplies and distributes fuels and lubricant products through two main channels which are marine fuel distribution and inland (Jobber) distribution.

- Marine fuel distribution:
 - Domestic supply to all kinds of ships in Thailand
 - International distribution to customers' vessels needing fuel supply abroad
- Inland (Jobber) distribution to local industries for example, land transportation fleets, passenger vehicles, etc.

The Company's revenue from fuel and lubricant sale by distribution channels as follows:

Fuel Sale Revenue by Distribution Channel Year 2020

(Unit: Million Baht)



Sales Revenue (Unit : Million Baht)	2018		2019		2020	
	Value	%	Value	%	Value	%
Marine	4,568.10	98.26	5,697.32	93.21	4,240.03	82.47
- Domestic	1,065.06	22.97	895.77	14.65	650.88	12.66
- International	3,512.04	75.28	4,801.55	78.56	3,589.15	69.81
Inland (Jobber)	81.12	1.74	415.01	6.79	901.39	17.53
Total	4,649.22	100.00	6,112.33	100.00	5,141.42	100.00

Supply Management

- Catering and service provided offshore for drilling crew on board accommodation barges and accommodation rigs in the Gulf of Thailand as well as onshore oil field.
- General supply to domestic and international vessels, including offshore oil & gas exploration in the Gulf of Thailand.

Production and Distribution of Electric Energy

■ Solar Power Plant Project of the Living Group is classified as a **Very Small Power Producer (VSPP)**. The electricity supplied to the MEA and PEA. Power Purchase Agreements (PPA) of 10 projects. The distribution channel connects the power from each project to the power station of the MEA or PEA. Electricity sales volume, calculate from the power unit through the electricity meter at each power supply of each project and distribute to the public.

Production and Sale of Solvent

The Sale of Solvent are main in 2 ways :

- Domestic - the product is White Spirit by 52.96% from all products
- International -the products are Solvent and Diesel that distribute to our neighboring countries such as Laos , Myanmar by 47.04% from all products

2) Target Group and competition industry

Fuel Distribution

There are numbers of marine fuel suppliers in Thailand, which could be categorized into two major groups as follows:

1. Petrol producers comprising PTT Plc., Chevron (Thailand) Co., Ltd., the Shell Company of Thailand Ltd., Bangchak Petroleum Plc., IRPC Plc., etc.
2. Petrol traders SEAOIL has been a trade partner of the above oil producers. By accumulating orders from several retail customers, the Company can place a big lot of purchase orders with those producers and, hence, can procure fuel at a low cost and earn a profit from its fuel distribution.

Catering and Service

There are three providers of catering and service to accommodation barges, oil & gas rigs and accommodation rigs, in employment of a catering and service provider, operators of oil & gas rigs, accommodation rigs or accommodation barges will invite service providers with sound track records to submit bids and will select the one that offers the most attractive price and best terms and conditions. Thus, factors crucial to such employment decision are pricing, track records and financial soundness of service providers.

General Supply

Customers select a provider of general supply based on their good business relationship, reliable track records, and offering of quality products at a reasonable price. As such, competitive advantages for service providers lie in their good relationship with customers and cost-effective product procurement.

Solar Power Plant business

Demand for electricity in the country continues growth. The Living Group company supply the electric energy for MEA and PEA under the term of Power Purchase Agreements (PPA) only.

Production and sale of Solvent

Our company produces Solvent products according to requirements of customers from order by order.

Target Group

Marine fuel and lubricant business

Target groups for this business are all types of vessel e.g. tanker, cargo vessel, fishery vessel and vessel used in oil & gas production and exploration (crew boat and supply & service boat). The company sells products to both end users and wholesalers who then resell them to various types of vessel.

Inland fuel and lubricant business

Industrial factory and other businesses such as passenger bus and various size of transporter are target groups of this business. The Company also sells products to wholesaler.

Catering and Service business

Accommodation barges and rigs located in Gulf of Thailand and Andaman Sea as well as onshore oil fields are target group of the Company for this business.

General Supply business

This business shares the same target groups of customers with marine fuel and lubrication business which are vessels with both local and international route as well as crew boat and supply & service boat including onshore oil field with no Catering and Service available. These groups of customers require cooking ingredients, foods, provision, and other services for their staff who in charge on vessels and rigs.

Production and Distribution of Electric Energy

Target groups include the government, state enterprises, private sectors, large industrial plants, and people who want to use electricity as prescribed by law.

Production and sale of Solvent

Target groups are specific industry that can use Solvent in production process which are Rubber Industry, Color product industry. Most of the client is an External group.

3) Supply product and services

Fuel Distribution

The company will contact the major fuel producers or traders. ("Supplier") to provide products to customers and fuel supplied in marine and inland by the company must be the fuel that meets the specifications and standards as agreed with the customer. The company will purchase oil from a large domestic fuel producer or trader such as PTT Plc., the Shell Company of Thailand Ltd., Chevron (Thailand) Co., Ltd., Bangchak Petroleum Plc., IRPC Plc., etc.

Catering and Service

The company setup Catering & Supply Management department and provides personnel with expertise and experience in providing catering services in order to service standards including procurement and preparation in terms of locations and equipment used in business operations such as cold storage, warehouse, cold container, General container, transportation vehicles, and training for development of personnel in operation to be ready in terms of quality, safety, occupational health and environment according to the GMP standards, HACCP and Food Safety hygiene Practice, ISO 9001:2015 that certify to request and standard of customer.

General Supply

The company will provide services, raw materials for food preparation, supplies and other services as the quality requirements of customers by procuring from distributors of various types of products ("Distributor") according to customer requests. The company will accept customer orders before sending them to distributors for the preparation of supply products and delivery to destination of customers.

Solar Power Plant business

The Living Group has the qualifications as specified by the Electricity Authority and the Ministry of Energy when applying for the distribution and connection of the electrical system with Photovoltaic (PV) or Commercial Rooftop systems. the Living Group generates electricity for distribution to the Metropolitan Electricity Authority and the Provincial Electricity Authority by connecting electricity from each project to the station and the power system of the MEA or PEA.

Production and sale of Solvent

The company is operated by procurement of condensate raw materials (light hydrocarbons) from major oil producers to produce a solvent as the needs of the customer groups.

4) Assets in business operation

Fuel Distribution

As of 31 December 2020, the Company has assets which are office building lease and building improvement, furnishings and office equipment, vehicles and assets under construction that having the book value is 17.08 million baht. About Transaction of Fuel Distribution, The Company's assets are not used for merchandising or delivery from the origin to the end customer.

Catering and Service & General Supply

As of 31 December 2020, the Company has assets and equipment used in business operations such as Warehouse, Cold storage container, General container that having the book value of 12.08 million baht for used in food service, cleaning and laundry businesses and raw material services for food preparation, supply of supplies and other services.

Solar Power Plant business

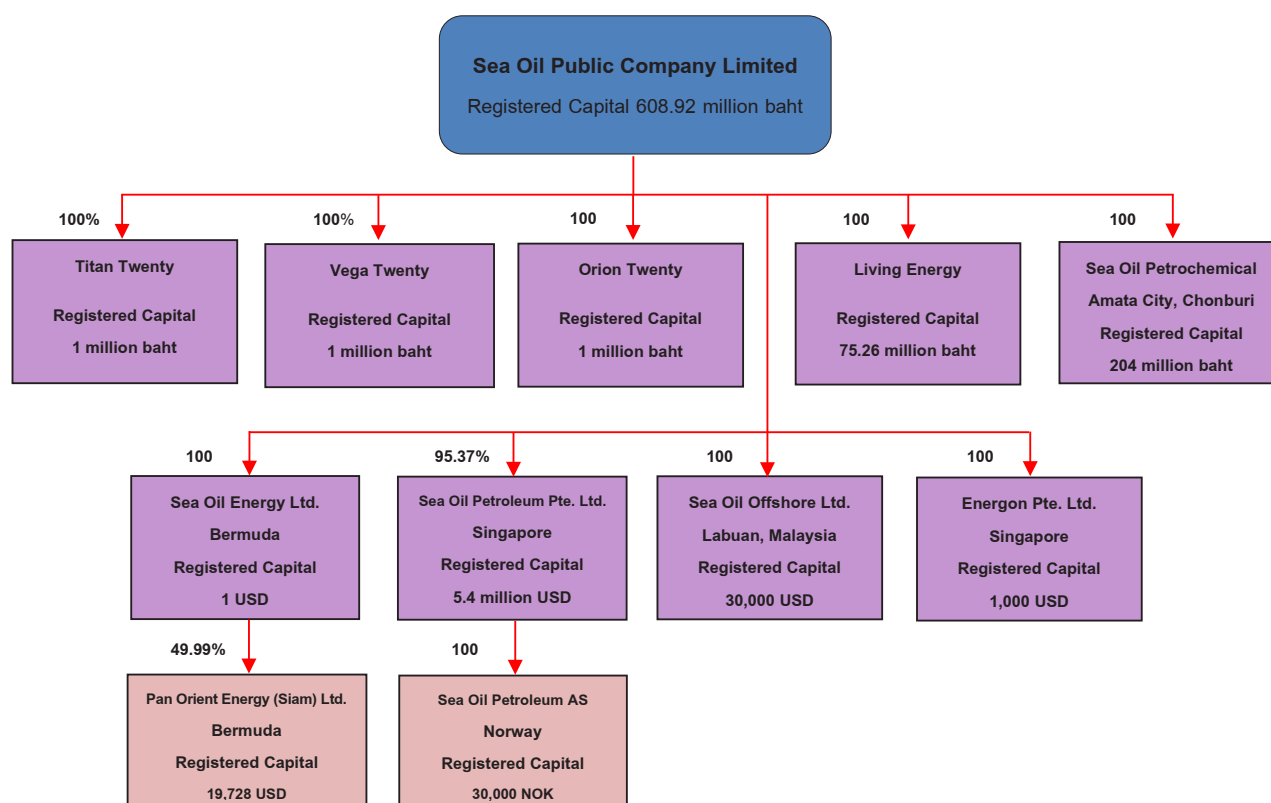
As of 24 July 2020, the Living Group is a group of entities that have disposed of discontinued operations. Right-of-use assets of 117.27 million baht with a net book value of 154.27 million baht. The company has completed the disposal of the investment with the entire business transfer.

Production and sale of Solvent

As of 31 December 2020, the Company's assets are land, buildings, furnishings, and office equipment that having the book value of 227.10 million baht.

1.3 Shareholding Structure of the Company Group

1) Organization of The Company and subsidiaries as of December 31, 2020 as follows



Information of the company and its subsidiaries name, Location of head office, type of business, telephone number, The number and type of total paid-up shares of the Company and its subsidiaries. Details are listed in Section 5, General information and Other significant information.

Investment in subsidiary company

As of 31 December 2020, the Company's Financial Statement, the Company's investment in subsidiaries as the value of cost approach was 558,137,057 baht consisted as follows

Investment in Sea Oil Energy Limited, Bermuda, valued 32 baht (1 US dollar), 100% of fully registered capital as issued and paid-up capital.

Investment in Sea Oil Offshore Limited, Labuan, Malaysia, valued 0.98 baht million (30,000 US dollar), 100% of fully registered capital as issued and paid-up capital.

Investments in Sea Oil Petroleum Pte. Ltd., Singapore has 0.75 million ordinary shares at a price of 1 US dollar each and 4.40 million preferred shares at a par value of 1 US dollar per share in the amount of 4.40 US dollar or equivalent to 147.17 baht million. Such preferred shares are non-voting rights and cumulative dividends of 5.65 % per year. Thus, the Company has the right to vote 75% of total investment in Sea Oil Petroleum Pte. Ltd. in amount of 174.15 million baht (5.15 million US dollars), equivalent to 95.37% of the issued share capital and the company has already paid in full.

On 31 December 2020, Sea Oil Petroleum Pte. Ltd. invested 30,000 shares at NOK 1 in ordinary shares of a newly registered company, Sea Oil Petroleum AS, totaling NOK 30,000 or equivalent to Baht 103,191. The amount of share invested is 100% of issued share capital.

Investment in Sea Oil Petrochemical Company Limited ("SOC"). On 11 April 2016, the Company acquired shares in SOC (formally known as Nakornchai Prakan Chemical Company Limited), which operates the condensate splitter business, production and distribution of solvents and all types of liquefied petroleum products in the amount of 1.5 million shares with a par value of Baht 100 per share, representing 99.99% of the total issued and paid-up shares capital of SOC.

On March 27, 2018, SOC increase its registered capital of 0.54 million shares to total registered capital of 2.04 million shares at Baht 100 per share. the company has paid for the full payment of the additional value. Total capital investment in SOC are amount 189.82 million baht

SOC has the recoverable amount lower than its carrying amount resulting from the decrease in subsidiary's operating results. on the book value adjusted by the fair value of property, plant and equipment. The fair value less costs of disposal is Baht 48.52 million. Therefore, the company recognized impairment loss of investment in the subsidiary in an amount of Baht 141.31 million

Investment in Living Energy Company Limited ("LIV"). On 24 February 2017, the Company acquired shares of LIV in the amount of 0.75 million shares at a price per share value of 249.80 baht with total of 188 million baht from on entity under common control. The Company recorded other direct expenses related to the acquisition of investment in amount 5.16 million baht, In combination, total cost of investment of 193.16 million baht.

On 24 April 2020, the Board of Directors' Meeting of Sea Oil PLC. No. 2/2020 had a resolution to approve the disposal investments in eight subsidiaries of Living Energy Company Limited ("Solar Group"), which represents

99.99 percent of the total shares of the subsidiaries held by Living Energy Company Limited. The subsidiaries consist of (1) Sky Solar Roof Company Limited, (2) Sky Solar Power Company Limited, (3) NW Green Power Company Limited, (4) NW Energy Company Limited, (5) NW Solar Company Limited, (6) Sunny Solar Company Limited, (7) Sun Link Power Company Limited, and (8) Solar Town Company Limited. The disposal of investments was made by transferring the entire business of Solar Group to a buyer with the total consideration amount of Baht 215.00 million.

Investment in Energon Pte. Ltd., Singapore. On 29 November 2019, the Company invests in ordinary shares in the amount of 1,000 shares with a par value of 1 US dollar per share, as total 1,000 US dollar or equivalent to 30,407 baht, representing 100% of fully registered capital as issued.

On 1 October 2020, the Company invested 10,000 shares at Baht 100 in ordinary shares of newly registered company, Titan Twenty Company Limited, totaling Baht 1 million. The amount of share invested is 99.99% of issued share capital.

On 2 October 2020, the Company invested 10,000 shares at Baht 100 in ordinary shares of newly registered company, Vega Twenty Company Limited, totaling Baht 1 million. The amount of share invested is 99.99% of issued share capital and the Company invested 10,000 shares at Baht 100 in ordinary shares of newly registered company, Orion Twenty Company Limited, totaling Baht 1 million. The amount of share invested is 99.99% of issued share capital.

Investment in Joint Ventures

As of 31 December 2020, the Company and its subsidiaries invests in Joint Ventures by equity method valued 1,103.81 million baht as Sea Oil Energy Limited acquires share of Pan Orient Energy (Siam) Limited ("POES") in February 2015, with petroleum exploration and production in Thailand as total 9,863 shares in approximate 49.99% of the total issued and paid-up capital of POES.

On 17 January 2020, POES declared dividend payment to shareholders in an amount of CAD 8.60 million or equivalent to Baht 198.62 million. The declared dividend is for SOE in an amount of CAD 4.30 million or equivalent to Baht 99.30 million and then On 10 August 2020, POES declared dividend payment to shareholders in an amount of CAD 5.62 million or equivalent to Baht 129.48 million. The declared dividend is for SOE in an amount of CAD 2.81 million or equivalent to Baht 64.74 million.

Relationship with the business group of major shareholders

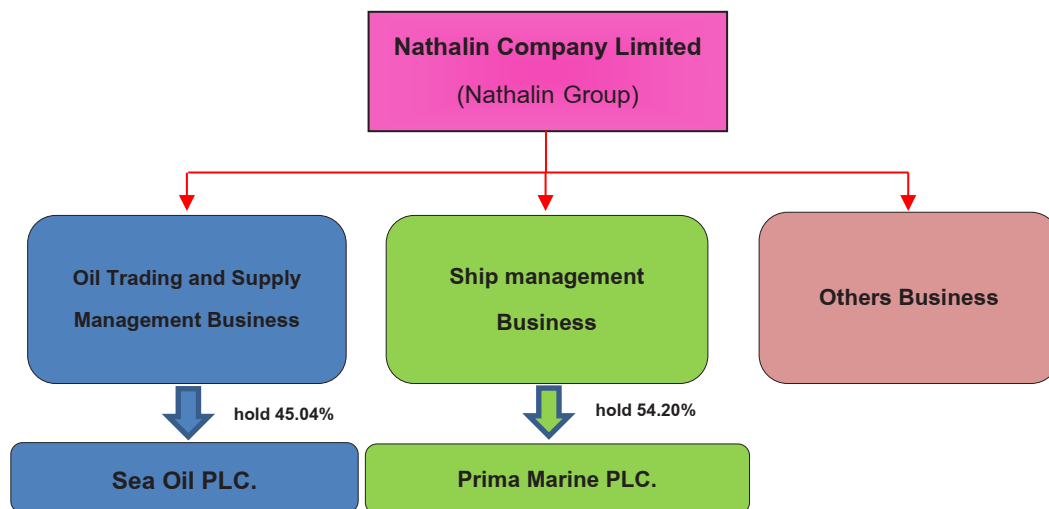
The Company has a major shareholder, Nathalin Company Limited ("Nathalin"), which owns 45.04%. The Company is a subsidiary of Nathalin. Nathalin Group's business is associated with oil transportation by vessel. Nathalin Company Limited has provided oil transport by sea for more than 30 years. The Company is the only company in Nathalin Group to run fuel sale business. Nathalin has an anti-competition agreement with the Company in order to confirm that Nathalin, whose business, conflict-prone personnel, and relevant persons, according to the Announcement of the Securities and Exchange Commission on the Definitions in the Announcements Concerning Issuance and Sale of Stocks, will limit its business and agrees not to run business or control over legal persons whose business is similar to and/or is competitive against the Company's current supply management business, including new business in the

future. Nathalin will notify and monitor its conflict-prone and relevant people to ensure they are aware of and comply with the agreement. The agreement sets forth penalty against Nathalin should it be violated.

The Company earns income from selling products and services to the Nathalin Group, the Company has a policy to determine the selling price to companies in the Nathalin Group as well as selling price same to general customers. However, the company plans to reduce its dependence on sales revenue to Nathalin Group with plans to increase sales volume to both domestic and international customers that non-Thai marine vessels or vessels carrying supplies / consumables of oil and gas rigs including continually maintaining good relationships with existing customers. The company has also been constantly seeking opportunities to increase several large clients for increased the Company's revenue and profit.

The Company hires oil tankers of the Nathalin Group to transport oil that is procured from abroad for delivery to overseas destinations due to the size that is suitable for transportation in the manner of bulk orders of oil and is an international route. However, the company always compares the shipping cost, quality, and reliability of shippers before outsourcing if the third-party shippers can provide the same quality as the Nathalin ships at reasonable prices. The Company can be hired shipper / carrier for the above-mentioned oil transportation.

Nathalin Group Structure as of 31 December 2020 shown as follows



2) Shareholder

(1) Major Shareholders

The shareholders name list of the Company as of 17 March 2020 counted all shareholders concerned in accordance with section 258 of the Securities and Exchange Act B.E. 2535 as follows

Shareholder Name	Capital Structure	
	Amount	%
1. Panboonhom Group	314,967,255	56.90
1.1 Mr. Churdchoo Panboonhom and Wife	58,984,908	10.66
1.2 Miss Neeracha Panboonhom	4,400,000	0.79
1.3 Miss Paleerat Panboonhom	787,605	0.14
1.4 Nathalin Company Limited*	249,332,742	45.04
1.5 Austin Asset Limited**	1,462,000	0.26
2. Mr. Seksan Setthasakon	23,107,900	4.17
3. Mr. Apisit Rujikeatkamjorn	17,200,000	3.11
4. Mr. Thada Olaric	16,269,832	2.94
5. Mr. Nopporn Luangtana-anan	6,793,283	1.23
6. Miss Viorn Tongtaeng	6,196,094	1.12
7. Miss Kingamol Kasemwilas	5,426,900	0.98
8. Miss Chalinee Katekaew	5,367,482	0.97
9. Mr. Chansak Fuangfu	4,875,200	0.88
10. Miss Prattana Chaiphromprasit	4,385,800	0.79
11. Mrs. Sirilak Chaiphromprasit	4,000,033	0.72
12. Mrs. Dararay Ratanachaiwan	3,129,600	0.57
13. Mr. Suraphon Meesathien	2,958,329	0.53
14. Thai NVDR Company Limited	2,934,564	0.53
Others Shareholder	135,947,390	24.56
Total	553,559,662	100.00

Remark *Nathalin Corporation Company Limited holds 9,999,911 shares in Nathalin Company limited, equivalent to 99.99% of the shares sold. Mr. Churdchoo Panboonhom holds 9,998 shares in Nathalin Corporation Company Limited, equivalent to 99.98% of the shares sold.

**Austin Asset Limited is the company registered in Hong Kong Special Administrative Region with Nathalin Company Limited holding 10,000 shares, equivalent to 100% of the shares sold.

(2) The Majority Shareholders had power to determine the policies or the Company' operation.

Nathalin Company Limited who is a Majority Shareholder has presented 3 persons to be the directors which are Mr.Prompong Chaisrisawatsuk, Mr.Suraphon Meesathien and Miss Neeracha Panboonhom.

1.4 Number of registered capital and paid-up capital

As of 31 December 2020, the Company had a Registered Capital 608,915,628 Baht, divided into 608,915,628 Ordinary Shares, 1 baht each and Paid-up Capital 608,914,791 Baht, divided into 608,914,791 Ordinary Shares, 1 baht each.

1.5 Other Securities

The company issued debentures of Sea Oil Public Company Limited, due in 2020, to offer to the financial institutes or major investors (II & HNW). Details of the debentures are as explained below.

Debenture No.	Issued value (Million Baht)	Non-maturity value (Million Baht)	Issued Date	Maturity Date	Redemption status
Specify the name of the unsubordinated shareholders with insurance and the bondholders' representative	400	400	February 23, 2018	February 23, 2020 (2 Years)	All debentures have been fully redeemed.

1.6 Dividend Policy

The Company has the policy to pay dividend at not less than 30% of net profit after corporate income tax and all reserves as required by law and as set out in the Company's Articles of Association. The Board of Directors has authority to approve dividend payment by taking into consideration of various factors in the interests of the shareholders such as fund reserve for loan repayment, investment plan for business expansion, or for boosting of cash flow in the event of impacts from changing market condition. The Board of Directors' resolution for the dividend payment shall be subject to approval from the shareholders' meeting, unless it is an interim dividend payment which the Board of Directors has the authority to approve and then report to the next meeting of shareholders for acknowledgement.

2. Risk Management

2.1 Risk Management Plan & Risk Policy

The Board of Directors and Executives of SEOIL Group realize the importance of corporate risk management. This is part of good corporate governance and it's important base to support effective operations to achieve organizational goals and drive the organization to grow sustainably. The company has set the risk management policy as follows:

1. Establish international quality risk management processes, guidelines and measures that are appropriate and sufficiently. Risk is measured both qualitatively and quantitatively based on likelihood and impact.
2. There is a risk limit to limit the damage that may occur to the acceptable level, including measures to prevent, correct and reduce the risk that will occur
3. Establish the communication system, reports and processes for regularly monitoring and evaluation. This is to ensure that the governance structure and responsibilities are appropriate and promote effective risk management.
4. Promote a risk management culture to create a shared understanding, consciousness and responsibility regarding risks, controls, and their impacts on the organization.

The Board of Directors has appointed a Risk Management Committee with the President & Chief Executive Officer to be the chairman of the risk management committee and the executive of each department including advisor as a working group with the duty to review risk factors and manage the risks under acceptable risk level and report to the Audit Committee for acknowledgment every quarter.

The Board of Directors has assigned the Audit Committee to review and follow up the risk management to be appropriate and effective. Also reports on risks that may affect business plans and corporate strategies which has high and very high risks to the Board of Directors for acknowledgement.

2.2 Risk Factors for the Company's Business Operation

Strategic & Investment Risk

1. Risk from oil price fluctuations

Oil prices fluctuate from factors as supply and demand of the market, each country's oil reserves, climate or season and oil production policies of OPEC countries, etc. World oil prices steadily fluctuated which impact on company sales revenue, but not significantly effect to company profit. Since the Company is strictly on pricing policy as Cost Plus Pricing Method and no legal reserve inventory cost. Further, the Company's customers are mainly a marine bunker both in country and overseas, industrial and entrepreneur businesses sector which those are oil consumers with continuous business operations. The Company believes that the volatility of oil prices does not directly affect the fuel consumption of its customers.

However, Fluctuations in oil prices may have an impact on the investment project in the joint venture Pan Orient Energy (Siam) Limited (POES), which operates in exploration and production of petroleum. The Company manages price risk with POES partners by analyzing the impact of oil prices at all level of prices with revenues and profit to find the effective way to manage operating costs, including adjusting the production plan to suit with oil price situation and sustain safe production.

2. Risk from market competition and new entrepreneur

There are a lot of existing entrepreneurs in marine fuel business, thus being conducive to intense competition especially in pricing. Since marine fuel business does not require huge investment in fixed assets, it is easy for new entrepreneurs to enter the market. A key factor to success in marine fuel business is knowledge of salesperson expertise in product, standard delivery on time and complete quantities in accordance with customer requirements and Developing international service standard. The Company gives importance to its employees, an important resource in business operation, by offering reasonable compensation and providing regular training to enhance their knowledge, capability, and awareness in skill development.

The company execute strategies to transform competitors into business alliances to find cooperate in develop and enhance business together to create benefits that can complement each other both in short and long term which might allow businesses quickly reach business goals.

3. Risk from reliance on a major oil supplier

The Company has distributed oil from several producers and suppliers, whose selling prices are about the same and based on the market price. Its procurement from one Major oil in Thailand with high volume enables the Company to receive a competitive price and rest assured of fuel supply in oil shortfall situation.

Nevertheless, the Company has distributed oil from other producers and traders. Before placing purchase orders, its sales team will compare daily selling prices quoted by at least two suppliers and traders. Procurement decision is made based on factors such as nature of products, prices, distance of fuel transport to the destination agreed with its customers, etc.

4. Investment risk

The company still focuses on developing opportunities to expand into the energy and petroleum business both in domestic and international, as well as Supply Management business in order to grow the organization continuously in the long term. The strategy to expand investment in both current and new projects, might cause risk of return on investment which may not meet the target under economic conditions, environment, changes in laws or regulations of the investment country.

The company established the policy to invest in subsidiaries and associates by assess and analyze various risks according to level of acceptable risk. There is an investment management department for preliminary data analysis as well as hiring consultants in each area for analysis on the opportunity to invest in the new projects.

Financial Risk

1. Risk from interest rate fluctuations

The Company may be exposed to interest rate increases which impact on financing costs, financial position and business performance. The company currently has a working capital both in short-term and long-term. On the Company's risk management policies, focused on cost management to align appropriate with its business, debenture, margins on sales according to the financial cost. So, the interest expense was offset by the gross profit from sales then the company is not directly affected by fluctuations in interest rates.

2. Risk from foreign exchange rate

The Company has costs of purchasing oil from overseas suppliers or traders and recognize sales revenue in foreign currencies. Forward contracts will be executed in full amount with local commercial banks to hedge against foreign exchange risk that could affect its performance.

3. Company Liquidity Risk

As company continued to expand in petroleum, petrochemical and energy businesses, working capital is considered to be so important which might impact company liquidity. Though the company concerned on management planning focusing on investment in the way of varies financial instruments to in raising funds from shareholders and investors, with working capital management in effective operations. The Company has efficient debt collection management system, they make payments on time. Simultaneously, the company continues to operate its business with full responsibility to creditors and financial institutions throughout the terms of compliance and loan agreement. From this reliability factor, financial institution allocated credit lines and loan facilities for business expansion or working capital.

Operational Risk

1. Risk from delay in collection of payments or debts from customers

The Company has a policy to distribute fuel and lubricant products by granting credit terms to customers. The Company could be exposed from risk involved with customer payment for goods and services or their late payment of debt. The Company has formed a Credit Committee to consider and approve a credit line and credit term for new customers and review on existing, to monitor the follow-up and collection and decide on legal action accordingly. The Credit Committee also review aging report on a monthly basis to closely monitor on debt payment. The overseas subsidiaries have risk prevention of credit term given to customers by considering from credit analysis database credit ranking and have a process to regularly review credit status, Ship Arrest measures under jurisdiction of international maritime law including Trade credit Insurance for reduce the risk from bad debt.

2. Risk from reliance on parent company in Sales of goods and services

The Company has a major shareholder, Nathalin Co., Ltd. which owns a 45.04%. In 2018-2020, the Company generated income from sales of goods and rendering of services to Nathalin Group, representing 6.51%,

5.48% and 5.87% of its total revenues from sales of goods and rendering of services respectively. The Company adopts a pricing policy to Nathalin Group in the same manner as that applicable to its customers in general. The Company has expanded its customer base to other customer groups such as domestic and international Bunker, Non-Thai vessels, Supply boat to Oil & Gas Exploration business, etc. Simultaneously, the Company focuses on maintaining good relationship with existing customers and seeks for opportunities to increase the number of new customers to continuously maximize revenue and profit as well.

3. Risk from hiring of a few number of oil transporters for each distribution channel

As per present Transportation Regulations, the Fuel Oil tanker with size bigger than 500 Ton gross shall be double hull. It causes insufficient tankers in the market. However, the Company has engaged several service providers to support our sales, including raising transporter selection standard by conduct service and performance evaluation on every product delivery to be certain in best quality delivered to customer.

Risk from Information Technology

Due to the company operations mainly rely on information technology system for moving the organization to support business strategies. At present, Cyber Threat is continuously developed and growing threat that is increasing in every organization. It may be impact the credibility, the confidence of customers, and investors or may impact the business strategy. Thus, the company has taken into consideration as a risk and find management measures to prevent such risks. Training is required to enhance knowledge and awareness of information security related to current threats to directors, executives and personnel in the organization continuously. Safety policy formulation on information technology systems and guidelines for the use of computers and the internet correctly and safely. Develop a system or program to monitor behavior and manage threats that attack. Regularly test and evaluate the protection system as well as creating a plan to respond to threats in the event of an attack and regularly test the plan. The ISO 27001 standard is the information security management standard covering access control, confidentiality within the organization, protect the integrity of information and build confidence that information systems are ready for business continuity by creating a backup system that can restore data quickly and accurately.

Safety, Health and Environment Risks

The company is aware of safety, health and environment from operation in business groups which lead to loss, injury, and illness which will affect disruption and business continuity including the impact on the community Society and environment such as the risk of accidents from water and inland transportation, Hygienic Risks from Catering & Housekeeping Services, Risks from Factory and working at height. The company has determined guidelines and operational standards to manage risks of safety, health and environment as follows:

- To determine and announce the Quality, Safety, Health and Environment, CSR Policy for encourage employees to realize the importance of operations under the policy that impact on all stakeholders.

- Established QSSHE department to manage all risks related to quality, safety, occupational health and the environment. Set up Safety Committee for each operating office in each area and working groups for emergency response.
- Define preventive measures and procedures of Oil Inspection in quantity and quality along with rehearsing the emergency plan to comply with the law & Regulations and guidelines for international standards Including related regulations.
- Prepare standard manual and operational procedures such as Quality, Safety, Health and Environment Manual according to GMP, HACCP and Food Safety hygiene Practice, ISO 9001: 2015.
- Safety training such as Defensive Driving Training, Training on the use of various protective equipment, Safety Awareness Training, Tighten the employees to work in strict accordance with the procedures specified by the company.
- Organizing activities to promote Health, Good and safe environment in the workplace.
- The company provides monitoring and measurement of the working environment by measuring as the intensity of light at workplace, the dust, including the noise and temperature from the working environment. Arrange to have electrical system inspection certificate.
- The company has waste management system to prevent the impacts on environment and the community, for example, by waste segregation till the disposal of waste by reliable agency. Provide a waste trap and grease and also wastewater analysis by external inspector
- Provide an Inspector to ensure the oil delivery process ~~is~~ meets the standard both in quality and quantity with safety and measures to prevent oil spills during transportation, to inspect the standard of shipping vessels, equipment and rehearsals of management methods in case of an accident during delivery, so there will be no affect to the community and sea environment.
- Communicating and providing preventive information to all employees about health care, the use of equipment to prevent the spread of disease. Report of risk areas and temperature measurement every time before entering the work area.
- Follow up on risk management results through various risk indicators and report in Management Review Meeting and the Audit Committee for acknowledgment.

Social and Community Risks

The Company realizes the importance of taking care of all groups of stakeholders take into account social and community risks, such as human rights violations in the supply chain. The impact of our operations on the community, Society and Environment. Our CSR working group has been established to enable the organization to comply with the corporate social, community and environmental responsibility policy. As well as to comply with business ethics policy, the Company supports and promotes the development and continuous implementation of the good governance policy. Cultivate a good consciousness in conducting business with social responsibility. Be

honest, transparent, have an ethical practice. Carrying out legal compliance strict on rules and regulations related to the Company's business operations. The Company does not support the act that violates any intellectual property or copyright together in against all forms of corruption. Give priority to basic human rights, fair practices, promote respect for rights and freedoms through non-discrimination. Includes the freedom to give opinions without interference. Provide a communication channel for listening to opinions of stakeholders and a channel for receiving various complaints to the company. There is policy to protect the whistleblowers in the organization.

Compliance Risk

The Risk which is impacted from changes in relevant laws, and regulations from both domestic and foreign governments in which the company invests. Changes in regulations and policies may cause the company not be able to comply with the changes or incomplete which affect the reputation and image, Financial and operational impact, competitiveness and investment. The company has risk management measures by following up on laws, regulations and policies follow the situation and prepare to respond the changes for analyze and find suitable strategies, Good corporate governance policy, Business code of conduct or all employees to know and adhere. Tracking changes by Compliance, Risk Management Committee, Determining a legal database and tracking changes process for all departments can work in accordance with the laws, rules and regulations.

Investment risk of securities holders

Risk from the Major shareholder's Management

As of December 31, 2020, the Major shareholder, Nathalin Company Limited and the persons under Section 258 hold shares in the Company totaling 56.90% of the total paid-up capital of the Company. Hence, they will continue to be a major shareholder owning more than half of total shares and having control power on crucial decisions that require a majority voting, except for issues required by laws or the Company's Articles of Association to be approved by not less than three-fourths of total votes at the shareholders' meeting such as capital increase, capital decrease, partial or entire disposal or transfer of business, etc. As such, other shareholders could risk being unable to collect enough votes to exercise checks and balances over matters proposed by the major shareholder for consideration at a shareholders' meeting.

Moreover, the Company clearly defined scope of authority of Board of Directors, Audit Committees and Executive Committees and standard. If the Company has a need to do any transaction with a person who may cause conflicts of interest. The company will strictly follow the approval of the transaction and the terms of the Securities and Exchange Commission, Capital Market Commission and The Stock Exchange of Thailand. The person who may have conflicts of interest will not be entitled to vote on the transaction. By the regulatory policy, this is to protect the rights of minority shareholders, such as the disclosure of important information to shareholders through various channels. The opportunity of shareholders to propose to the shareholders' meeting and to nominate candidates to be considered for appointment as Directors. The opportunity for shareholders to freely ask questions at the meeting.

3. Driving Business for sustainability.

3.1 Policy and Sustainability Management Goals

The Company is committed in develop sustainable management practices along with good governance, social and environmental responsibility and consider all stakeholders concerned by conducting business with prudence, adhering to the Code of Conduct and operate business with transparency and transparency under the good corporate governance policy. There is risk management within the organization, internal audit in all processes for the organization to operate efficiently to establish confidence in business partners, customers, shareholders, investors or all stakeholders. Also, including participation in social development and the conservation of natural resources according to the social and environmental responsibility policy to develop and lead the organization towards sustainability in the future and in accordance with the vision and mission of the Company.

In 2020, the Board of Directors has adjusted the policy of social and environmental responsibility to clearly define a framework for conducting business under good corporate governance principles of both the Company and its subsidiaries, and requiring directors, executives and employees to act in the same direction with social responsibility, comply with ethics for the benefit of the organization , which is divided into four practices are : 1) The business with fairness, 2) Respect for human rights / fairly labor practices 3) Responsibility to stakeholder. 4) Responsibility towards the community, society and environment that focuses on community development. Education promotion and environmental conservation, as well as reducing energy consumption in a concrete way. By applying technology in the most appropriate and cost-effective way

The company has The CSR management team -communication and organization image administration- is responsible to control the operation in accordance with the social and environmental responsibility policy. The company analyzes process concerned, such as delivery system, procurement inspection, and assessment of the potential risk to stakeholders at each process, for correct and prevent unintended to all parties.

Especially in the year 2020, the company has focused on the importance of human rights. Promote rights and freedoms through non-discrimination. Including labor, it promotes the development of resources in systematic according to the human resource management policy. The company also concern on the health of employees and society during the coronavirus outbreak (COVID 19), thus adding measures to prevent the spread of COVID 19 equally for all employees.

Business Code of Conduct is a standard that defines good practices of directors, executives and employees in conducting business under the framework of ethics, morality and integrity. By adhering to the duty and responsibility to all stakeholders in a fair and equitable manner. Summary of important details as follows:

- Directors, executives and employees to focus on honesty, transparency, fairness and the interests of the company and shareholders and do not do anything that could cause damage to the company. With the policy of conflict of interest to consider the transaction concerned according to the laws, regulations or requirements of the Stock Exchange of Thailand.

- Directors, executives and employees do not call or accept as well not give a bribe, to trade practice with partners and / or creditors and not to conduct any intention of fraud, corrupt and follow company policy, regulations and the laws. Company has defined the practice of giving gifts, entertaining, donation or charities. Do nothing to encourage the action or involved in law violation. According to the anti-corruption policy including the adoption of practical policies and does not violate intellectual property rights. Together, provide channels to received complaints, suggestions or a clue Fraud corrupt.

- The company has established a code of business ethics. By adhering to ethical principles comply with laws, rules and regulations, requirements of regulators. By treating all stakeholders fairly and equitably to shareholders, customers, business partners, creditors, competitors, government unit, employees, society, community and environment.

The Board of Directors has supervised and followed up to comply with the Code of Conduct in accordance with the law. Rules and regulations established and environment by review at least once a year. For the years 2020-2021 policies and regulations has been revised to comply with the law, social and environmental conditions in sustainability of management goals as follows:

- Reviewing the governance policy, increasing diversity in the structure of the Board of Directors and appropriate acceptance of differences. To promote a different perspective to benefit all stakeholders including the determination of directorship positions in no more than 5 listed companies
- Adjusting the sales policy to be in response with trade market with awareness of the benefits of stakeholders
- Adjusting the credit management policy and the recognition policy for trade receivable impairment to be in line with the rapidly changing new accounting law.
- Adjusting policy for recruiting directors and executives in accordance with the principles of corporate governance and the Charter of the Nominating Committee.
- The use of external communication technology awareness by all directors, executives and employees within the organization, therefore, sets out the policy of using social media.
- The Personal Data Policy accordance with the applicable law on 2019 which will effective in 2021
- Strategic and operation adjustment under the coronavirus outbreak (COVID-19) is a business continuity management policy to prevent business interruption



3.2 Managing the impacts on stakeholders in the business value chain

Business value chain

SEAOIL business value chain					
Type of business	Production factor management	Practical applications	Distribution of products and services	Marketing and Sales	After-sales service
Oil Trading business	<ul style="list-style-type: none"> - The supply of products to meet the needs of customers. - Procurement of products from reliable quality sources - Diverse, Non-Monopolized Producers 	<ul style="list-style-type: none"> - To control the quality of transportation to be safe and have measures to prevent any impact that may occur on the community and the environment - Provide oil inspector to completely monitor quantity and quality deliver of the products orders. - Selection of quality transporters and vehicles 	<ul style="list-style-type: none"> - Increase various distribution channels, including truck tank and bunker vessel - Evaluate the quality of delivery on every delivery. - Evaluate the quality and service of the subcontractor - Increase distribution channels through dealers/agents - Control on time delivery 	<ul style="list-style-type: none"> - The pricing policy for the Cost Plus Margin price is set appropriately. - Communicating and providing accurate and complete information - Sales personnel with business expertise and able to provide accurate advice 	<ul style="list-style-type: none"> - There are channels for receiving suggestions or complaints from customers. - There is an assessment of customer satisfaction.
Catering & Supply Management	<ul style="list-style-type: none"> - Selection of standard suppliers - The use of distributor in site located area to support revenue of the community. - Selection of environmentally friendly products - Employing local staff to generate income for the community - Select quality raw materials. 	<ul style="list-style-type: none"> - Controlling and inspecting the quality of products and raw materials before packing and delivery to customers - Control of cleanliness and safety in work area - Recruiting skilled personnel 	<ul style="list-style-type: none"> - Manage on time products deliver. - Deliver quality products and services with safety 	<ul style="list-style-type: none"> - Providing customer service both onshore and offshore - Fairly price set up for product and service - Arrange variety of food menus with customer health awareness 	<ul style="list-style-type: none"> - There is an assessment of customer satisfaction in providing services. - Providing useful feedback to customers' health

The Company certified in the ISO 9001 quality management system standard to strengthen reliability of its operations, from ordering, receiving, and delivering to the customer. There is also a safety and security system in delivering product from the source to the destination to provide customers with quality products and accurate to meet customer requirement.

The company has prepared to certify ISO 14001 (Environmental Management System) that to achieve environmental development in conjunction with business development With a major focus on pollution prevention and environmental protection, which emphasizes the importance of operating under safety both to employees and all related associates. Raising awareness of employees is always a necessary communication. Therefore, there is a review and emphasis on the performance of the work. Including the development of employees' potential to have the knowledge and expertise to be most efficient in every process. And focus on environmental protection for the benefit of all stakeholders




In Supply Management, the Company provide service with international standard as to select high potential partners and resources. The company has been awarded the safety, security, health and environment from customers, which prove the company's success and ability to respond the needs of customers. Both for Safety, Occupational Health and Environment to perform the task without incident (ZERO Accident).









Stakeholder Analysis in the Business Value Chain

From core business, the Company model as a credible organization, skilled human resources, documentation and operating systems at the international level. As all said, the Company can expand customer market to steadily perform economic growth. The company has Anti-Corruption policy focus on fraud-free operations in every process from executive to employee level, thought the Company can fully collect revenue.

The Company also has a mission to expand its business portfolio. This will generate more profit for the Company in the future and reduce the risk from the core business. To add value to the organization and return benefit to all stakeholders.

Sustainability Management Framework under business value chain focuses on responsibility in the economic, social and environmental aspects, take into consideration both direct and indirect of internal and external stakeholders such as shareholders, investors, employees, creditors, business partners, customers, communities, societies, or outside interested as well as key risks analysis which affect the business sustainability for the Company to participate in the care of all stakeholders.

Topics	Main point of sustainable development	Strategies of management	Support sustainable development (SGDs)	Affectation to Stakeholders
Environment sustainability	<ul style="list-style-type: none"> - Environment-friendly transportation - Awareness in global Energy and environmental conservation 	<ul style="list-style-type: none"> - Quality, Safety, Occupational Health and Environment Policy - CSR Policy 	<div>  12.2 12.4 </div> <div>  14.1 </div> <div>  15.2 </div>	Society and Community

Topics	Main point of sustainable development	Strategies of management	Support sustainable development (SGDs)	Affectation to Stakeholders
Society Sustainability	<ul style="list-style-type: none"> -Maintain operational excellence -Respect for human rights and treat labor fairly -Support employment and community resources Community economy -Develop human resources to aim for leading organizations -Fair business operation 	<ul style="list-style-type: none"> -Quality, Safety, Occupational Health and Environment Policy -Anti-Corruption Policy -Good corporate governance policy and business ethics -Conflict of Interest Policy -Related Transactions Policy -Human Resources Policy and Human Resource Development -Personal Data Protection Policy -Social media usage policy 	<div>  <div>3.8</div> </div> <div>  <div>4.4 4.7</div> </div> <div>  <div>5.1 5.5</div> </div> <div>  <div>8.5 8.8</div> </div> <div>  <div>10.2</div> </div> <div>  <div>12.2 12.4</div> </div> <div>  <div>13.3</div> </div> <div>  <div>16.5 16.6</div> </div>	Investor, shareholders, Partner, customers, Creditors / Financial Institutions, Society and community, Staff

3.3 Sustainability Management in Environmental Dimensions

Environmental Policies and Practices

The Company arranged marine carriers who have been certified by the Hull Standard and strictly complied with the and laws and had standards of safety, occupational health and the environment with standard in safety, occupational health and environment responsible to stakeholders in accordance with the social and environmental responsibility policy.

In 2020, the company has reviewed the CSR policy that focuses on raising awareness of employees at all levels in the conservation of natural resources, protect the environment and reduce energy consumption within the organization to outside the organization and support to training ISO 14001 Standard in The Company promotes corporate social responsibility and environmental responsibility training start with the orientation of directors and new employees. It is also instilled in the management and employees to be consciously aware of the conservation of natural resources and the preservation of the environment. The management and staffs have ongoing quality

improvement activities that promote the conservation of natural resources and the environment, such as oil sample and packaged bottles disposal, energy saving activities, paper reduction activities.

The Company has reviewed the Quality, Safety, Occupational Health and Environment focusing on risk management to prevent the loss in various forms as an accident, force of majeure arising from operations. Along to enhance personnel and contractors to understand their duties and rights to stop working under unsafe conditions. As we also do protect the environment which may affect life, property and community as well as responding to customer needs including Safety, Occupational Health and Environment to operate without accident (ZERO Accident).

Environmental performance

Environmentally friendly transport process

The Company arranged marine carriers who have been certified by the Hull Standard and strictly complied with the and laws and had standards of safety, occupational health and the environment. The carriers should have transportation plans of the marine fuel in order to prepare for each transportation by adhering to the law of the Thai Maritime Navigation Act on Marine Pollution Control. The Company has an inspector to supervise the delivery from the source to the destination. The inspector will manage the shipment to meet the standards of life and environment safety.

In event of emergency, there are international standards such as in oil leakage during shipment, the carrier will use a Boom Oil to prevent oil spills extent to ensure that no pollution is going to the environment. In 2020, the company did not have any emergency which cause oil spill into the sea

As example of oil sample and packaged bottles disposal, the company developed a systematic elimination process and selects high quality oil removers. The plastic bottles will be recycled in accordance with industry standards. Every step of the operation or the company will aware all stakeholders and the environment at most.

For Catering Service activities, company use material and containers that environment friendly, such as a Green Product meal box, biodegradable containers, and other products. Also process of waste are clearly identified as waste categorize which separated as dry waste, wet waste, hazardous waste, recycled waste. If it is wet disposal, we requested Local government agencies to manage them according to the law. For grease, the company has an annual analysis in report.

Chemical handling activities, company has measures for safety in the use and allocation of chemical storage facilities. And there is a safety data sheet of chemicals clearly defined. In order to protect the safety of workers and protect the environment.

Energy and resource conservation activities, the company has a project to control and reduce the amount of energy consumption and resource such as electric, water, diesel, paper, and other Campaign through various media Including banners, e-mail, and other activities for employees to participate and to make employees realize the cost-effective use of energy, reduce use of copy machine to reduce the carbonation from toner and ozone gas. The company also promotes the use of double-sided paper again to reduce quantity use of paper and change format for document keeping by electronic storage to reduce paper.

A solar rooftop power plant that was installed on the roof of the factory, warehouse or rooftop building which if a business that does not destroy natural resources and creates pollution for society, community and

environment. Also, solar panels installed on factories, warehouses or buildings will help reduce the heat from the sunlight shining directly on the object, reducing the use of energy such as air conditioners or fans as well to make the environment more sustainable with the organization.

The company does not yet have information about greenhouse gas emissions data. While the company is on process of report preparing in the future.

3.4 Community Sustainable Development

Social policy and practice

The Company's business operation adheres to the mission in terms of the environment policy and social and environmental responsibility as indicated in Vision and Mission. The importance of social, environmental, and community responsibility is a duty of executive and all employees both inside and outside the organization needing to carry out activities and create participation in such areas, in order to comply with the Quality , Safety, Occupational health and Environment policy including CSR policy.

As the Company core businesses are fuel distributor and food, raw materials and other services supply services mostly to marine customers. The Company is responsible for society and environment in accordance with the corporate governance policy in order to protect marine resources and environment by implementing in compliance with the Business Code of Conduct and cultivate awareness of employees at all levels to be responsible for all stakeholders.

The company also has a policy of management practices towards society, requiring executives to comply with the law and regulations related to Oil trading both onshore and offshore. And will not take any action to promote or encourage illegal practices. Adhere as our commitment to operate continuously concerned with social and environmental responsibility.

In 2020, The Company is committed in fair and ethical business practices, action to strictly comply with the laws. The Company prohibits any illegal practice or circumvention of the law, action violating intellectual property or copyright, personal data protection as well as opposes all forms of corruption. As well as fair labor practices, so the Company stipulates the policies to set up the performance framework for conducting fair business practices such as Conflict of Interest policy, Business Code of Conduct, Anti-Corruption Policy. Human Resources Policy and Human Resource Development, Personal Data Protection Policy and Social Media Usage Policy, etc.

In 2020, The Company has provided channels for the shareholders, investors, business partners, customers, communities, employees or all stakeholders to propose their opinions, suggestions and complaints. As to report the corrupt performance of management and employees in various communication, such as by phone, by mail, by email or website, as on anti-corruption policy. The company has a confidentiality and personal data protection measure of the complainant, owner of data and whistleblower. The complaint process is proposed to the Chairman of the Audit Committee or the Chairman of the Corporate Governance Committee, to consider disciplinary action or legal action against a fraudulent or committing offender. This will inform the complainant of the outcome

or the progress report until the process is completed. The anti-corruption assures the organization of a transparent and fair operation, also verifiable manner.

Social performance

- **Maintain operational excellence**

The Company has been in the business of fuel trading for more than 20 years, with experience, reputation, and skilled personnel. The company has continued to increase revenue and to be known in the South East Asian trade market. The company has partners as a leading manufacturer and distributor of fuel in Thailand which can fully support the sale to meet customer expectation. The Company certified in the ISO 9001 quality management system standard to strengthen reliability of its operations, from ordering, receiving, and delivering to the customer.

- **Respect and treatment in human rights**

The company focuses on labor aspect and support the systematical development of human resources in every process to drive the organization efficiency by setting the priority to the knowledge development, providing appropriate welfare and compensation to the employees as well as provide safe environment for both life and assets of the employees. In addition, the Company has determined safety, occupational health and environment policy for safe and healthy work system in office and during work.

The company has prepared a statistical report of work-related accidents for the year 2020 in which the report does not appear to have any accidents caused by work within the organization. As a result, the required First aid case or Medical treatment case or The Lost Work Day Used case therefore company has Zero Incident record.

In 2020, during the 2019 coronavirus epidemic, the company adjusted the way employees work. And reduce the exposure of various objects such as registration in - out by scanning the face through the mobile application system. Face scanner for door opening and Alcohol dispenser in office entrance. Together, organizing coronavirus 2019 detection for all employees within the organization by leading hospitals, in order to proactively detect infection and prevent epidemics into society.

The Company provides benefits to the employees and their families, such as social security, support in funding both in workmen's compensation and provident funds, and scholarships to good performance employee's children which is an educational support for youth. The right in health insurance for the husband / wife and children of the employee in premium rate for family health coverage and reduces the burden on employees. There is also annual health checkup for all employees. Work and Leisure Policy to prevent employee fatigue and prevent work accidents. There is also a policy of bullying, harassment in the workplace to create a work environment and employees to respect each other. The principle of respect are basic human rights.

- **Support employment in community sources and subsidize the community economy.**

The company invests in Pan Orient Energy (Siam) Limited ("POES"), which has been granted a petroleum exploration and production concession in Nakhon Pathom and Suphanburi provinces where labor is employed in the community area. We subsidized food and products from the community, which will increase revenue and

stimulate the economy. For the community and society, company has an support activity as children's day gifts to schools, budget to install CCTV in the village of Rang Phikul Sub -District to increase the safety of life and property of the community people. And during diffusion The COVID-19 epidemic has donated consumer items in the form of a health sharing box to the Ban Don Municipality. And budget support for the purchase of masks, hand sanitizers and disinfectants for people in various communities, etc.

In 2020, the company acquired 2 project of the Catering & Supply Management which increased not less than 100 people of skilled employment in local area, such as Lan Krabue District at Kamphaeng Phet Province. The company subsidize food and agricultural products from local and community on site. This is an economic contribution in the community during the COVID-19 epidemic.

- **Develop personnel to be a leading organization**

The Company realized the importance of developing knowledge, ability and potential of personnel in every level of organization and set up human resource policy and personnel development, including the development of skills needed to perform tasks, leadership development training plans, coaching and educational support.

The Company also encouraged employees to express their opinions or propose ways to develop the organization together with the Company and there was a suggestion box for comments, suggestions and complaints inside the Company. The company encouraged the employees to adjust their skills, knowledge, abilities to be use in work implementation to achieve maximum efficiency and effectiveness.

- **Responsibilities to customer or consumer**

The Company focuses on customer satisfaction as well making good relationships and adding value to customers. The Company has a policy on loss of goods and transportation control for quality control to certain the volume of the product transit and maintain a high standard of service to maximize customer satisfaction.

The Company further increased shipment and transit control standards. the inspectors are assigned to supervise the delivery from the source to destination to ensure that customers completely receive product as required. The Company's standard is guaranteed by the Best Practice Award for Quality Management, Business Management, Logistics Services, from Department of Business Development, Ministry of Commerce. By carries out the shipment under safety and in accordance with oil transportation standards. Therefore, Determined to have Customer satisfaction assessments which performed twice a year in the oil trading, total satisfaction of 93.06 %

In evaluating the customers' satisfaction, ordering system, standard of delivery and document control system as well as the services of the staffs must be taken into account. The results of the evaluation will be used to improve performance under the ISO 9001 quality management system. The Company complies with the requirements which consider essential service development as important and also manages complaints and uses those to improve to be in compliance with the Company's policies.

For catering and service, the Company has served with international standards and satisfied the needs of the customers in quality, cleanliness, hygiene, safety as well as integrity in service according to the quality policy and safety, occupational health and environment policy of the Company resulting in the Company being accepted and trusted by the customers. Moreover, the Company received awards for safety, security, health and environment from the customers as well. In 2020, the Company provided catering services to three customers (4 projects) with

the maximum service hours at 427,342 man-hours with zero incident, whether work accident, illness or food poisoning which occurs to the employees who provide services or the customers' employees.

- **Anti Corruption**

The company has a vision to practice under good governance, the company has improved the corporate governance policy, Code of Conduct Policy, and policies in accordance with the Anti-Corruption Policy. To intentionally focus on anti-corruption moment. The Board of Directors intends to take action against all forms of corruption, thus making the company ready to participate in apply for a certificate in A project to create a coalition for the Thai private sector in anti-corruption.

In 2020, the Board of Directors has expressed a concrete intention to against corruption by promoting and setting guidelines for directors, executives, employees, and stakeholders. Jointly adhere to sustainable anti-corruption practices. The company asks for cooperation from customers and partners to refrain from accepting any gifts or benefits according to festivals or customs. Including gift withdrawal and reception reimbursement, a gift acceptance report must be prepared or reimbursement of entertainment expenses as clearly defined by the policy guidelines as well as reviewing the procurement system to be transparent and fair. The company has regularly revised the policy to keep it current and add various measures to prevent corruption effectively. In this regard, the Company has conducted a business risk assessment and operational procedures that will create opportunities for corruption in various forms. And impose penalties for those who violate the Company's policies and regulations and communicated to executives and employees at all levels to acknowledge the anti-corruption practices of the company in accordance with the anti-corruption policy.

- **Participation in community and social development and environment concerned**

Sea Oil Public Company Limited is a company in the Nathalin Group. Therefore, conducted activities with companies in the Nathalin Group to organize social activities, by focusing on the benefits to return to society, create educational foundation for national personnel in the future and maintain and conserve marine resources including other natural resources. Which the company has a clear social role by giving scholarships for students in various schools, Including giving scholarships to employees' kids. Which is a way of managers to returning the profit to society and continue to build the future. Which CSR policy determined participation in community development, education promotion, environmental protection and the reducing of energy consumption.

CSR considered into two main aspects: process responsibility. (CSR-in-process), which the Company has a quality management system defined by quality policy and social activities (CSR-after-process). The Company has set a CSR management team -communication and organization image administration- to work on the activities that return benefits to society, environment and community. The management team participates in activities of promote education for youth, to conserve marine natural resources. In addition, the company create awareness of natural resource conservation which had been done together with community to sustain marine and natural ecosystems.

CSR activities in 2020.

- "National Children's Day and Sports Activity", Sea Oil Public Company Limited in collaboration with Nathalin Group donated money, food, beverages and sports equipment to Pongploy Memorial School and Khlong Samrong School on 10 January 2020 to support children's day activities

- Donation activity to the Thai Red Cross Society Project " Thai Red Cross Society " by Sea Oil Public Company Limited on February 15 , 2020 at the Thai Red Cross Society, Bangkok and donated money to Songkla Nakarin Hospital, Songkhla Province on April 17, 2020, which the Company donate to Red Cross Society and Hospitals for COVID-19 (COVID-19) Epidemic Situation support.

- Donation to One Srinakarin Fund under the patronage of Her Royal Highness Princess Maha Chakri Sirindhorn Chakri Sirindhorn "by Sea Oil Limited (PLC) on 4 July 2020. In order to honor and appreciate the grace of Her Royal Highness Princess Maha Chakri Sirindhorn and help patients in Srinakarin Hospital.

- "Volunteer for breath of mangroves" Sea Oil Public Company Limited, in collaboration with the Nathalin Group on 18 September 2020 at Tambon Khlong Muang, Samut Songkhram Province with intended to support the restoration. Mangrove ecosystems are habitats for aquatic animals. placed to promote activities for the community

- Donation of medical supplies to the sanatorium Pa Makham Monastery by Sea Oil Public Company Limited on November 10, 2020 at the Pa Makham Monastery, Pak Chong District, Nakhon Ratchasima Province with intended to help bed-bound monk patient and supporting medical items for the monks.



4. Management Discussion and Analysis: MD&A

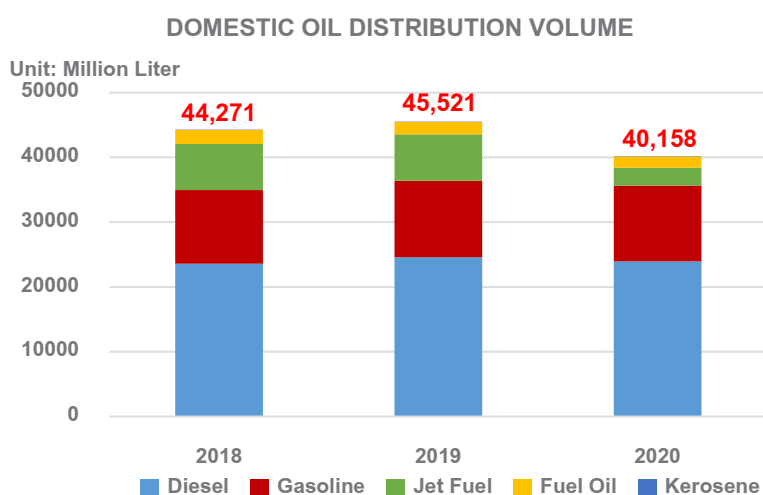
Executive's Summary

In 2020, overall economic of Thailand drastically contracted comparing to the preceding year due to the worldwide pandemic of COVID-19 virus impacting on overall economic activities to be diminished, export value to decrease in line with declining demand of partner countries especially for tourism sector suffering direct impacts from lockdown measure, meanwhile, logistic service sector both onshore and offshore, particularly airfreight, drastically decreased.

The situation of crude oil price in global market continuously fluctuated; Average Brent crude oil price in 2020 was 41.76 U.S. Dollar per Barrel decreasing 35.11% in comparison to 64.36 U.S. Dollar per Barrel in 2019. Due to the outbreak of COVID-19, oil requirement was impacted and decreased by lockdown measures implemented by governments in several countries limiting the number of the travelling and transportation, as well as causing overall economic activities in global level to be diminished. Furthermore, the oil price war among OPEC members during the early period of the year caused the crude oil price to drastically decline. Regardless, during third quarter, the crude oil price increased as OPEC and its alliances had reached an agreement to decrease their productivity in line with the decreasing oil consumption.

The significant decrease in oil price impacted on the Company's overall incomes derived from petroleum fuel distribution to decrease, regardless of the figure of oil distribution increased during the preceding year. Nevertheless, the operation profit was not affected since the Company had formulated risk management strategy against oil price fluctuation by cost plus pricing method. As the Company was an oil merchant under Article 10, there was no oil reservation and no effect from depreciation of the existing inventory. With respect to the investment in petroleum exploration and production business, the decreased oil price affected the profit share from joint ventures to decrease regardless of 15% increase of crude oil production and distribution throughout 2020. Nonetheless, the Company had managed the drilling and production plan with the joint ventures to be suitable for the situation of oil price, as well as employed management strategies to decrease production cost.

Overall domestic fuel distribution during 2018 – 2020 are displayed in the following graph (Source: Department of Energy Business)



Significant Events in 2020

- In the early of 2020, there was an outbreak of Coronavirus 2019 Disease ("COVID-19"). The global economics continuously encountered the risk from COVID-19 outbreak, nevertheless, the domestic situation has eased, the government sector has better control over the spread of disease. Regardless, the new wave of outbreak occurred in the end of 2020. The Company had promptly modified its management, managed its supply-chain, developed strict preventive measures in the aspects of safety, occupational health, and coped with the impacts from such incident, as a consequence, the business operation both oil distribution and catering & services business remained continuously function.
- In the end of the 2nd quarter of 2020, there was an oil price war between Saudi Arabia and Russia, the second and third biggest oil producers of the world, causing the drastic decline of crude oil price for 20 – 30 U.S. Dollar per Barrel. Regardless, the Group's volume of oil distribution continuously escalated, due to the emerging of new customers, especially in export market to CLMV members. In the 3rd quarter, the crude oil price inclined once OPEC and their alliances successfully entered in an agreement to decrease productivity in alignment with the decreasing oil demand.
- In the 2nd quarter of 2020, the Company's board of directors passed a favorable resolution to appoint Living Energy Co., Ltd., one of the Company's subsidiary, to dispose all of its investment in 8 companies engaging in business of solar electricity production and distribution (Solar Group). Such disposal of investments was conducted by entire business transfer to a purchaser with the consideration amount of 215.00 Million Baht. Solar Group has entirely disposed its investments since July 2020.

The board of directors considered and deemed that disposal of Solar Group benefited the Company by enabling the Company to devote its time, resources, personnel or capabilities in the main business in which the Company has great expertise, as well as providing an opportunity to expand the existing business and derive a greater amount of income. The Company might invest the amount acquired from disposal of Solar Group's business in the other business generating direct remuneration according to the Company's investment criteria which will provide the highest benefit to shareholders.
- In the 3rd quarter of 2020, the Company were awarded with concession of catering & services business for permanent employees in both onshore and offshore oil platforms, in the number of 2 projects, causing the overall incomes from service rendering in 2020 increased 146.69% comparing to the same of 2019.
- In the 4th quarter of 2020, the Company registered the incorporation of 3 additional subsidiaries in Thailand and 1 subsidiary in Norway, to expand both domestic and foreign fuel distribution business to serve and cover the customers in CLMV and Europe countries.

Statement of Comprehensive Income Unit: Million Baht	Consolidated Financial Statement			
	2019	2020	Profit (Loss)	
			Figure	Percent
Income from sales and service rendering	6,416.36	5,274.97	(1,141.39)	(17.78)
Gross profit	190.76	195.11	4.35	2.28
Other incomes	46.33	21.85	(24.48)	(52.84)
Sale and management costs	221.56	263.87	42.31	19.09
Profit from cancelled business divestiture	-	60.73	60.73	100.00
Financial costs	45.40	28.94	(16.46)	(36.25)
Profit (Loss) Share from associated companies and joint ventures	111.74	40.69	(71.05)	(63.58)
EBITDA	177.38	128.80	(48.58)	(27.38)
Corporate income tax expenditure	17.47	18.23	0.76	4.35
Net Profit (Loss)	73.14	31.54	(41.60)	(56.87)
Parent shareholders' equity	60.85	18.45	(42.40)	(69.67)
Non-controlling interests	12.29	13.09	0.80	6.50

4.1 Overall Business Operation in 2020

From the consolidated financial statement, the Group earned 31.54 Million Baht net profit decreasing 41.60 Million Baht or 56.87% in comparison to the preceding year. This net profit consists of 18.45 Million Baht from parent shareholders' equity and 13.09 Million Baht from non-controlling interests. The Group has 128.08 Million Baht Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA). The principal causes of the decrease of net profit are as follows:

Profit share from joint venture

The Group recognized 40.69 Million Baht profit share from their joint venture: Pan Orient Energy (Siam) Limited decreasing 71.05 Million Baht or 63.58% in comparison to the preceding year, because of the drastic decline, in the global market, crude oil price; Average Brent crude oil price in 2020 is 41.76 U.S. Dollar per Barrel, decreasing 35.11% in comparison to 64.36 U.S. Dollar per Barrel in 2019. Regardless, the overall production figure continuously increases in comparison to the preceding year.

The Company holds 49.99% shares in onshore petroleum concession Block L53/48. According the evaluation report on onshore concession Block L53/48 prepared by Sproule International Limited (Canada) who evaluated the reserve crude oil all over onshore concession Block L53/48 as at 31st December 2020, by implementation of the standard certified and governed by the regulations of Securities Administrators National Instrument 51-101 – Standards of Disclosure for Oil and Gas Activities of Canada which is the standard used every year since the concession being awarded, it is found that

the reserve oil level is 2P (Proved reserve and probable reserve) as at 31st December 2020 in the number of 4,753,000 Barrel, increasing 30% from 2P reserve volume 3,668,000 Barrel as at 31st December 2019.

Such reservation volume has been evaluated, considered, and altered based on the drilling and production results and other factors during 2020. Annual crude oil production and distribution volume increased 15%, totaling 887,863 Barrel equivalent to 2,426 Barrel per day production rate. L53DD remained to be the primary source in the onshore concession Block L53/48.

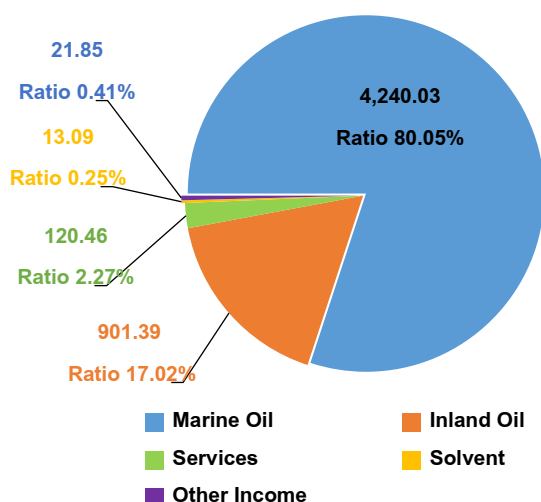
Incomes

The Group earned 5,274.97 Million Baht incomes for sales and service rendering, decreasing 1,141.39 Million Baht or 17.78% in comparison to the preceding year; due to the fuel price drastically decreased from the oil price war, as a consequence; the incomes from oil distribution significantly decreased. In 2020, the average sale price of the Group is 11.16 Baht per Liter decreasing 25.50% from the year of 2019, in which the average sale price is 14.98 Baht per Liter.

Income Structure (Unit: Million Baht)	2019		2020		Increase (Decrease)	
	Figure	Percent	Figure	Percent	Figure	Percent
Incomes from oil distribution	6,112.33	94.58	5,141.42	97.07	(970.91)	(15.88)
• Offshore	5,697.32	88.16	4,240.03	80.05	(1,457.29)	(25.58)
• Onshore	415.01	6.42	901.39	17.02	486.38	117.20
Incomes from service rendering	48.83	0.75	120.46	2.27	71.63	146.69
Incomes from solvent distribution	255.20	3.95	13.09	0.25	(242.11)	(94.87)
Other incomes	46.33	0.72	21.85	0.41	(24.48)	(52.84)
Total	6,462.69	100.00	5,296.82	100.00	(1,165.87)	(18.04)

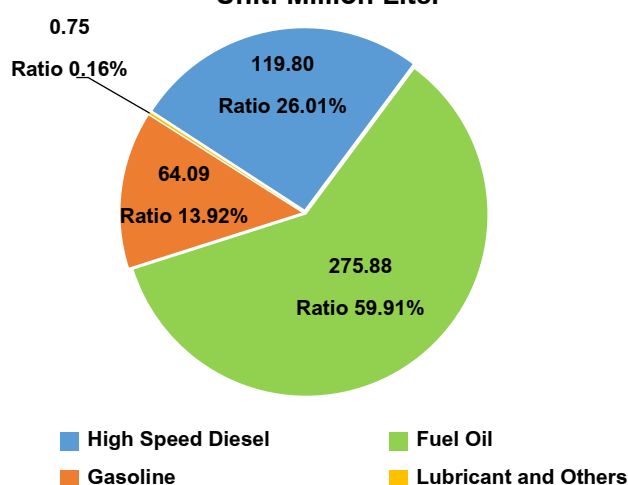
2020 Income Structure

Unit: Million Liter

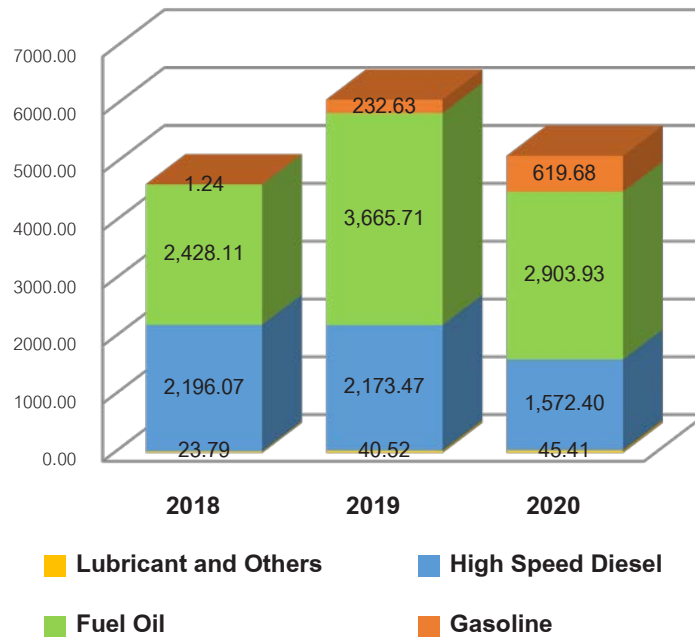


Product-based Oil Distribution Volume 2020

Unit: Million Liter



Product-based Income from Oil Sale for 2020



In 2020, the Group earned 5,141.42 Million Baht incomes from oil distribution, decreasing 15.88% from 2019, due to the impacts of significantly decreasing of oil market price; the average oil sale price of the Group decreased 25.50% in comparison to 2019. Regardless, the overall volume of oil distribution continuously increases 12.88% in comparison to the preceding year, mostly resulting from the expansion of export mark to customers in CLMV countries.

Product Based Income from Oil Distribution

In 2020, the product-based income from oil distribution of the Group are as follows: 1,572.40 Million Baht incomes from high speed diesel distribution equivalent to 30.59% of the total incomes from oil distribution, and 119.80 Million Liter distribution volume of high speed diesel, mostly derived from offshore oil distribution to foreign customers.

In 2020, the incomes from fuel oil distribution are 2,903.93 Million Baht equivalent to 56.48% of the total incomes from oil distribution, 275.88 Million Liter distribution volume of fuel oil, mostly derived from offshore oil distribution to foreign customers and sea-freighters.

In 2020, the incomes from gasoline distribution are 619.68 Million Baht equivalent to 12.05% of the total incomes from oil distribution, 64.09 Million Liter distribution volume of gasoline, derived from onshore oil distribution to foreign customers, particularly, CLMV countries.

Incomes from Service Rendering: Management and Procurement of Food, Material, and Other Service for Sea-Freights and Permanent Employees on both Offshore and Onshore Oil Platforms (Supply Management)

The Company earned its incomes from service rendering: management and procurement of food, material, and other services for permanent employees on both offshore and onshore oil platforms (supply management) which consisting of incomes from catering, cleaning and laundering services for permanent employees on oil and natural gas platforms in Thai Gulf, residential ships, and onshore oil and natural gas platforms (Catering and Housekeeping Service).

In 2020, the incomes from catering & supply management services is 120.46 Million Baht increasing 146.70% for the preceding year, due to the emerging of new projects: LQ and S1 commencing operation in July 2020.

Income from Solvent Production and Distribution

The incomes from solvent production and distribution is 13.09 Million Baht equivalent to 0.25% of the total incomes. The incomes derived in the 1st quarter of 2020 from solvent distribution are divided as follows:

- Domestic distribution consists of entirely distribution of White Spirit equivalent to 47.04% of all products
- External distribution consists of solvent and by-product diesel distribution to neighboring countries, for instance: Laos, Myanmar in the proportion of 52.96% of all products.

Other incomes

In 2020, the Group earned 21.85 Million Baht other incomes, decreasing 24.48 Million Baht or 52.48% in comparison to the preceding year. Other incomes derived from interest receivables, incomes from penalties from breach of oil sale and purchase agreements, and penalties from delayed delivery.

Sale and Service Costs and Gross Profit

Sale costs consist of oil distribution costs, and solvent production and distribution costs, while services cost incurred from supply management business.

In 2020, the Group's sale costs from fuel and lubricant sales, and solvent production and distribution is 4,946.92 Million Baht equivalent to 95.97 of incomes from oil and solvent sales, providing the Group in 2020, 207.59 Million Baht gross profit from oil and solvent distribution, increasing from 2019 in the amount of 20.98 Million Baht or 11.24%. The increase of gross profit is because of the Company has new groups of foreign customers providing great.

In 2020, the Group has 4.03% profit rate of gross profit from oil and solvent distribution.

In 2020, the Company's service costs in catering & supply management is 132.94 Million Baht equivalent to 110.36% of the total incomes from service rendering, resulting in (12.48) Million Baht gross profit from service rendering in 2020, decreasing from 2019 400.58%, due to the increase of service costs during COVID outbreak in the aspects of personnel, preventive equipment, improvement of service standard satisfying international standard, as well as expenses incurred during the beginning of new projects.

The Group's total gross profit is 195.11 Million Baht increasing 4.35 Million Baht or 2.28% in comparison to the preceding year from the business of fuel distribution business.

Expenditures

The Group's expenditures in sales or services rendering are 255.15 Million Baht increasing 40.99 Million Baht or 19.14% in comparison to the preceding year, due to the increase of marketing, sale personnel expenses, foreign market expansion, advisory expenses incurring in several investment projects, and the Company's recognition of depreciation of plants and equipment in solvent production and distribution business, and petroleum production business.

Financial Costs

In 2020, the Group's financial costs are 28.94 Million Baht decreasing 16.46 Million Baht or 36.25% in comparison to the preceding year. The decrease of financial costs is due to the Company's decrease of debentures and loans from financial institutes.

Corporate Income Taxes

In 2020, the Group's corporate income taxes are 18.23 Million Baht increasing from the preceding year in the amount of 0.77 Million Baht or 4.41% due to the increase of subsidiaries' corporate income taxes.

Statement of Financial Position (Unit: Million Baht)	Consolidated Financial Statement		
	2020	2019	% Increase (Decrease)
Current assets	757.05	1,020.15	(25.79)
Non-current assets	1,446.47	1,947.35	(25.72)
Total assets	2,203.52	2,967.50	(25.74)
Current liabilities	572.41	1,259.90	(54.57)
Non-current liabilities	210.44	295.76	(28.85)
Total liabilities	782.85	1,555.66	(49.68)
Company's owners' equity	1,403.16	1,395.49	0.55
Non-controlling interests	17.51	16.35	7.09
Total shareholders' equity	1,420.67	1,411.84	0.63

Statement of Financial Position as at 31st December 2020

Assets

The Group's total assets are 2,203.52 Million Baht decreasing 763.98 Million Baht or 25.74% in comparison to the preceding year, due to the decrease of non-current assets in the amount of 500.88 Million Baht or 25.72% primarily resulting from decrease of Equipment in the discontinued operations (Solare Group) in the amount of 318.21 Million Baht.

Most of current assets decrease is due to the decrease of trade and other receivables from effective debt management, modification of sales strategies by increasing cash sale in order to prevent risk of delinquency.

Liabilities

The Group's liabilities are 782.85 Million Baht decreasing 772.81 Million Baht or 49.68% in comparison to the preceding year, due to the decrease of current liabilities because of debenture repayment made in a timely manner and decrease of short-term loan from financial institutes and decrease of accounts payable.

Shareholders' Equity

The Group's shareholders' equity is 1,420.67 Million Baht consisting of 1,403.16 Million Baht owners' equity of the Company and 17.51 Million Baht non-controlling interests. In overall, shareholders' equity increases in the number of 8.83 Million Baht or 0.63% due to increasing ordinary share for the dividend payment amount of 55.36 Million Baht and comprehensive profit 30.82 Million Baht and loss the dividend 73.24 Million Baht.

As at 31st December 2020, there were 608,915,628 authorized ordinary shares (691,867,135 shares at 1 Baht Par Value each for the preceding year); 608,914,791 of these shares have been issued and paid-up (553,559,663 Baht for the preceding year.)

Statement of Cash Flows

Statement of Cash Flows For the accounting year ending on 31 st December 2020 (Unit: Million Baht)	Consolidated Financial Statement	
	2019	2020
Net cash from (spent in) operating activities	101.11	94.20
Net cash from (spent in) investing activities	133.36	327.49
Net cash from (spent in) financing activities	(161.40)	(520.31)
Cash and cash equivalent Increase (decrease) net	73.07	(98.62)
Cash and cash equivalent at the beginning of the period	133.87	198.09
Profit (loss) from exchange rate from cash or cash equivalent	(8.85)	1.85
Cash and cash equivalent at the end of the period	198.09	101.32

Net Cash from operating activities

In 2020, the Group's net cash from operating activities is 94.20 Million Baht decreasing from 2019, mostly due to operating profit, increase of accounts receivable and decrease of accounts payable.

Net Cash from investing activities

In 2020, the Group's net cash from investing activities is 327.49 Million Baht, mostly due to dividend payment from investment in foreign subsidiaries, dividend payment from POES Joint Venture, and cash from disposal of solar business.

Cash from financing activities

In 2020, the Group's net cash from financing activities is 520.31 Million Baht, mostly due to loan repayment to financial institutes and interests.

From all items of cash flows spent in the foregoing activities, the Group's net cash and cash equivalent have decreased in the amount of 98.62 Million Baht since the end of 2020, as a consequence, the Group's cash and cash equivalent as at 31st December 2020 is 101.32 Million Baht.

2021 Economic Directions

Based on the data from Office of the National Economic and Social Development (NESD), Thailand's economic in 2021 is expected to slightly expand from 2020 in alignment with expansions of world economic and trade volume due to supporting factors of vaccine distribution to citizens in advanced economics countries, relaxation of lockdown measure which will support to recovery and expansion of exportation, domestic demand. If the outbreak situation is globally controlled, the Company expects that the overall fuel demand will increase in alignment with economic expansion, stimulating in logistic and tourism sectors, as well as driving for goods export. The significant factors for supporting increase of oil price is global economic recovery which will cause the oil demand tend to increase, and cooperation among members of OPEC and their alliances to decrease productivity.

The Company continuously focuses on business operation with responsibilities to all stakeholders and takes all potential social and environmental impacts into consideration.

The Company has adopted its policy to pay dividend not less than 30% of its net profit after corporate income tax and reserves as required by laws and articles of association. Notwithstanding the foregoing, dividend payments shall be made by taking all factors for providing the greatest benefits to shareholders into consideration, for instance, financial position and future business investment plans.

On 22nd February 2021, the Board of Directors' Meeting No. 2/2021 has passed a favorable resolution to approve dividend payment by ordinary share to all Company's shareholders 15 existing ordinary shares per 1 dividend share, totaling 40,594,319 Baht value, equivalent to 0.06666667 Baht per share, and dividend payment by cash 0.007410741 Baht, totaling 4,510,482 Baht cash, 45,104,801 Baht value. All Shareholders who are entitled to receive dividend payment are listed on 9th March 2021, and dividend will be paid on 5th May 2020, provided that the payment will be made upon approval by a favorable resolution at the general shareholders' meeting which will be held on 9th April 2021.

4.2 Factors and their Potential Impacts on Future Business Operation and Financial Position

The change in oil price due to oil price fluctuation, economic contraction both in Asia and global level resulting from several factors: COVID-19 outbreak, productivity, and oil consumption demand, may impact the Company's overall incomes. If the oil price drastically decreases, oil demand both domestic and foreign decreases due to world economic, or COVID aggravation, the incomes from oil distribution may also decrease. Regardless, the Company has adopted its policy to fix its sale price by cost plus pricing method for the purpose to maintain its profit level. The Company acknowledges the potential impacts or has modified its strategies and models of its business operation to be proper to the digital age, managed supply-chain, managed risks for coping with variable situations and circumstances, conducted its business by taking into consideration all stakeholders, as well as participated to protect and nurture societies, communities, environments (the details of all activities and projects are stated in Part 1 Clause 3), and business driving for sustainability, for the sake of nation to survive all crises and for the continuous and sustainable growth of the Company's business.

4.3 Significant Financial Ratio

Significant Financial Ratio	Consolidated Financial Statement As at 31 st December 2020		
	2018	2019	2020
Liquidity Ratio (Times)	0.96	0.81	1.32
Quick ration (Times)	0.90	0.78	1.15
Receivables Turnover (Times)	9.48	9.58	7.76
Average Collection Period (Days)	37.96	37.59	46.40
Gross Profit Margin (%)	4.97	2.97	3.70
Operating Profit Margin (%)	0.56	(0.48)	(1.30)
Net Profit Margin (%)	0.12	1.14	0.60
Return on Equity (%)	(0.06)	4.44	1.32
Return on Assets (%)	0.22	2.56	1.22
Debt to Equity Ratio (Times)	1.03	1.10	0.55
Net Liabilities to Equity Ratio (Times)	0.85	0.75	0.31
Interest Coverage Ratio (Times)	0.27	1.81	2.61

Financial Ration Formular

Liquidity Ratio	=	Current assets / Current liabilities
Quick Ratio	=	(Cash, Bank deposits + Marketable securities + Accounts Receivable & Note Receivable - Inventories) / Current liabilities
Receivables Turnover	=	Net sale / (Trade receivable before doubtful debt + Trade note receivable) (Average)
Average Collection Period	=	360 / Receivables Turnover
Gross Profit Margin	=	Gross profit / Net income from sales and services rendering
Operating Profit Margin	=	Operating Profit / Net income from sales and services rendering
Net Profit Margin	=	Net profit / Total incomes
Return on Equity	=	Net profit / Shareholders' equity (average)
Return on Assets	=	Net profit / Total assets (average)
Debt to Equity Ratio	=	Total liabilities / Shareholders' equity
Net liabilities to Equity Ratio	=	(Total liabilities – Accounts payable) / Shareholders' equity
Interest Coverage Ratio	=	Operating cash flow + Operating interest payable + Tax / Operating and investing interest payable

5. General Information & Other Significant Information

5.1 General Information

Company Name	: Sea Oil Public Company Limited (“Company” or “SEOIL”)
Head Office	: 88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai, Bangna, Bangkok 10260, Thailand
Type of Business	: The Company conducts 2 core businesses as follows: <ol style="list-style-type: none">1. Supply of marine bunker fuel and lubricant products to both domestic and international shipping vessels and supply of fuel to in-land businesses i.e. industrial factories and other businesses like land transportation business and bus service business.2. Supply management, catering and other services to vessels and oil & gas exploration business both offshore and onshore.
Registration Number	: 0107554000194
Telephone	: (+662) 398-9850, (+662) 398-9851
Facsimile	: (+662) 398-9852
Website	: www.seaoilthailand.com
Registered Capital	: 608,915,628 Baht, divided into 608,915,628 Ordinary Shares, 1 Baht each
Paid-up Capital	: 608,914,791 Baht, divided into 608,914,791 Ordinary Shares, 1 Baht each (As of December 31, 2020)

Reference

Securities Registrar	: Thailand Securities Depository Company Limited 93 The Stock Exchange of Thailand Building, Rachadapisek Road, Din Daeng, Bangkok 10400, Thailand Telephone: (+662) 009-9000 Fax: (+662) 009-9991
Auditor	: PricewaterhouseCoopers ABAS Ltd. By Ms. Sukhumaporn Wong-Ariyaporn Certified Auditor No, 4843 or Mr. Chaisiri Ruangritchai Certified Auditor No, 4526 or Mr. Vichien Khingmontri Certified Auditor No, 3977 15 th Floor, Bangkok City Tower, 179/74-80 South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120, Thailand Telephone: (+662) 286-9999, (+662) 344-1000 Fax: (+662) 286-5050
Registrar and Paying Agent	: TMB Bank Public Company Limited A Building, 3000 Phahon Yothin Road, Chomphon, Chatuchak, Bangkok 10900, Thailand Telephone: (+662) 299-1217 Fax: (+662) 299-1278

(Debentures of SEAOIL due in 2020, amount of 400 million baht, offering for sale in February 2018.)

5.2 Other Significant Information

Sea Oil Public Company Limited has 9 direct subsidiaries, 1 indirect subsidiary and 1 Joint venture company as follows:

Company Name : Sea Oil Energy Limited
Registration Date : 15 October 2014
Head Office : 27 Reid Street – 1 Floor Hamilton HM11, Bermuda
Type of Business : Invest as Joint Ventures
Registered Capital : 1 US Dollar, divided into 1 Ordinary Shares, 1 US Dollar each
Paid-up Capital : 1 US Dollar, divided into 1 Ordinary Shares, 1 US Dollar each

Company Name : Sea Oil Offshore Limited
Registration Date : 22 January 2015
Head Office : Unit B, Lot 49, 1 Floor, Block F, Lazenda Warehouse 3, Jalan Ranca - Ranca, 87000 Labuan F.T., Malaysia
Type of Business : International Bunkering Services
Registered Capital : 30,000 US Dollars, divided into 30,000 Ordinary Shares, 1 US Dollar each
Paid-up Capital : 30,000 US Dollars, divided into 30,000 Ordinary Shares, 1 US Dollar each

Company Name : Sea Oil Petroleum PTE. LTD.
Registration Date : 22 April 2015
Head Office : 7 Temasek Boulevard, Suntec Tower One #08-02/02A, Singapore 038987
Type of Business : Marine fuel and lubricants supplier in Singapore
Registered Capital : 5,400,000 US Dollars, divided into 1,000,000 Ordinary Shares, 1 US Dollar each and 4,400,000 Preferred Shares.
Paid-up Capital : 5,400,000 US Dollars, divided into 1,000,000 Ordinary Shares, 1 US Dollar each and 4,400,000 Preferred Shares.

Company Name : Energon PTE. LTD.
Registration Date : 29 November 2019
Head Office : 7 Temasek Boulevard, Suntec Tower One #08-02, Singapore 038987
Type of Business : Investment in shares of companies or other legal entities
Registered Capital : 1,000 US Dollars, divided into 1,000 Ordinary Shares, 1 US Dollar each
Paid-up Capital : 1,000 US Dollars, divided into 1,000 Ordinary Shares, 1 US Dollar each

Company Name : Seaoil Petrochemical Company Limited
(Previously "Nakornchai Prakarn Chemical Company Limited")
Head Office : 700/340 Moo. 6 Donhuaroh, Muang, Chonburi 20000, Thailand
Type of Business : Condensate Splitter
Registered Capital : 204,000,000 Baht, divided into 2,040,000 Ordinary Shares, 100 Baht each
Paid-up Capital : 204,000,000 Baht, divided into 2,040,000 Ordinary Shares, 100 Baht each

Company Name : Living Energy Company Limited
Head Office : 88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai, Bangna, Bangkok 10260, Thailand
Type of Business : Production and distribution of electrical energy
Registered Capital : 75,260,000 Baht, divided into 752,600 Ordinary Shares, 100 Baht each
Paid-up Capital : 75,260,000 Baht, divided into 752,600 Ordinary Shares, 100 Baht each

Company Name : Titan Twenty Co., Ltd.
Registration Date : 1 October 2020
Head Office : 88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai, Bangna, Bangkok 10260, Thailand
Type of Business : Fuel Distribution Business (Oil Trading) and related business.
Registered Capital : 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each
Paid-up Capital : 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each

Company Name : Vega Twenty Co., Ltd.
Registration Date : 1 October 2020
Head Office : 88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai, Bangna, Bangkok 10260, Thailand
Type of Business : Fuel Distribution Business (Oil Trading) and related business.
Registered Capital : 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each
Paid-up Capital : 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each

Company Name : Orion Twenty Co., Ltd.
Registration Date : 1 October 2020
Head Office : 88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai, Bangna, Bangkok 10260, Thailand
Type of Business : Fuel Distribution Business (Oil Trading) and related business.
Registered Capital : 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each
Paid-up Capital : 1,000,000 Bath, divided into 10,000 Ordinary Shares, 100 Baht each

Indirect subsidiary

Company Name	: Sea Oil Petroleum AS
Registration Date	: 31 December 2020
Head Office	: Ramdalveien 6A 3128 Nøtterøy, Norway
Shareholding Structure	: Sea Oil Petroleum Pte Ltd. Singapore, 100%
Type of Business	: Supply of marine bunker fuel and Related businesses
Registered Capital	: 30,000 Norwegian Krone, divided into 30,000 Ordinary Shares, 1 Norwegian Krone each
Paid-up Capital	: 30,000 Norwegian Krone, divided into 30,000 Ordinary Shares, 1 Norwegian Krone each

Joint Ventures

Company Name	: Pan Orient Energy (Siam) Limited ("POES")
Registration Date	: 30 January 2007
Head Office	: Bermuda
Type of Business	: Onshore petroleum and gas exploration and production of Thailand, 100% procession on L53/48 Concession
Registered Capital	: 19,728 US Dollars, divided into 19,728 Ordinary Shares, 1 US Dollar each
Paid-up Capital	: 19,728 US Dollars, divided into 19,728 Ordinary Shares, 1 US Dollar each
Shareholding Ratio	: Sea Oil Energy Limited holds 9,863 shares, equivalent to 49.99% of the total shares issued and paid-up capital of POES. Pan Orient Petroleum Company Pte. Limited (registered in Singapore) holds 9,865 shares, equivalent to 50.01% of the total shares issued and paid-up capital of POES.

5.3 Legal Dispute

As of December 31, 2020, The Company has no legal dispute. In this regard, Sea Oil Petrochemical Company Limited ("SOC"), a subsidiary of the Company, has 1 pending litigation case, which can be summarized as follows

On November 28, 2018, an insurance company, a plaintiff, filed a lawsuit against SOC as a defendant together with 2 insurance companies in a civil case. In the case of claiming damages caused to the car, which is insured with the plaintiff. From the fire in 2017, the damage amounted to 9.58 million baht. SOC received compensation from the insurance company for the co-defendants. And paid damages to the car owner under the compromise agreement.

On October 10, 2019, the Civil Court of Chonburi Province Consider that the compromise agreement makes the debt breach suspended. The plaintiff may not inherit the right to sue SOC and dismiss the plaintiff. Causing the plaintiff appeal to a court. Later on September 8, 2020. The Court of Appeal has judgment of the Civil Court to dismiss the plaintiff. And on November 3, 2020, the plaintiff filed a petition to the Supreme Court and SOC later filed an objection to the plaintiff's petition. Currently, the case is under consideration by the Supreme Court.

On December 31, 2020, the Company's management believes that the Company will not suffer significant losses from this litigation. In which if this lawsuit has a negative impact on the assets of the Company. Probably not more than 5% of Stockholders' Equity.

Part 2 The Corporate Governance

6. The Corporate Governance Policy

The Board of Directors and management emphasize on the good corporate governance according to the determined practice guidelines of the Stock Exchange of Thailand and the Office of Securities and Exchange Commission. The Board of Directors strive to develop and raise the level of the Company's corporate governance to internationally comply and appropriate for the present business operation environment of the organization for the Company to have an efficient, transparent and fair management as well as increase an ability to compete and raise value for the shareholders in long term under ethical operation framework with the responsibility to society and all stakeholders which enhances the organization's worth for sustainable growth.

6.1 Overview of Corporate Governance Policies

Nomination Remuneration and Corporate Governance Committee (NRCGC) has been appointed by the Board of Directors in order to support the performance of the Board of Directors concerning nomination suitable candidates for the position of directors, sub-committee, and executives, as well as determination of appropriate remuneration to be proper, transparent, consistent with nomination and remuneration policy and support the administration of the Board of Directors to be in compliance with the principles of good corporate governance of the Company and support the personnel of the Company at all level to adhere and conform to the corporate governance and business code of conduct.

In 2020, the Board of Directors has reviewed and approved the formulation of corporate governance policies. Which adds to the diversity of the board structure and acceptance includes holding director positions in no more than 5 companies listed on the Stock Exchange of Thailand to be in line with the good corporate governance practices for listed companies of the Securities and Exchange Commission to be appropriately applied. Assigned to The Nomination, Remuneration and Corporate Governance Committee supervise and monitor compliance with the said criteria and review rules or revise related policies to ensure consistency, for example

improvement for Quality security health and environment policy, Anti-Corruption Policy, Personal information protection policy, director and management recruitment policy, and the company has added social media policy and business continuity management policy and others guidelines. Communicated to the directors, executives and employees of the company to adhere to a guideline throughout the organization (Details of corporate governance policy and other important policies appear on the company's web site)

and all stakeholders. By improving the policy focused on the protection of the information of all stakeholders. And increase the protection of information about the whistleblowing of the offender And work related to the safety of employees, business partners, customers, society, communities, and environmental protection is important in order

to enter the ISO 14001 system and the company continues to support youth education activities. And the environment without expecting returns and returning benefits to society and communities.

The Board of Directors has promoted the rights of shareholders and encourage shareholders to exercise their basic rights to allow shareholders to participate in making decisions on important matters of the company. Through the shareholders' meeting by exercising the following rights, the right to propose agenda of the shareholders' meeting, the right to attend and vote in the shareholders' meeting, the right to give a proxy to another person to attend the meeting and vote on their behalf, the right to nominate persons to be considered for appointment as the Company's directors, the right to elect or remove directors individually, the right to receive adequate and timely information, the right to appoint and determine the auditor's remuneration. The right to vote on the annual remuneration of directors, the right to participate and acknowledge when there is a major change in the company. The right to express opinions and ask questions in the shareholders' meeting, the right to share profits of the company, etc. In order to, protect the rights of shareholders and encourage shareholders to exercise their rights. Including the right to be treated as a shareholder equally. The Board of Directors Therefore established guidelines for example,

Right to give a proxy to another person to attend the meeting and vote on their behalf, The right to nominate persons to be considered for appointment as the Company's directors, The right to elect or remove directors individually, the right to receive technology information sufficiently and timely, the right to appoint and determine the auditor's remuneration, The right to vote on the annual remuneration of directors, the right to participate and informed when there is a major change in the company, the right to express opinions and ask questions in the shareholders' meeting, the right to share profits of the company, etc. In order to, protect the rights of shareholders and encourage shareholders to exercise their rights. Including the right to be treated as a shareholder equally. The Board of Directors established guidelines for example:

- Publicizing the information on the annual common shareholder's meeting on the company's website for at least 30 days in advance before the meeting date to let the shareholder have chance in studying the information on the meeting in advance before receiving the invitation letter for the meeting in the form of document sent by the company to the shareholders for (not less than 7 days) prior to the meeting date.

- In each meeting of shareholders the company will arrange to use the meeting place in Bangkok. Which is the headquarter of the company. The venue of the meeting of shareholders must have sufficient size to support the number of shareholders and not an obstacle to travel. There are facilities for travelers, have security and are ready to handle emergency situations appropriately Such as how to escape from the fire, screening and prevention of COVID 19, etc.

- Allowing the shareholders to be able to vote for the election of directors individually and the right to nominate persons to be appointed as the directors of the Company, which are disclosed on the website of the Stock Exchange of Thailand and the Company's website.

- During the meeting, the chairman in the meeting allows all shareholders to have equal rights in expressing the opinions and queries within the appropriate time. Related directors and executives can explain and give the

information to all shareholders completely. Including organizing activities that disseminate information to shareholders, investors and the general public for acknowledgment.

6.2 Business Code of Conduct

The company is committed to Ethical business conduct with transparency and treat all stakeholders fairly accordance with the good corporate governance policy. Therefore, the Business Code of Conduct has been established as a good practice for all directors, executives and employees of the Group. In conducting business as a standard within the framework of ethics, morality and honesty by requiring directors, executives and employees at all levels in the group must give importance and adhere to the performance of duties assigned with responsibility, treat all stakeholders equally and fairly. To conduct business operations to achieve the vision of the organization, create long values for the organization by driving the business with stability and sustainability.

In 2020, the Company operates in accordance with the Business Code of Conduct by the directors, executives and employees of the group of companies complying with the laws, organization's regulations, regulations of the Stock Exchange of Thailand, the Securities and Exchange Commission according to the good corporate governance policy and the business code of conduct both the conflict of interest policy, company Property and confidentiality Policy Including the supervision of the use of inside information To be consistent with the vision and goals of the organization

The Board of Directors has expressed intention to conduct business with transparency, accountability, and adherence to the duties of directors, executives and employees including related persons actions must be avoided as a stakeholder or person involved in conduct that may create a conflict of interest and when there are transactions that are related to persons connected with the company will make a written disclose the suspicious items according to the required form by notifying the supervisor according to the hierarchy and submit to the Compliance and Company Secretary to consider whether there is a conflict of interest with the Group or not, and what action should be taken, If the transaction has a connection with conflict of interest. The Audit Committee and the Board of Directors will consider such connected transaction taking into account the interests of the company as a priority with honesty and integrity according to the conflict of interest policy, also supports the anti-corruption policy according to the vision of the company.

The Company Property and Confidentiality Policy, set the directors, management and staff Is responsible for the preservation and use of property, information and confidentiality's company by maintaining the property in good condition And protect company assets, Not to be damaged or lost and do not use the property for personal gain or for the benefit of others without permission. Employees are acknowledged and abided by the correct and appropriate use of computer systems and networking in accordance the social media policy, equipment Information technology and communication systems, including various information to be regarded as the property of the company. Which the executives and employees will not use computers and information and communication technology for personal gain and does not bring any unauthorized software to install or save on the Company's computer systems, contrary to the Non-Violation of Intellectual Property and Copyright Policy and is an unethical act.

The Control of the Use of Inside Information policy, It is a measure to prevent the misuse of Insider Trading of Related persons, including the directors, executives, employees and workers of the Group related in the information Including the spouse and underage children of such person Including the penalty on the disclosure of the company information or using the Company's information for personal gain and set a guideline such as

- Director, Management and staff It is best to avoid using inside information for your own benefit when buying or selling company stock or provide inside information Which has not been disclosed to the public to other persons. Therefore, they should avoid and refrain from trading the company's securities according to the prohibited trading period specified in Regulations on Securities Trading. The company secretary will notify the directors of the company regarding no trading of securities via e-mail. Management and staff Including persons related to insider information, know and practice, do not trade at least 30 days before the announcement of the quarterly financial statements and the annual financial statements.

- Company Directors and Executives are duty to report their securities holdings, spouses and children who have not attained legal age to the Securities and Exchange Commission under Section 59 and report the interests of The Directors and Executives. The information must be reported to the company and reported online through the Securities and Exchange Commission's online system.

- Directors, executives and employees and workers of the Group, includes the spouse and children who have not attained legal age of the said person. Do not use sensitive inside information that affects the changes in the company's securities prices, which have not been disclosed to the public. In securities trading or persuade others to buy or sell the company's securities. Either directly or indirectly anyone who violates will be punished according to the Company's disciplinary measures including the relevant penalties under the Securities Act.

- Directors, executives and employees and workers of the Group, maintain the Company's interests and confidence or customer. Do not disclose company confidences to third parties, especially competitors. Even after their retirement as the director, executive or employees of the company. Including trade secrets or important documents of the group companies. They must be kept and concealed, according to the importance of the information.

- To communicate between departments, Access to the inter-agency information provision or request area must be approved by both the supervisor's the informant and the information requester. If there is an agency / third parties requesting internal information, the company must enter into a confidentiality agreement with the information requester before providing information in all cases and must always be approved by an authorized person

6.3 The Major Changes and Developments of Policy and Practice of Corporate Governance in 2020

The Company assigns the Board of Directors to be responsible for determining the good corporate governance policy and supervise policy compliance. The Board of Directors will arrange for a regular review of the good corporate governance policy at least once a year and assess the effectiveness of risk management at least once a year to look at the changing risk levels. Including unusual items or causes that may indicate a malfunction.

In this regard, overseeing or following up to comply with and review the Business Code of Conduct in accordance with the Business Code of Conduct policy, the company determines that it is the duty and responsibility

of the directors, executives and all employees to acknowledge and understand. To comply with the established business ethics and work code of conduct strictly which executives in the organization must supervise and it is important to ensure that employees under their command line know, understand and strictly adhere to the established code of conduct. The review of the Company's business code of conduct in accordance with the laws, rules and regulations in accordance with the constantly changing environment. Therefore, the Board of Directors has required to regularly review the regulations at least once a year, which disclose the supervisory report in the 56-1 annual registration statement or One Report, which has significant changes and developments as follows:

In 2020, the Company has further improved policies, practices and corporate governance systems and important developments as follows:

• **Good Corporate Governance**

1) Adjusted the orientation of new directors, The Board of Directors requires an orientation for all new directors by assigning the company secretary to manage the new directors acknowledged the roles, duties and responsibilities of the committee, business overview, Shareholding structure, the Good corporate governance policy, Business Code of Conduct, Various legal requirements Involved the business operations of the company to prepare the directors for the performance of duties. The Board of Directors has supported and promoted training and educate those involved in corporate governance such as the directors, executives, company secretaries to raise the level of knowledge and ability to bring about the performance of their duties efficiently and effectively.

In 2020, the directors and executives train the following courses to develop knowledge and management skills as follows:

- Course IT Security Awareness
- Course Enterprise Risk Management
- Course 5Sor Knowledge and 5 Sor Standard
- Course Efficient use of Microsoft Teams
- Course Personal Data Protection Act
- Course HR for non HR
- Course CFO Refresher & IC Refresher
- Course The Importance of Thai Financial Reporting Standard (TFRS)
- Course Knowledge of Personal Income Tax
- Course Anti-Corruption
- Course Thai Financial Reporting Standard that effective in 2020
- Course Executive Safety officer

Including training of all the directors on topics that correspond to the current world situation in order to bring the knowledge from the training to manage the organization, improve operations and develop the organization for sustainable development (Director training information Appear in the detailed documents on the directors, executives and company secretary)

2) Create a succession plan assigned to the Nomination and Remuneration Committee has a system for selecting personnel who will be responsible for important management positions at all levels with suitability and in line with the Company's business strategy. The selection of the President & Chief Executive Officer is in line with the recruiting process where people both inside and outside the organization are considered appropriately. Including an executive development program along with succession plans.

3) Adding diversity in the structure of the Board of Directors and Board Diversity & Inclusion. The board recognize the importance of diversity in the board structure and appropriate acceptance of differences. It is a factor that will increase the efficiency in decision making and the performance of duties of the Board of Directors. It helps to create a balance of perspectives, concepts, and experiences is beneficial to stakeholders. The selection of the recruiting committee to take the position of director by considering the composition according to the criteria for recruiting directors and taking into account the diversity of the structure of the board (Board Diversity) by preparing a Board Skill Matrix to examine the qualifications of the directors who want to recruit skills, knowledge, capabilities, expertise in a particular area and suitable properties. In accordance with the structure of the committee and business strategies Including morality and ethics, diversity of board structures without limitation on gender, religion, age, education history, professional skills, Other specializations.

4) Create clarity in directorship positions in other companies by requiring all directors to hold director positions in no more than 5 companies listed on the Stock Exchange in order to perform their duties fully and allocate sufficient time to perform their duties. In the event that the President & Chief Executive Officer and senior management of the company Will take a position as a the director or executive in a limited company or other companies listed on the stock exchange that are not a subsidiary in the group of companies. They must be presented to the Board of Directors meeting for consideration and approval on the suitability of the type of business which must not be a type of business that is of the same nature and is in competition with the business of the company to be able to perform their duties fully and allocate sufficient time.

- Sales policy in 2020 , The company has updated trade information and marketing methods of sales and marketing departments to be appropriate and consistent with the performance and support events that change according to economic, society and environment such as the epidemic of COVID-19 and fluctuations in oil prices, etc.

- Accounts Receivable Impairment Recognition Policy or set aside allowance for doubtful accounts policy (formerly) has been adjusted in accordance with Financial Reporting Standards No. 9 , Financial Instruments. By considering the measurement of expected credit losses from using historical credit loss or other methods that yield similar results. Including considering the current situation and forecasting the economic conditions in the future. In addition, management's judgment in estimating the expected loss from recognition of impairment of trade receivables by the Simplified Approach.

- Directors and Executives Nomination Policy, The selection criteria for the Board of Directors has been revised, selection of the Audit Committee and Independent Directors, qualifications of independent directors, the Audit

Committee shall comply with the criteria, notification of the Capital Market Supervisory Board and the Stock Exchange of Thailand and selection of the Executive Committee Nomination and appointment of the President & Chief Executive Officer by specifying more clearly in accordance with the rules of the SEC and the stock market

- Corporate social and environmental responsibility policy, the company enforces all affiliated companies, including directors, executives and employees within the organization. It focuses on fair business operation and respect for human rights in labor, such as the use of legitimate programs, not violating copyright, providing welfare for COVID testing for all employees, donating money to support to the Thai Red Cross Society and Songkhla Nakarin Hospital to cooperate in reducing the risk of spreading COVID 19 that cares for society and the community. In 2020 the company also focuses on responsibility to the community, society and environment, education and environmental protection, the reduction in energy consumption is significant. Therefore, there is an activity to give support to students on Children's Day, Concrete energy reduction activities, Mangrove planting activities to create a good balance of ecosystems.

- Recruitment Policy And human resource development policy. In 2020, the company has added specialized staff who take charge of human resources for all employees within the company. The company has a method for recruiting talented and ethical people to become the backbone in driving the company to its goals. The company has a systematic recruitment plan, recruiting from multiple channels and must pass a health examination and check criminal records to get quality personnel to be a part of the company's steady growth.

The company has developed personnel to have skills, knowledge, ability to work effectively and effectiveness Including promoting personnel to have professional advancement with a focus on self-learning through modern technology (E-Learning), including in-house training and external training, monitoring and evaluation of training courses by requiring all trained employees to consolidate the knowledge and skills gained from training sessions apply it in the practice work and able to knowledge Sharing with colleagues subordinate or any other person. The company focuses on training to raise the awareness of executives and employees about anti-corruption and awareness of the security of information technology systems. Present, quality improvement projects / activities are being promoted in accordance with the requirements of ISO 9001 and ISO14001 standards.

In 2020, the company has adopted the principles of good corporate governance for listed companies in 2017 (CG Code) by managing and performing the following as:

Principle 1: Recognize the roles and responsibilities of the Board of Directors as the corporate leader who creates sustainable value for the business. The Board of Directors has regularly improved, review the rules of each committee and there are improvements to the corporate governance policy and the nomination of directors and executive policy. Including the limitation of holding positions in no more than 5 listed companies and must be reported to the Board of Directors every time, there is a directorship position in other listed companies. The Board also promotes a business code of conduct that supervise of the role of stakeholders.

Principle 2: Define the business objectives and main goals for sustainability. The company has established a vision and mission with a focus on sustainability and operates in accordance with sustainability management policies and goals (Details appear as topics on Driving Business for Sustainability)

Principle 3: Build effective committees, the company sets and reviews the board structure and the proportion of independent directors in accordance with the regulations and rules of the regulator and assigned to the Nominating Committee, remuneration and corporate governance are responsible for fair selection of directors. In 2020, all company directors attend every meeting of the board of directors and the Board of Directors has an annual performance evaluation of the Board of Directors, Sub-committees and President & Chief Executive Officer (Details are shown in topic the report on key performance of corporate governance)

Principle 4: Nomination and Development of top Executives and Personnel Management. In 2020, the Company has revised the recruiting and developed directors and executives and the President & Chief Executive Officer. Including senior management to have additional potential necessary to drive the company to the goals according to the vision and mission and determine the compensation structure for comparison according to business types and take into account important factors and also the evaluation of the President & Chief Executive Officer and closely monitor the development of executives and personnel in the organization (Details are shown in topic of governance structure and the report of important performance in corporate governance)

Principle 5: Promoting Innovation and Responsible Business Operations, In 2020, the Company has adjusted business strategy under the crisis of the COVID-19 epidemic. The company brings technology and work programs to help adjust the behavior to suit with the situation and the company can also operate business efficiently and effectively. The development of a program to continue working on all online systems, Including data backup and operations under Information Technology Security Management and Safety Policy. As a result of the development of technological innovations, all employees are able to work even in an emergency situation, which creates value for the business All customers and partners Including all stakeholders without being affected in any way.

Principle 6: Ensure that there is a suitable risk management and internal control system. The company manages risks and internal controls effectively and regularly reviewing the risks (Details appear as topics of Risk.

Principle 7: Maintain financial credibility and disclosure of information. The Board of Directors and the Executive Committee regularly monitor the performance and operating results. Especially about the financial liquidity which is monitored the liquidity of the company every month. Including the trend of financial problems to create measures to prevent financial problems that may arise in the future.

The Board of Directors has also encouraged the President & Chief Executive Officer and the person responsible for investor relations, Increase communication with shareholders, investors, analysts and other stakeholders by increasing public relations activities in 2021, such as increase the organizing of listed companies

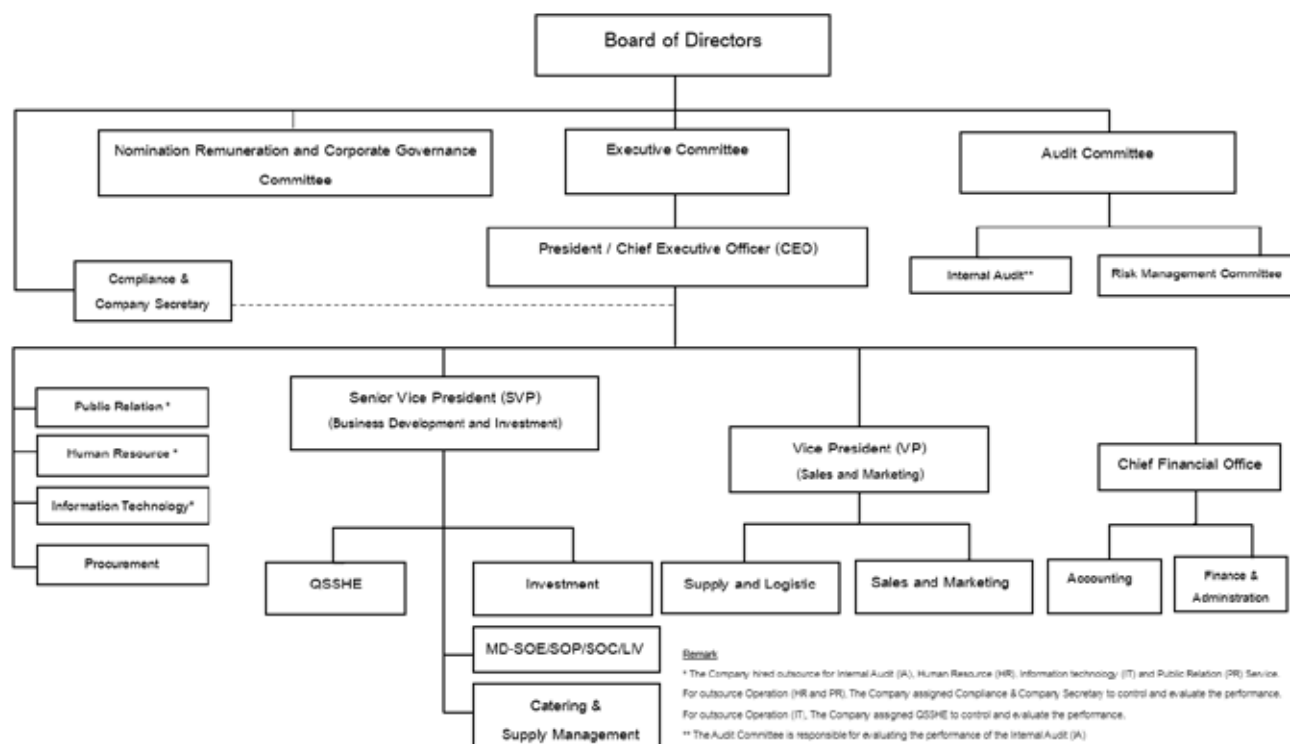
events to meet investors (Opportunity Day) in every quarter, add documents to clarify the Company's performance, Company Snapshot or Fact Sheet that summarizes the business performance in each quarter, etc.

Principle 8: Encourage participation and communication with shareholders. The Board of Directors provides opportunities for shareholders to participate in proposing meeting agendas and the list of candidates selected as the directors and also supports the shareholders' meeting to attend the annual general meeting of shareholders under the COVID-19 epidemic by strictly organizing anti-epidemic measures in accordance with government announcements and statutory provisions, the meeting's resolutions were notified and prepared minutes of the meeting according to the time limit of the law and the minutes of the meeting were also disclosed on the Company's website for shareholders to have access to the information.

7. Governance Structure and Important Information about The Board of Directors, Sub-committees, Management, Employees, and Others

7.1 Governance Structure

The Company's management structure as of December 31, 2020 can be represented as follows:



The Company management structure of Sea Oil Public Company Limited consists of the Board of Directors and the sub-committee is the Audit Committee, the Nomination and Remuneration, Corporate Governance Committee, and the Executive Committee.

7.2 The Board of Director Information

As of 31 December 2020, the Board of Directors consists of 8 directors that appropriate with sized business. divided executive directors 3 person, non-executive directors 2 person and independent directors 3 person as follows:

Name	Position
1. Mr. Apisit Rujikeatkamjorn	Chairman
2. Mr. Taweep Soontornsingha	Vice Chairman / Independent Director / Audit Committee / Chairman of Nomination, Remuneration and Corporate Governance Committee
3. Prof.Dr. Ruth Banomyong	Independent Director / Chairman of Audit Committee

Name	Position
4. Dr. Chalermwit Chimtragoon	Independent Director / Audit Committee / Nomination, Remuneration and Corporate Governance Committee
5. Mr. Suraphon Meesathien	Director / Nomination, Remuneration Corporate Governance Committee
6. Mr. Prompong Chaisrisawatsuk	Director
7. Mr. Kosit Fuangwasdi	Director
8. Miss Neeracha Panboonhom	Director / Chairman of Executive Committee / President & Chief Executive Officer

The authorized directors of the Company are Mr. Apisit Rujikeatkamjorn, Mr. Suraphon Meesathien, and Miss Neeracha Panboonhom, 2 of these 3 directors have to jointly sign and affix the company's seal. Mrs. Saowanee Sutthitham as the Company secretary.

Miss Neeracha Panboonhom is a director and President & Chief Executive Officer of the company and subsidiaries, which was assigned by the board of directors to take the position. Details are in Attachment 2 Details of the subsidiary directors.

Each director has experience related to the company's business and studied in various fields. which are divided into details Board Skill Matrix as follows

List of Directors	Energy, Petroleum, Petrochemical	Service and transportation business	Law / Political Science	Accounting / Finance	Business Administration / Marketing / International Business	Engineering / Physics	Industry	Information technology	Public relations communication	Science / Environment
1. Mr. Apisit Rujikeatkamjorn	☺	☺				☺				
2. Mr.Tawee Soontornsingha		☺	☺	☺						
3. Prof.Dr. Ruth Banomyong		☺	☺	☺	☺					
4. Dr. Chalermwit Chimtragoon		☺					☺	☺		
5. Mr. Suraphon Meesathien	☺	☺	☺		☺	☺				☺
6. Mr.Prompong Chaisrisawatsuk	☺	☺		☺	☺	☺				
7. Mr. Kosit Fuangwasdi	☺		☺		☺	☺				☺
8. Miss Neeracha Panboonhom	☺	☺			☺				☺	

Personal information, age, work history, education and experience of the director. Details in Attachment 1, details of the Directors and management.

The company separates authority and duties in determining the company's policy and administration Clearly separated. The company has set the chairman of the board and Chief Executive Officer and President are different person. Chairman of the Board and the Board of Directors has the scope of authority and duties stipulated in the charter. Details in Attachment 7 Charter of the Board of Directors and sub-committees.

7.3 Information of the sub-committees

There are 3 sub-committees of the Company which are the Board of Audit committee, Nomination Remuneration and Corporate Governance and the Board of Executive committee, which details are as follows:

7.3.1 The Board of Audit committee

As of 31 December 2020, the Board of Audit committee consists of 3 independent director as follows:

Name	Position
1. Prof. Dr. Ruth Banomyoung	Chairman of Audit Committee
2. Mr.Taweep Soontornsingha*	Member of the Audit Committee
3. Dr.Chalermwit Chimtragoon	Member of the Audit Committee

* Mr.Taweep Soontornsingha is the Audit Committee who has knowledge and experience in accounting and finance

Which Mrs. Saowanee Sutthitham as the secretary of Audit committee.

The Audit Committee is the independent directors who are appointed by the Board of Directors to support the corporate governance of the Company's business, especially the process of financial report, internal control system, internal audit system and the Company's regulatory compliance for efficient development of business operation. The scope of authority and duty are defined in the charter. Details appear in Attachment 7 The charter of the Board of Directors and Sub-committees.

7.3.2 Nomination, Remuneration and Corporate Governance Committee.

The Board of Directors has a resolution to setup the Nomination Remuneration and Corporate Governance Committee: "NRCGC" to support implementation of the Board of Directors in stipulation of criteria and guidelines in terms of Remuneration and Nomination of the qualified person for the position of the directors, sub-committee and executive of the Company, including determination of the corporate governance policy to be in accordance with the principles of good corporate governance of listed companies in the Stock Exchange of Thailand, as well as, promotion of personnel at all levels of the company to make them adhere to and follow the principles of corporate governance and business ethics to

ensure efficient management, transparency, accountability and confidence to the shareholders, investors, stakeholders and all related parties. It consists of 3 persons as follows:

Name	Position
1. Mr.Taweep Soontornsingha	Chairman of NRCGC
2. Mr.Suraphon Meesathien	Member of NRCGC
3. Dr.Chalermwit Chimtragoon	Member of NRCGC

Which Mrs. Saowanee Sutthitham as the secretary of NRCGC.

Nomination, Remuneration and Corporate Governance Committee directly reports to the Board of Directors and prepares the report of Nomination, Remuneration and Corporate Governance Committee to disclose in the annual report. NRCGC has the office term of 3 years. Retired committee may be re-appointed as the Board of Directors see as appropriate.

NRCGC performs as assigned by the Board of Directors. The scope of its duty and responsibility are Nomination, Remuneration and Corporate Governance, which defined in the charter. Details appear in Attachment 7 The charter of the Board of Directors and Sub-committees.

7.3.3 The Executive Committee

As of 31 December 2020, there are 4 Executive Committees as follows:

Name	Position
1. Miss Neeracha Panboonhom	Chairman of Executive committee
2. Mrs. Suthida Karuedetkosol	Executive committee
3. Mrs. Kusuma Vannapruk	Executive committee
4. Mr. Kasidis Chareancholwanich	Executive committee

Which Mr. Chanodom Areerob as the secretary of the Executive committee.

Executive committee is appointed by the Board of Directors by way of selection from the directors or executive officers who can manage works which are related to normal business operation to administrate regular works which are beyond the authority of managing director to consider and propose vital matters to company board. The authority defined in the charter which defined in the charter. Details appear in Attachment 7 The charter of the Board of Directors and Sub-committees.

The Board of Directors has appointed a sub-working group to help govern the business in various fields with the following working groups:

- The Risk Management working Group consists of the Chairman of the Executive Committee, acting as the Head of the Risk Management Working Group and there are executives from all departments joining as a working group. It has duties and responsibilities in determining risk factors that may affect the Company's operations, impact assessment and set risk prevention guidelines as well as an annual review of the organization's risk factors or in the event that a factor that may cause a high risk is found, it can be immediately brought into the risk management process. The Risk Management Working Group will report the performance to the Audit Committee on a quarterly basis.

- The CSR, Communication and Corporate Social Responsibility Working Group consists of the President & Chief Executive Officer and representatives from various departments (At least 1 person per department) with duties and responsibilities to assess and develop communication organization. Supervise the use of information to be communicated outside the organization. Organization of social activities Community and Environment (CSR) Investor Relation and Public Relation under the Corporate Social Responsibility Policy and abide by the company policy strictly, support the organization of activities to build relationships within the organization. In addition, the management team will set up an annual activity plan and support activities according to plans to achieve goals. Including monitoring and evaluating results from activity, If the management team finds things that need improvement from organizing activities, will be an immediate editing process.

The Risk Management Working Group and the CSR, Communication and Corporate Social Responsibility Group, No compensation or other benefits are received from the company. And abide to perform duties according to the Company's policy as an important point.

7.4 Information of Management

As of 31 December 2020, the management consist of 8 members as follows:

Name	Position
1. Ms. Neeracha Panboonhom	President & Chief Executive Officer
2. Mrs. Suthida Karuedetkosol	Senior Vice President - Business Development and Investment
3. Mr. Kasidis Chareancholwanich	Vice President - Sales & Marketing
4. Mrs. Kusuma Vannapruk	Chief Financial Officer
5. Mr. Chayawat Teekamitree	Sales & Marketing 1 Manager
6. Mrs. Siranee Komintarachat	Sales & Marketing 2 Manager
7. Mr. Vatchara Vutiputanunt	QSSHE Manager
8. Mrs. Saowanee Sutthitham	Compliance Manager and Company Secretary

The Board of Directors and / or the person designated by the Board of Directors is considered and appointed Chief Executive Officer and President by the Nominating Committee Set compensation And corporate governance to

consider recruiting and selecting persons with knowledge and abilities And experience related to the company's business operations and the Chief Executive Officer and President must devote themselves and time to perform their duties effectively. In order of the company to benefit the most from the capabilities of the Chief Executive Officer and President.

In the event that the Chief Executive Officer and the President will take the position of Company Director or Executive in a limited company. Or listed companies Those that are not a subsidiary of Sea Oil Public Company Limited must be presented to the Board of the Director Committee for consideration and approval on the suitability of the type of business. Which must not be a type of business that has the same nature and is in competition with the business of the company. In order to perform their duties fully and allocate sufficient time. The scope of powers and duties of the President & Chief Executive Officer are set out in the Charter. Details appear in Attachment 7 Charter of the Board of Directors and various sub-committees

Any operations which the President & Chief Executive Officer or attorney or those who may have conflict (as per Notice of Capital Market Supervisory Commission or Notice of SEC) has an interest or may have conflict on benefit with the Company and/or its subsidiaries and/or relevant companies, the President & Chief Executive Officer shall have no authority to approve operations regarding such matter. This must be proposed at the Board of Directors meeting and/or Shareholders' meeting to further consider of approval (as the case may be) unless it is the approval of normal business transaction with general commercial terms in accordance with the Notice of Capital Market Supervisory Commission and/or the Stock Exchange.

Remuneration of Management

The Company has paid the remuneration to the management, manager and higher positions, 8 persons in total as follows:

Remuneration of Management	2020
	Amount (Million Baht)
Salary, Bonus, Position allowance, Overtime wage and Allowance.	24.36
Other Remuneration such as Social Security Fund and other welfare.	1.01
Remuneration and meeting allowances of the Executive Committee.	4.66
Total	30.03

7.5 Personnel

As of 31 December 2020, the Company and its subsidiaries, both domestic and international, had a total number of the personnel (excluding the directors and management) by separating the number of employees according to each main line as follows:

Personnel Divided by the Department	Number of the Personnel (persons)
Sales & Marketing	4
QSSHE	8
Accounting & Finance / Administration	11
Procurement	2
Investment	1
Compliance and Company Secretary / Secretary	4
Operation (Production & Engineer)	22
Human Resource	1
Petroleum Supply and Transportation	5
General Management	1
Total	59

Remuneration of Personnel of the Company and Subsidiaries

Remuneration of Personnel	2020 Amount (Million Baht)
Salary, Bonus, Position allowance, Overtime wage and Allowance	42.42
Other Remuneration such as Social Security Fund and other welfare	1.80
Total	44.22

In 2020, the company has set remuneration, benefits and other welfare. It is appropriately and fairly consistent with the competence of personnel at all levels taking into account the qualifications, experience, position, duties, responsibilities by passing the assessment and analysis of the job cost to suit the current job nature. Comparable to other companies in the same or similar industry. The criteria for adjusting compensation for employees each year This measures the performance evaluation and the performance indicators (KPI), including the company determines the minimum bonus payment to all employees. And adjust the increase of the office bonus according to the company's performance as well as the employee evaluation results.

For remuneration changes and staff reductions since the company has sold investment in solar power plant business and disruption of condensate separation plants from the impact of the coronavirus outbreak. As a result, the number of employees and remuneration has changed significantly in subsidiaries but the main business of the company was not affected in any way.

7.6 Other important information

Accounting supervisor information, the Company secretary, Internal Audit Supervisor Or internal auditors that are externally, Head of the Company's Compliance details are appear in Attachment 1 , Details of Directors, Management, Controllers who are assigned to take the highest responsibility in accounting and finance. Those assigned to be directly responsible for the supervision of bookkeeping and company secretary.

Company secretary

At The board of Director's meeting 4/2012, there was a resolution appointing Mrs. Saowanee Sutthitham to take position of the company secretary since 14 May 2012 with qualification of the company secretary. The company secretary shall perform duties as specified in section 89/15 and 89/16 of Securities and Exchange Act (No. 4) B.E. 2551 enforced on 31 August 2008 by implementing duties with responsibility, prudence and honesty including following the laws, objectives and regulations of the Company, committee's resolution as well as the resolution at the Shareholders' meeting. The company secretary has responsibilities as stipulated by the laws and as assigned by the Company or the Board of Directors as listed below.

- 1) Prepare and maintain the documents as follows:
 - A. Director Registration.
 - B. Appointment letters of the Directors meeting, minutes of the Directors meeting and annual report.
 - C. Appointment letters of the Shareholders' meeting and minutes of the shareholders' meeting.
- 2) Keep and send the report on conflict of interest of the directors and executives according to section 89/14 to the Chairman of the Board of directors and the Chairman of the audit committee within 7 days since the company receives such report.
- 3) Provide advice concerning the relevant laws, regulations and corporate governance of the Board of Directors to be in compliance with the laws.
- 4) Arrange the Board of Directors and Shareholders' meetings in accordance with the relevant laws and company regulations.
- 5) Coordinate with the supervisory authority such as the Stock Exchange of Thailand (SET), the Securities Exchange Commission (SEC) and disclose data and information to the supervisory authority and public in accordance with the laws.
- 6) Coordinate with internal departments to follow the resolution of the Board of Directors and Shareholders'.
- 7) Coordinate with the shareholders, investors and mass media to propagate news and information of the Company.
- 8) Other implementation prescribed by the Capital Market Supervisory Board.

investor relations, the company assigns the company's secretary to take responsible in investor relations duty to communicate with the investors and shareholders including the analysts and related public sectors, the information provided in accordance with the rules and regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission. The Company assigned Mrs. Saowanee Sutthitham, the company secretary and Investor Relation to communicate with investors, shareholders, analysts and related public sectors to provide a complete, correct, and fair information. Investor Relation can be contacted by these 3 channels as follows:

1. Telephone +662-398-9850-1 and Fax +662-398-9852
2. Email: ir@seaoilthailand.com
3. Website: www.seaoilthailand.com

In 2020, the company has organized activities to communicate corporate information, Operating results clarification and answer questions about business with investors, shareholders and analysts such as the online Opportunity Day. Which has the Chairman of the Board, the President & Chief Executive Officer is a provider of information, operating results clarification and guidelines for conducting business of the organization as well as providing opportunities investors, journalists, analysts and the public to inquire

Auditor's Remuneration of The audit firm that the auditor is affiliated

1) Audit Fee, The Company and subsidiaries paid audit fees for the 2020 to PricewaterhouseCoopers ABAS Company Limited and Overseas PricewaterhouseCoopers ("Auditing Firm and Affiliates") totaling Baht 5.52 million, which is the Company's audit fee of Baht 3.10 million and for both domestic and foreign subsidiaries of Baht 2.42 million.

2) Other service fees (Non-audit Fee) The company has paid remuneration for the service work is Miscellaneous expenses incurred during the work such as travel expenses, postage, stamp duty. Photocopying fees, etc. to the audit firm and affiliated total amount of Baht 0.17 million.

8. The Report of Corporate Good Governance

8.1 Summary of the Board's Performance in 2020

In 2020, the Board of Directors plays an important role in strategic consideration, corporate market direction and decisions to operate under the economic crisis and the COVID-19 epidemic to get through. Consideration of improvements to missions, policies and important criteria and others card rules that are beneficial to the organization and stakeholders, such as the corporate good governance policy, Sales policy, Accounts Receivable Recognition Policy, Directors and Executives Nomination Policy, and Corporate Social Responsibility Policy etc. The committee had the management to increase the use of social media policy and the business continuity management policy that will support operations in accordance with good corporate governance principles and business code of conduct.

The Board of Directors reviews the sufficiency of the internal control system every year and take care of organization risks on a regular basis and encouraging directors, executives and employees to realize their management and perform their jobs honestly with consideration of the common interests and stakeholders.

8.1.1 Nomination, Development and Evaluation of the Board's Performance

1) Selection of the Audit Committee and Independent Directors

The qualifications of an independent director are as follows:

1. Holding the shares for not more than 0.5% of the shares with the right to vote of the company, the mother company, affiliates, consortium, major shareholders, or the persons with authority in controlling the company. This includes the counting of shares of related persons to such Independent Directors as well.
2. Never been or having been the directors with the participation in managing the employees or consultants with salary or the persons with authority in controlling the company, the mother company, affiliates, consortium, major shareholders, or the persons with authority in controlling the company excepted for being free from the aforesaid characteristics for not less than 2 years before the date of requesting the permission from the Office of Securities and Exchange Commission. The prohibited characteristics exclude the case that the Independent Directors have been the government officials or the consultants of public sectors who are the major shareholders or the persons with authority in controlling the company.
3. Not being the persons of same blood relationships or by the legal registration in the kind that the parents, spouses, brothers, sisters, and children including the spouses of the children of the executives, major shareholders, persons with authority in controlling or other persons nominated to be the executives or the persons with authority in controlling the company or the affiliates.
4. Never been or having been in the business relationships with the mother company, affiliates, consortium, major shareholders, or the persons with authority in controlling the company in the kind of obstructing the use of discretion freely including never been or having been the shareholders with the significance or the persons with

authority in controlling of the persons with the business relationships with the mother company, affiliates, consortium, major shareholders, or the persons with authority in controlling the company excepted for being free from the aforesaid characteristics for not less than 2 years before the date of requesting the permission from the Office of Securities and Exchange Commission.

5. Never been or having been the auditor of the mother company, affiliates, consortium, major shareholders, or the persons with authority in controlling the company and not shareholders with the significance or the persons with authority in controlling or the partners of the audit office with the auditor of the mother company, affiliates, consortium, major shareholders, or the persons with authority in controlling the company excepted for being free from the aforesaid characteristics for not less than 2 years before the date of requesting the permission from the Office of Securities and Exchange Commission

6. Never been or having been the professional service providers including the service of law consultants or financial consultants receiving the service fee for over 2 million baht per year from the mother company, affiliates, consortium, major shareholders, or the persons with authority in controlling the company and not being shareholders with the significance or the persons with authority in controlling or the partners of the professional service providers excepted for being free from the aforesaid characteristics for not less than 2 years before the date of requesting the permission from the Office of Securities and Exchange Commission.

7. Not being the directors nominated as the representatives of the Board of Directors of the company, major shareholder or the shareholders in relationship with the major shareholders.

8. Not operating the business with the same condition and the significant competition to the company business or the affiliates or not being the partners with the significance in the partnership or the directors with the participation in managing the employees or consultants with salary or holding the shares for over 1% of the shares in other company with the same kind of operation and the significant competition to the business operation of the company or the affiliates.

9. Not having any other features which cannot express the opinions independently in relation with the company's operation. The qualification of the a forementioned independent directors follow the definitions specified in the Notification of Capital Market Supervisory Board.

The Qualification of the Audit Committee

1. Being nominated from the directors or company shareholder's meeting to be the Audit Committee.
2. Being the independent directors and must:
 - 2.1 Not being the directors assigned by the Board of Directors in making the decision of the operation of the mother company, affiliates, consortium, major shareholders, or juristic persons possibly having some conflict.
 - 2.2 Not being the directors of the parent company or the affiliates only for the registered company
3. Having the duty in the same kind as specified in the Notification of Stock Exchange on the qualification and operational scope of the Audit Committee.

4. Having knowledge and enough experience for performing the role of Audit Committee. There must be at least 1 Audit Committee with knowledge and experience in accounting and finance enough for performing the role in verifying the credibility of financial statements. Moreover, the company will consider other qualifications, for example, the experience in business, proficiency in relation with the business, the ethics, etc.

5. When a member of the audit committee completes their term of office or there is any other cause that prevents the audit committee from completing the term. Which resulted members less than specified number. The Board of Directors or the shareholders' meeting shall promptly appoint new audit committee members as specified or at the latest within 3 months from the date that the members is incomplete to ensure continuity in the work of the Audit Committee.

Audit Committee is nominated by the Board of directors or the shareholder's meeting of the company selected from the Board of directors with the qualifications following the notification of Securities and Exchange Commission and following the principles of corporate management of the Audit Committee there must be at least 1 person with the knowledge in accounting/finance sufficient for auditing and supervising the company's operation as well as the supervision on the financial report, internal control system in the selection of auditor and in selecting the auditors as well as the consideration on the conflict of interest.

Audit Committee retired by rotation can be re-nominated for the position. In the case that the Audit Committee is vacant because of other reasons apart from the leaving in the specified period, the directors must nominate the qualified persons to be the Audit Committee in the numbers specified by the Board of directors. The Annual Report 2019 79 persons to replace the Audit Committee must be in the position only in the remaining period of such Audit Committee. When the position of Audit Committee is vacant until there are less than 3 persons, the Board of directors or the shareholder's meeting nominating in full numbers within the duration of not over 3 months from the date of having less than 3 persons in the Audit Committee.

2) Nomination of directors and executives

The Company have resolution appointed the Nomination Remuneration and Corporate Governance Committee for the appropriate and transparent, including recruit, select and offer the right person for the position of Board of Director and committees. When any director having been in the position in full tenure or having necessity to nominate more directors or executives, the current directors will consult altogether for considering the selection of directors by using the criteria and methods in the nomination. The persons nominated to be the directors or executives of the company must be fully qualified following Section 68 of the Act of Public Company Limited B.E.2535 (including the amendment) and the Notification of Securities and Exchange Commission and must not have the prohibited characteristics following the Securities Act (including the amendment), other laws, and related regulations with the criteria of nomination as follows:

Nomination of Board of Directors

Qualifications of the Board Directors must Having knowledge, competence, and experience in business operation, having integrity and ethics, being able to specify and manage the significant risks to the company and Being determined and dedicating the time for the responsible tasks company.

The Board of Directors must be qualified and must not have prohibited characteristics as regulated by law on Public Company Limited, law on securities and stock exchange, Notification of public bureaus supervising the company. In case of independent directors, they must be qualified as specified by the company and the Capital Market Supervisory Board.

Criteria in the nomination of Board of Directors are as follows:

1. The Board of Directors must consist of at least 5 directors. The numbers of directors not less than a half (1/2) of all directors must have the residence in Thailand and be qualified as regulated by law. The requirements of the company indicate the shareholder's meeting to elect the directors following the criteria and methods as follows:
 - 1) One shareholder has one vote.
 - 2) Each shareholder will use the votes in (1) electing one or several persons as the directors. In case of electing several persons to be the directors, the votes cannot be divided to one more than the others.
 - 3) The persons with the highest votes will be elected as the directors equal to the number of directors to be elected in that election. In the case that the elected persons in the lower order have the equal votes more than the numbers of directors should be elected in that time, the Chairman of the meeting will perform the final judgment.
2. In all agenda of the shareholder's meeting, one-third of all directors will be retired by rotation. If the numbers of directors cannot be divided into 3 parts, the number closest should be used. One third of the directors retired can be re-elected for the position. The directors who retired in the first and the second year after the registration must be random. After two years, the directors who has the longest period will be retired.
3. Apart from retired by rotation, the directors will leave the position when they are deceased, resign, disqualified, or have the prohibited characteristics following resolution of the shareholder's meeting or the judgment of the Court.
4. The shareholder's meeting may have the resolution for any director to leave the position with the votes of not less than three fourth (3/4) of the numbers of shareholders attending the meeting, having rights to vote, and having total shares for not less than a half (1/2) of the numbers of shares held by the shareholders attending the meeting and having rights to vote.
5. In the case that the position of directors is vacant because of other reasons apart from the retiring by rotation, the directors must select the qualified persons without prohibited characteristics as regulated by law on Public Company Limited, law on securities and stock exchange to attend the next meeting as the directors except that the period of such director remains less than two months. The selected directors will be in the

position only in the remaining period. The resolution of the meeting of the directors must consist of the votes for not less than three fourth (3/4) of the remaining directors.

Nomination of Executive Committee

The Board of Directors will appoint the Executive Committee that passed the consideration by Numeration Remuneration and Corporate Governance Committee by selecting from the top executives of the company or outsiders who are knowledgeable and has experience related to the business directly that can manage the work that related to business operations. To manage the routine work that exceeds the authority of the position of President and Chief Executives Officer and scrutinize administrative work to present important matters to the Board of Directors.

Nomination and Appointment of CEO & President

The Board of Directors will nominate the CEO/President considered by the Nomination Remuneration and Corporate Governance Committee based on who is a director of the company according to the company's regulations and has no prohibited characteristics as required by the law, has enough knowledge and experience related to the business of the Company, having experience in Leadership competency with high leadership, have been recognized in relevant business, conflicts of interest concerned and being able to devote time to fully perform duties.

Development and succession plan

The company has principles and guidelines for planning successors. To select key successors for the organization. To develop the potential to be able to hold positions within the specified time. Which has a selection of successors and potential development and follow up the successors with the following guidelines:

1. Specify the important positions of the organization and prepared profile needed of the positions. Which included responsibilities, educations, skills or experience needed, and competency of the positions.
2. For performance evaluation of successor, average score of 2 consecutive years of performance appraisal align with competency and personality evaluation from supervisor or next level.
3. Create a group of successors. By measuring from successors profile matching, whose ready to take the position.
4. Prepared the individual development plan. The successor and the position holder must consider planning the development plan together. Which will be followed by human resources department.

New Director Orientation

The Board of Directors has set a new director orientation to prepare for the duty of the director. The Board will focus on the knowledge of the roles and responsibilities, nature of business, corporate overview, company policies and guidelines including good corporate governance. The Board also requires company secretary to support the new director orientation to be able to perform their duties effectively and efficiently as are follows:

- 1) Information that should be known for new director orientation. Through the director's manual, such as company history, business structure regulations, board structure, board charter, sub-committee, approval authority table, related policies and regulations, meeting plans and meeting procedures.
- 2) The presentation of summary information by the Chief Executive Officer and President about Business Practices, Corporate Governance and Business Ethics Management structure. Introduce to executives in each department as well as visiting the workplace of the company and its subsidiaries.
- 3) Arrange meetings with the Chairman, Directors and Top executives

Self-evaluation of the Board of Directors, Sub-committees and President & Chief Executive Officer.

The Board of Directors has established an annual self-evaluation both the Board of Directors, Sub-committees and President & Chief Executive Officer through consideration of the Nomination, Remuneration and Corporate Governance Committee. In order, the self-evaluation results to improve the performance of their duties to be efficient and effective by using the self-evaluation form of the board of directors and sub-committees as a group and individual basis of the Stock Exchange of Thailand applied to suit the organization evaluation topics as follows:

The self-evaluation of the Board of Director consists of 6 topics as follows:

- 1) Structure and qualifications of the Board
- 2) Roles, duties and responsibilities of the board
- 3) Board meetings
- 4) Performance of duties of directors
- 5) Relationship with the management
- 6) Directors' self-development and management development

The self-evaluation of the sub-committees consists of 3 topics as follows:

- 1) Structure and qualifications of the Board make the work of the committee efficient
- 2) Meetings of sub-committees enables the Board to perform their meeting duties efficiently.
- 3) The roles, duties and responsibilities of sub-committees take to importance, take time to consider,

The self-evaluation of the individual consists of 3 topics as follows:

- 1) Structure and qualifications of the committee
- 2) Board meetings
- 3) Roles, duties and responsibilities of the committee

Overall evaluation results Summarized as follows:

Self-Evaluation of the committee as a group

- The Board of Directors: The overall average score was 98.45%, very good.
- The Audit Committee: The overall average score is 100%, very good.

- The Nomination, Remuneration and Corporate Governance committee: The overall average score was 98.33%, very good.

- The Executive Committee The overall average score was 93.75%, very good.

Self-Evaluation of Individual: The overall average score was 94.79%, very good.

The evaluation of the President & Chief Executive Officer form consists of 3 main categories as follows:

1) Progress of the roadmap

2) performance measurement which divides the measurement into leadership, Strategy formulation, Strategy implementation, Planning and financial performance, Relationship with the Board, Relationship with External, Administration and personnel relations, Succession, Knowledge of products and services and personal features

3) CEO development

For the evaluation results for the President & Chief Executive Officer: The overall average score was 81.67%, good by the Nomination, Remuneration and Corporate Governance Committee will evaluate the performance of the President & Chief Executive Officer and presented to the Board of Directors for consideration and approval to determine the annual remuneration and the development of work to be better and achieve the objectives assigned

8.1.2 The meeting attendance and remuneration for the Board of Directors as individually

The Board of Director meeting attendance are as follows:

Director Name	2020 (Number of Meeting Attended / Number of Meeting Hold)	Meeting without executives 2020 (Number of Meeting Attended / Number of Meeting Hold)	Total
1. Mr.Apsit Rujikeatkamjorn	9 / 9	1 / 1	10 / 10
2. Mr.Tawee Soontornsingha	9 / 9	1 / 1	10 / 10
3. Prof.Dr.Ruth Banomyong	9 / 9	1 / 1	10 / 10
4. Dr.Chalermwit Chimtragoon	9 / 9	1 / 1	10 / 10
5. Mr.Suraphon Meesathien	9 / 9	1 / 1	10 / 10
6. Mr.Prompong Chaisrisawatsuk	9 / 9	1 / 1	10 / 10
7. Mr. Kosit Fuangswasdi	9 / 9	1 / 1	10 / 10
8. Mrs.Neeracha Panboonhom	9 / 9	-	9 / 9

Remuneration of the Directors and Management

The Annual General Meeting 2020 held on 22 April 2020 had the resolution to approve the determination of the remuneration of the directors and sub-committee for year 2020 with in the total limit of 10 million baht, consisting of monthly remuneration, meeting allowance, incentive fee and other remuneration, as explained below.

1. Monthly remuneration
 - The Chairman receives 40,000 baht per month
 - Member/Committee each receives 30,000 baht each per month
2. Meeting allowance
 - The Chairman of Audit Committee receives 30,000 baht per attendance
 - Audit Committee receives 20,000 baht each per attendance
 - The Chairman of Nomination, Remuneration and Corporate Governance Committee receives 20,000 baht each per attendance
 - Nomination, Remuneration and Corporate Governance Committee receives 15,000 baht each per attendance
 - The Chairman of Executive Committee receives 16,500 baht per attendance
 - Executive Committee receives 11,000 baht each per attendance
3. Remuneration for the Directors who are the authorized signatories (besides monthly remuneration) not exceed 12,000 baht each per month
4. Incentive fee depends on performance
5. Other remuneration such as annual health checkup and health insurance

The Board of Directors, the Audit Committee and The Nomination, Remuneration and Corporate Governance Committee's remuneration are concluded as follows:

Director Name	Remuneration of Year 2020 (Baht)			
	Remuneration	Meeting Fee of Audit Committee	Meeting Fee of NRCGC	Total
1. Mr. Apisit Rujikeatkamjorn	624,000	-	-	624,000
2. Mr. Tawee Soontornsingha	360,000	120,000	40,000	520,000
3. Prof.Dr.Ruth Banomyong	360,000	180,000	-	540,000
4. Dr. Chalermwit Chimtragoon	360,000	120,000	30,000	510,000
5. Mr. Suraphon Meesathien	504,000	-	30,000	534,000
6. Mr.Prompong Chaisrisawatsuk	360,000	-	-	360,000
7. Mr. Kosit Fuangswasdi	360,000	-	-	360,000
8. Ms. Neeracha Panboonhom	504,000	-	-	504,000
Total	3,432,000	420,000	100,000	3,952,000

8.1.3 The corporate of subsidiaries and associated company

Corporate Governance: Supervision of the operations of subsidiary and affiliated companies

The Company has set an investment policy and management policy for its subsidiaries and affiliated companies with the following details:

1. The Company adopts the following investment policy on subsidiaries and affiliated companies under the basis of good compliance of corporate governance principles:

- The Company shall invest in businesses that are entitled to generate consistent revenue stream and profit based on a thorough feasibility analysis.

- The Company shall invest in businesses that can generate sufficient cash from its operations to repay debt and interest expense.

- The Company shall invest businesses that can generate reasonable returns on investment under an acceptable risk appetite set forth by the Company

- The Company shall assign experienced staff and management team with specific expertise in the subsidiary or affiliate company's operations.

- The Company shall not invest in businesses with unethical or illegal business practices

- The investments in subsidiaries and affiliated companies shall be approved by the Board of Directors or shareholders of the Company under the relevant laws and rules and regulations of the Company.

- The subsidiaries or affiliated companies have the duty to submit its operating financial performance to the Board of Directors on a quarterly basis.

2. The amount of investment in the subsidiaries and affiliated companies will be based on business synergy. In the case of direct valuable business synergy, the Company may invest more than 50 percent (a subsidiary of the Company). In the case of investments in other sectors, the Company may invest in 20 to 49.99 percent of the business (an affiliated company of the Company). However, the Company may review the investments in subsidiaries and affiliated companies as appropriate.

In overseeing the business operations of the Company's subsidiaries and affiliated companies, the company shall appoint company representatives to be directors in the subsidiaries and affiliated companies. The Company's representative may be the Chairman, Board of Directors, or Top Management or other management with qualified experiences in the business field without any conflict of interest with the subsidiaries and affiliated companies. The representatives shall manage the subsidiaries and affiliated companies based on rules and regulations set forth by the Company and the laws governing the subsidiaries and affiliated companies. Present, the Board of Directors has assigned the President & Chief Executive Officer to represent the Company as a director and manage subsidiaries and associated companies. Also to allocate personnel with professional and experience to manage subsidiaries and associated companies. Which subsidiaries and associated companies comply specified criteria before entering into the investment transaction and after corporate of the business of subsidiary and associated company.

The company has set qualifications for directors, management and controlling persons taking into account work history, Experience and qualifications are clearly stated. Details appear in Attachment 7 Charter of the Board of Directors and sub-committees.

Regulations and internal control systems and related transactions of the Company and subsidiaries Details are in Item 9, Internal Control and Related Transactions.

8.1.4 Corporate Governance Policies Compliance Review

The company has improved the corporate good governance policy, business policy and practice in accordance with the changing environment, society, economy and law. The company operates strictly and regularly evaluates and follows up at the meeting of the Board of Directors. Especially reporting results and monitoring the results of anti-corruption practices that must be reviewed and approved by the Audit Committee. If there are important issues with risks that may affect the organization will be presented to the Board of Directors to consider. In order, corrective action and follow up closely, Details appear in Attachment 4 Driving business for sustainability.

(1) The prevention of Conflicts of Interest

The Company has established good practices to show intention to operate its business with transparency, accountability, and adherence as the duty of directors, executives and employees. Including those involved to avoid being a stakeholder or a related person operating in a manner that may create a conflict of interest, The company has set as follows:

1. Directors and executives must consider the conflicts of interest Regarding connected transactions under the Securities Law, regulations, announcements, orders, or regulations of the Stock Exchange of Thailand with integrity, taking into account the interests of the company. If directors and executives are stakeholders in any matter will not participate in the consideration and approval of the particular item.
2. Directors, executives and employees must not take any action which is competition with the business of the company
3. No persons connected with the company are prohibited from seek benefits in their own business with the company to sell products and services with the company. If necessary, must be treated as a third party With general commercial terms without trade bargaining power from directors, executives, employees or related persons, must be documented for clarify and disclosed to the company to know in every case.
4. In the event that any act or under institution suspect that a person may have a conflict of interest with the Group. A written report must be made disclosing the specified suspicions which must be reported to the supervisor according to the hierarchy and delivered to the Compliance and Company Secretary to enter the process of considering the conflicts of interest with the group of companies.

The use of inside information for benefits.

The Board of Directors stipulates the measures to prevent the Insider Trading by related persons including the executive directors, staffs, and employees of the consortium related to the data (including the spouses and children who have not reach the legal age of such person). This includes the punishment on the disclosure or the use of company's data for one's benefits following the policy to prevent the Insider Trading as follows:

1. The company stipulates the prevention of Insider Trading by regulating the prohibition in the regulations of operation so that the executive directors and employees of the company cannot use the internal data with significance of the company to be revealed or used for one's benefits.

2. The executive directors and employees of the company should avoid using the internal data for one's benefits in purchasing or selling the shares of the company. The trade on the company's securities should be avoided and omitted in the duration of 1 month before the revelation of financial statements. It should be waited for at least 24 – 48 hours after revealing the significant data possibly affecting the share price of the company to public before trading the company's shares.

3. The company gives knowledge and understanding to the directors and the executives of the company about the duty in reporting the holding of securities of themselves, their spouses and children who have not reach the legal age to the Office of Securities and Exchange Commission according to Section 59 of Securities and Stock Exchange Act B.E.2535 ("Securities Act") and the requirements of SET including the duty in reporting the stake holding of the directors and the executives and the prohibition in using the internal data with significance of the company for trading the company's shares including stipulating the relevant punishment according to Securities Act

4. The Need-to-Know Basis should be stipulated, for example, the communication between the bureaus, the access of area, and the giving or asking for the information between the bureaus must be approved by the highest-ranked supervisors of the bureaus.

5. Report on the holding of securities of directors and executives of the company to the Board of Directors meeting every quarter.

The company provides the revelation of significant data both financial and non-financial data correctly, punctually, and transparently following the criteria in the revelation of data of Office of Securities and Exchange Commission and Stock Exchange of Thailand as well as other significant data affecting the price of securities of the company and the process of decision making of the investors and stakeholders of the company. The company will publicize the information technology of the company to the shareholders, investors, and public via the channels and media of Office of Securities and Exchange Commission and Stock Exchange of Thailand as well as the company's website; www.seaoilthailand.com. both Thai and English. Moreover, the company has assigned the company secretary act as investor relations to communicate with shareholders, investors, analysts, stakeholders and related government agencies in order to receive information equally.

(2) Anti-corruption

In 2019, the Company has reviewed important policies and criteria for efficient and effective operation such as Board of Directors Charter, Audit Committee Charter, Credit Management Policy, Bad Debts Write-Off Policy, Delegation of Authority Schedule and added the board diversity & inclusion to the Corporate Governance Policy as well as promote the policies illustrating concrete anti-corruption such as announcement of NO Gift Policy, and arrange the anti-corruption activities in the organization and with the company group and so on. The Company has raised the level of anti-corruption policy to be clear, established measures and guidelines for actions related to anti-corruption, such as reviewing and evaluating risks in the operational process that may cause corruption in accordance with each operational process. Of each business group along with finding guidelines and preventive measures. Determination of plans for monitoring compliance with anti-corruption policies and report to the Audit Committee every quarter. Improving the regulatory policy, Procurement policy and selection of partners, Approval authority table on activities that are vulnerable to corruption, such as disbursement of certification fees, donations and various support funds as well as guidelines relating to the code of business conduct in accordance with the anti-corruption policy. Training and communicating policies and increasing channels, receiving suggestions, complaints, as well as reporting clues to corruption, corruption of the organization for a variety of channels. Which corresponds to Chapter 3, the role of stakeholders.

The company has disclosed the business practice guidelines policy and the anti-corruption policy already posted on the company's website

In 2020, Thai CAC has the resolution to acknowledge “Sea Oil Public Company Limited” as their member in November 2019. The Company has continuously raised its level of the corporate governance causing the Company to obtain Excellent as its corporate governance evaluation for year 2019 and 2020 for 2 years from Thai Institute of

Directors 

The company shall strive to operate its business in a way which demonstrates its compliance with ethical and good corporate governance standards by upholding the principles of good governance as well as code of conduct and business ethics; displaying responsibility toward the society, the environment and every group of stakeholders; and conducting business in transparent, fair and verifiable manner. The Company therefore joined “Private Sector Collective Action Coalition Against Corruption (CAC)” to demonstrate its clear intention and commitment in fighting against all forms of corruption, including establishing clear Anti-Corruption Policy and related practice as follows:

Corruption means a behavior in which one performs or refuses to perform the assigned duties or misuses ones position or power to dishonestly or unlawfully seek any types of personal interests such as offering or accepting bribery, proposing an offering, promising or agreeing to give, demanding or accepting money, assets or other inappropriate benefits from government officers, government sectors, private sectors or any other related parties so that such person could proceed or disregard his/her function in order to acquire the business or achieve any improper benefits in business transactions with the exception of the cases in which it is permitted by law, regulation, statement, standard, custom or business tradition.

Anti-Corruption Policy and Related Practice

The Company shall not tolerate any forms of corruption and shall be applicable to all businesses and transactions in every country worldwide and every relevant function. The Board of Directors, the Management and employees of Sea Oil Public Company Limited including subsidiaries must strictly comply with the defined Anti Corruption Policy and are prohibited from being involved with any forms of corruption either directly or indirectly in dealing with high-risk corruption. Executives and all employees should cautious on political contributions, donations, sponsorships, gifts and entertainment.

Director Executives and company employees can receive gifts or any benefits according to the festivals or normal practices. Which must have a value of not more than 3,000 baht (three thousand baht). Any gift received must not be in cash. Or cash equivalents such as gift certificates, gift cards, etc.

If in a situation that cannot deny receiving such gifts or benefits at that time. The recipient must notify the supervisor immediately and prepare a report for receiving gifts and send such gifts to the Authority and Company Secretary To be used as a reward for employees in important festivals or requesting approval to donate to the public charity as appropriate.

(3) The Whist blowing

The Company has determined measures for whistleblowing or raising complaints concerning any misconduct done by any director, executive or employee within the organization that is in violation of the laws, Code of Business Ethics or any behavior that may lead to corruptions. Various channels of communication have been provided so that the employees and stakeholders can conveniently and appropriately report incidents or raise complaints with the Company. The whistleblower or complainant must notify the details of the incident or complaint including their contact address and phone number through the provided channels.

- Postal mail for Attention of the Chairman of the Board of Directors or the Chairman of Audit Committee

SEA OIL PUBLIC COMPANY LIMITED

88 Soi Bangna-Trad 30, Debaratna Road, Bangna-Tai, Bangna, Bangkok 10260

- E-mail
 - The Chairman of Audit Committee : ruth@banomyong.com
 - The Chairman of Nomination, Remuneration and Corporate Governance Committee / Independent Director / Audit Committee: pongandeat@hotmail.com
 - Independent Director / Audit Committee: drwit777@gmail.com
 - Compliance and Company Secretary Office: compliance@seaoilthailand.com
- The Company's website: www.seaoilthailand.com
- Suggestion / comments / complaints box available within the Company

The company has measures Protection and Confidentiality to developed and implemented personal information protection measure to protect the whistleblowers and informants. Under such measure, the Company shall not disclose the identity, address or any other information pertaining to the whistleblower or informant and shall treat such information as confidential and only authorized persons involved in the investigation procedure can have access to such information. In the event, there has a been a report of an act of corruption by an executive or top management, the Audit Committee shall be responsible for ensuring the protection of the whistleblower or complainant, including the witnesses and informants throughout investigation period so that they are safe from any danger, harm or mistreatment due to whistleblowing or raising a complaint or being a witness or for disclosing any information. Any person authorized to be responsible for such matter must strictly maintain the confidentiality of all relevant information and documentation concerning the complainant and informant and must not disclose such information to any irrelevant parties unless it is required by law.

Investigation procedure and penalties for fraudsters, employees who violate or do not follow the rules will be subject to disciplinary action according to the company's policy and regulations. Directors or employees will be punished according to law. If that action is illegal the investigation processes are as follows:

1) When receiving clues, The Audit Committee will assign the internal auditor or appoint an investigation committee to be a moderator of investigation and inform the results of the investigation periodically to the whistleblower or the complainant.

2) If investigating and found that Information or evidence has a reasonable reason to believe that the accused has committed corruption. The company will give the accused the right to acknowledge the allegations and prove themselves. By finding additional information or evidence that shows he/she has no involvement in the alleged fraud

3) If the accused has committed corruption. The corruption will be considered as a violation of anti-corruption policy, business ethics of the company and must be considered disciplinary punishment according to the regulations set by the company. And if fraud is illegal, the offender may be subject to legal penalties. In addition, any disciplinary action according to the company's regulations verdict by the Audit Committee will be considered as final.

The company does not have a policy to demote, punishments or negative results for employees who reject corruption. Although that action will cause the company to lose business opportunities.

8.2 The Report of the Audit Committee in 2020

The Audit Committee of Sea Oil Public Company consists of 3 Independent Directors who have expertise and experience in accounting and finance, law and administration and have qualification as required under the Notification of the Office of Securities and Exchanges Commission. The Audit Committee duly performed its duties within the scope and responsibilities as assigned by the Board of Directors which are prescribed in the Audit Committee Charter and in line with the regulations of the Stock Exchange of Thailand.

In year 2019, the Audit Committee has conducted meeting 7 times in total and reported its performance to the Board of Directors on quarterly basis, the details of attendance of each Audit Committee are shown below.

Director Name	2020 (Number of Meeting Attended / Number of Meeting Hold)
1. Prof. Dr. Ruth Banomyong (Chairman of Audit Committee)	6 / 6
2. Mr. Tewee Soontornsingha (Member of Audit Committee)	6 / 6
3. Dr. Chalermwit Chimtragoon (Member of Audit Committee)	6 / 6

Which every meeting was the meeting with the Auditor, Internal Auditor, President and Chief Executive Officer, Chief Finance Officer and other relevant executives in accordance with relevant agendas, including 1 time meeting with the Auditor without attendance of any managements for independent consultations on significant matters as well as acknowledgments of performances and recommendations, including complications and difficulties during performing of duties. The Audit Committee independently reported, made an opinion and gave recommendation to the Board of Directors which consider reviewing financial reports, Review of the internal control system and internal audit, Review of risk management, Review of compliance with applicable laws and regulations, considered related party transactions or transactions with conflict of interest, considered to nominate, appoint and determine the Auditor's remuneration and consider the report on compliance with the anti-corruption policy.

The Audit Committee performed its duties with prudent and independent in giving opinions and advices for the highest benefit of the Company and also performed its duties in accordance with the Audit Committee Charter and assignments from the Board of Directors in full of which the Audit Committee opinioned that the Company had compliance system and internal control at the sufficient and appropriate level for the Company's business including the company conduct the business with good governance to ensure that the preparation of financial information fully and duly presented facts in material part in compliance with the general accounting standard, the disclosure of information was in accordance with laws, regulations and covenants in connection with the Company's business and the Company and its subsidiaries commit to develop continuously its operation and human resources for better quality and sustainable growth.

8.3 The Report of the Nomination, Remuneration and Corporate Governance Committee

Sea Oil Public Company Limited's Nomination, Remuneration and Corporate Governance Committee ("NRCGC"), which were appointed by the Board of Directors, consist of 2 independent directors and 1 non-executive director. In 2020, there were 2 times of NRCGC meetings as follows:

Director Name	2020 (Number of Meeting Attended / Number of Meeting Hold)
1. Mr. Taweeep Soontornsingha (Chairman of NRCGC) - Independent Director	2 / 2
2. Dr. Chalermwit Chimtragoon (Member of NRCGC) - Independent Director	2 / 2
3. Mr. Suraphon Meesathien (Member of NRCGC) - Non-Executive Director	2 / 2

The Nomination Remuneration and Corporate Governance Committee have obligations to support the implementation of the Board of Directors in promotion of good corporate governance principles, determine the criteria and policies regarding nomination, remuneration and corporate governance of the Board of Directors and sub-committee as well as search for, select and nominate a qualified person according to the prescribed criteria and procedure to nominate for the director and executive position of the Company. In addition, NRCGC also have the obligations to determine the criteria and guidelines for good practices in various aspects of the Company in accordance with the corporate governance policy and in compliance with the principles of good corporate governance of listed companies in the Stock Exchange of Thailand, as well as promote and support personnel at all levels of the Company, adhere to and follow the principles of corporate governance and business ethics for the organization to have sustainable growth.

The Nomination Remuneration and Corporate Governance Committee will still continue to strive the development of the corporate governance operations for the Company to comply with the Business Code of Conduct and good corporate governance policy and believe that management under the good governance principles, including giving priority to the responsibility to all stakeholders will make the organization grow sustainably and build confidence for the shareholders and all stakeholders.

The Executive Committee of Sea Oil Public Company Limited consists of the President & Chief Executive Officer hold a position as the chairman of the Executive Committee, the Vice President of Business development and Investment, the Assistant to President of Sales and Marketing and the Chief Finance Officer in 2020, the Executive Committee held a total of 12 meetings, with the details of the meeting attendance as follows:

Director Name	2020 (Number of Meeting Attended / Number of Meeting Hold)
1. Miss Neeracha Panboonhom (Chairman of Executive Committee)	12 / 12
2. Mrs. Suthida Karuedetkosol (Member of Executive Committee)	12 / 12
3. Mrs. Kusuma Vannapruk (Member of Executive Committee)	12 / 12
4. Mr. Kasidis Chareancholwanich (Member of Executive Committee)	12 / 12

The Executive Committee has performed the duties of internal management, governance of the performance of the sales and marketing department and the financial status of the company closely. As well as reviewing and monitoring issues such as anti-corruption reports, Legal issues, Debtor tracking, etc., In order to effectively manage the organization within the company.

9. Internal Control and Related Party Transactions

9.1 Internal Control

Summary of opinions of the Board of Directors

The Board of Directors meeting No. 2/2021 on February 22, 2021, the Board of Directors assessed the Company's internal control system reviewed by the Audit Committee, in summary, based on the Company's internal control system assessment of 5 elements which are; 1) Control Environment 2) Risk Assessment 3) Control Activities 4) Information and Communication, and 5) Monitoring Activities.

The Board of Directors had the opinion that the Company has an internal control and internal audit systems that is effective enough and suitable for current business, and can create reasonable confidence in the reliability of the consolidated and the company's financial statement Sea Oil Public Company Limited and its subsidiaries for the year 2020, showing the financial position, Profit and Loss performance and cash flow with correctness as it should be, in accordance with financial reporting standards.

Sufficient internal control

The Audit Committee reviewed and assessed the sufficiency of 2019 internal control of the Company and subsequently proposed to the Board of Directors to ensure that the Company had an appropriate and sufficient internal control for the Company business. With consideration from the internal audit report in connection with the Company's key performance management and Auditor.

1. Internal Control

The Board of Directors and Management have set guidelines and practices based on honesty and conducted business in accordance with the Company Code of Conduct which have been communicated and emphasized to employees of monitoring and assessment process on their performance. The Board of Directors performs the duty independently from Management in overseeing and developing internal control within the organization.

2. Risk Assessment

The Company has analyzed the risks from internal and external factors impacting the Company performance in all levels of organization, business units and departments by assessing the likelihood and impact in strategy, operation, work manual and information technology which the Company has defined clear measures and mitigations in managing the risks.

3. Control of Operation

The Company has set up control of operation for efficient operation to reduce the risks to acceptable risk level, such as, setting policies and procedures on finance, purchasing and overall management including clear delegation of approval authority. In addition, the Company and its employees shall operate in accordance with ISO9001 and ISO 14001 Which has identified a framework for performance that shows commitment and practice of employees to achieve goals.

4. Information and Communication

The Company realizes the importance of information and effective communication system in supporting internal Control comprising quality internal/external information related to operation and providing sufficient information for the Board of Directors' decision in company business. The Company has arranged appropriate channels in communicating with related parties and stakeholders in business performance as well as receiving feedback information, such as, customer satisfaction survey. The Company also adds whistle blowing channel that allows internal/external stakeholders to safely and securely disclose of fraudulent information to the Company.

5. Monitoring System

The Company always monitors and evaluates the internal control to ensure the internal control system is sufficiency and appropriate and in line with quality management system. An internal audit team has been appointed to verify the work process and report to management including corrective and tracking issues which reflects the efficiency and effectiveness of operating standard.

The company has appointed an internal auditor. Which is an independent agency directly to the Audit Committee to review and evaluate the effectiveness of internal control according to the audit plan approved by the Audit Committee

Consequently, The Audit committee reviewed and assessed the sufficiency of 2020 evaluation of internal control subsequently proposed to the Board of Directors to ensure that company has the internal control 2020 in company business. With consideration from the internal audit report in connection with Risk management and auditor.

The Compliance and Internal control process, The Audit committee has assigned the company Internal audit which is independent agency, expertise in occupation, have high quality of work and consideration of Risk management by COSO standard. The Audit committee has verified the process, analyze the information and monitor the corporate governance and report directly to The Board of Directors in every quarter.

The Audit committee has performed with high qualification and independence in expression their opinion for the company advantages. The audit committee has performed professionally under Audit committee charter and follow the role that the board of directors has assigned. The Company always monitors and evaluates the internal control to ensure the internal control system sufficiency and appropriate and in line with quality management system. Company and Subsidiary company financial statement part, it shows the summary correctly by Thai Financial Reporting Standard –TFRS and declare all of the information that follow the law such as terms and conditions in company business declaration of Related Party Transactions including subsidiary company and improve the process of operation professionally.

9.2 Related Party Transactions

List of companies that may have conflicts in 2020

Parties with Conflict of Interest	Type of Business	Relationship
1. Nathalin Co., Ltd. (Nathalin)	Marine petroleum transportation and Holding Company	<ul style="list-style-type: none"> - Being SEA OIL's major shareholder holding 45.04% of issued and paid-up capital and holds 54.20% of Prima's issued and paid-up capital - Having three mutual directors: <ol style="list-style-type: none"> 1) Mr. Suraphon Meesathien 2) Mr. Prompong Chaisrisawatsuk 3) Ms. Neeracha Panboonhom
2. Prima Marine PCL. (PRM)	Marine petroleum transportation	<ul style="list-style-type: none"> - Common shareholders are Nathalin, holding 45.04% of the issued and paid-up capital, and hold 54.20% of Prima's paid-up capital. - Having three mutual directors, <ol style="list-style-type: none"> 1) Mr. Suraphon Meesathien 2) Mr. Prompong Chaisrisawatsuk 3) Ms. Neeracha Panboonhom
3. N.T.L. Marine Co., Ltd. (NTL)	Marine petroleum transportation	<ul style="list-style-type: none"> - Held by Prima 99.99% of the paid-up capital, Prima has a major shareholder with the Company, which Nathalin holds 54.20 percent of Prima's issued and paid-up capital. And holds 45.04% of the company's issued and paid-up shares - Having two mutual directors, <ol style="list-style-type: none"> 1) Mr. Suraphon Meesathien 2) Mr. Prompong Chaisrisawatsuk
4. BSC Management Co., Ltd. (BSC)	Employment, placement agency	<ul style="list-style-type: none"> - Held by Prima 99.99% of the paid-up capital, Prima has a major shareholder with the Company, which Nathalin holds 54.20 percent of Prima's issued and paid-up capital. And holds 45.04% of the company's issued and paid-up shares
5. Thai Marine Tanker Co., Ltd. (Thai Marine)	Marine petroleum transportation	<ul style="list-style-type: none"> - Held by Prima 99.99% of the paid-up capital, Prima has a major shareholder with the Company, which Nathalin holds 54.20 percent of Prima's issued and paid-up capital. And holds 45.04% of the company's issued and paid-up shares
6. United Offshore Aviation Co., Ltd.	Air Transportation	<ul style="list-style-type: none"> - Held by Miss Paleerat Panboonhom holds 75% of the total issued. And holds 20% of United Offshore Aviation Co., Ltd. of the issued and paid-up capital
7. Siam Global House PLC. (Global House)	Construction Materials	<ul style="list-style-type: none"> - Company has 1 common director which is Mr. Abhisit Rujikeatkamjorn
8. KMAN Consult Co., Ltd	Investment Consultant	<ul style="list-style-type: none"> - Company has 1 common director which is Mr. Kosit Fuangswasdi

The Company entered related party transactions with persons with a possible conflict of interest in 2020 as described below:

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Baht Million)		Necessity and appropriateness for related transactions	Audit Committee Comment
		Ended Dec 31, 2019	Ended Dec 31, 2020		
1. Nathalin Co.,Ltd. (Nathalin)	1.1 Sea Oil Public Company Limited “Company”				
	Rental and service fee - SEAOil has rented a space of 781.21 sq.m. on Fl. 6, Nathalin Building, for use as its office. The lease term is 3 years, which commenced from June 1, 2017 to May 31, 2020 by 273,423.50 per month and extends the contract to 31 Dec 2020.	3.66	3.64	The Company pays rent and service fees to Nathalin group. At the agreed rental rate, the rate is the same as that applied to the Nathalin group and outsiders. This is comparable to the rental rates in the vicinity	The transaction is reasonable because the rental rates and agreed terms are reasonable.
	Container Costs of Nathalin group - Store documents and equipment in the container width 2.40, length 6.05, height 2.59 meters, 2 units at a rate of 3,500 baht per month per cabinet. The contract is from 1 Jan 2020 to 28 Dec 2020	0.14	0.13	The Company pays rent and service fees to Nathalin group. At the agreed rental rate, the rate is the same as that applied to the Nathalin group and outsiders. This is comparable to the rental rates in the vicinity.	The transaction is reasonable because the rental rates and agreed terms are reasonable.
	Oil sample storage space - Space rental at the rate of 3,000 baht per month, with the contract starting from 1 Jan 2020 to 31 Dec 2020	0.03	0.04	The Company pays rent and service fees to Nathalin group. At the agreed rental rate, the rate is the same as that applied to the Nathalin group and outsiders. This is comparable to the rental rates in the vicinity	The transaction is reasonable because the rental rates and agreed terms are reasonable.
	Van rental - Van rental from Nathalin group to service for executive and employees in daily rate of 1,800 baht with driver	0.01	0.01	The Company pays rent and service fees to Nathalin group. At the agreed rental rate, the rate is the same as that applied to the Nathalin group and outsiders. This is comparable to the rental rates in the vicinity	The transaction is reasonable because the rental rates and agreed terms are reasonable.

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Baht Million)		Necessity and appropriateness for related transactions	Audit Committee Comment
		Ended Dec 31, 2019	Ended Dec 31, 2020		
1. Nathalin Co.,Ltd. (Nathalin)	Lunch Welfare - This is due to the company lunch allowance. Based on the number of employees at the rate of 35 Baht per day while fruit provided 3 time a week with cost plus for 13 baht per person, the contract is from 1 Jan 2020 to 31 Dec 2020	0.39	0.39	The company pays a lunch fee for employee benefits at the normal rate based on the market price.	The transaction is reasonable because there are no restaurants located in the same area as the company's office. This will allow employees not to go out for lunch
	Activities Welfare - The company hired Nathalin to organize activities to build relationships such as Sport day activities, New Year activities Based on the actual costs of Nathalin Company	0.22	0.03	Nathalin has expertise in organizing activities as company requested based on actual cost plus the spread covering the service which the service rate is comparable to other service providers	The transaction is reasonable because the rates and agreed terms are reasonable.
	Fitness membership Fee. - The Company paid to Nathalin group at the rate of Baht 1,085 per person per month. Terms of service apply from 1 Jan 2020 to 31 Dec 2020 (Exceptance for Covid-19 situation)	0.51	0.39	The transaction benefits employees of the company. The prices are similar to other fitness nearby.	The transaction benefits employees of the company. The prices are similar to other fitness nearby.
	Legal consultant - The company paid the legal consultant to certify and review the contract. The service fee is 3,500 baht per hour.	0.09	0.06	The transaction is reasonable. The rates and conditions are agreed upon at a reasonable rate compared with the rates of other laws.	The transaction is reasonable. The rates and conditions are agreed upon at a reasonable rate.

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Baht Million)		Necessity and appropriateness for related transactions	Audit Committee Comment
		Ended Dec 31, 2019	Ended Dec 31, 2020		
1. Nathalin Co.,Ltd. (Nathalin)	<p>IT management fee</p> <p>- The company pays service fees for information systems, E-mail systems and licenses, with monthly fee of 5,340 baht per person. Currently, the service fee is 99,000 baht per month. The contract starts from August 1, 2017 until the contract expires 3 years. The contract expires on 31 July 2020 and extends to 31 December 2021.</p> <p>- ERP Software Package (Microsoft Dynamic AX) with monthly fee of 3,701 baht per person. Currently, the service fee is 134,644.86 baht per month, totaling 233,664.86 baht per month and conditions can be adjusted according to the amount of staff increasing each year.</p>	2.80	2.80	The Company hired Nathalin to handle the IT issues, because the company main operating systems are ERP program and Microsoft Dynamics AX. Which the system was developed to be used for our specific business.	The transaction is reasonable for business support under service, the rates and conditions are agreed upon at a reasonable rate.
	<p>Human resource management fee</p> <p>- The company paid the management fee to the Nathalin group. The service monthly fee is Baht 3,000 per person. At present, the company receives discounts from service fees from Baht 3,000 per person to Baht 2,385.98 per person. Which the contract started from April 1, 2018 to March 31, 2019 and extended the contract for 1 year from 1 April 2020 – 31 March 2021.</p>	1.32	0.99	The company hired personnel management, Since the company considers the cost of hiring employees to take care of personnel and see that Nathalin has more expertise in personnel management and has a lower wage rate if the company hires personnel to take care of this task.	The transaction is reasonable for business support under service, the rates and conditions are agreed upon at a reasonable rate.

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Baht Million)		Necessity and appropriateness for related transactions	Audit Committee Comment
		Ended Dec 31, 2019	Ended Dec 31, 2020		
1. Nathalin Co.,Ltd. (Nathalin)	Property Tax - The company leased the building Nathalin zone A and B, 6th Floor area of 781.21 sq m for office premises of the company. Under the terms of the agreement, the tenant is obliged to pay this tax assessment office each year from 210 / sq. M * 12.50%.	0.27	-	The Company pays rent and service fees to Nathalin group. The rate is the same rate as that applied to other Nathalin group and outsiders, comparable to the rental rates in the vicinity	The transaction is reasonable because the rental rates and agreed terms are reasonable
	Other Rental : Meeting room - The company paid the meeting room rental fee under the same rate as that applied to other (each day / hour).	-	0.01	The company paid the meeting room rental fee under the same rate as other and the meeting room is close to the office.It is convenience to use and we can compare the price with other meeting room in the same area.	The transaction is reasonable because the rental rates and agreed terms are reasonable.
	Other current assets - The Company paid the building rental fee under the building lease agreement. The rental fee, the Company will receive a non-interest payment within 60 days of the expiration date of the lease. - The tenant must not have any liability, includes a month advance rental and other service fees	0.16	0.16	The transaction is the rental payment for the building under lease agreement. If the Company is not liable and / or any debts owed. The Company will receive a rental guarantee when the lease expires.	The transaction is reasonable at market rate.
	Accrued Management Fee - Accrued expenses include electricity, management fees, information and management fees paid to Nathalin group.	0.55	0.52	Payment deadline is not the same as the end of the accounting period. The company must pay within the 10th of every month, which is in accordance with the terms of the agreement.	The transaction is reasonable and condition is accordance with the agreement.

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Baht Million)		Necessity and appropriateness for related transactions	Audit Committee Comment
		Ended Dec 31, 2019	Ended Dec 31, 2020		
1.Nathalin Co.,Ltd. (Nathalin)	1.2 Sea Oil Petrochemical Company Limited (“SOC”)				
	Car service fee - The company paid the car service fee for executives and employees that have to work outside the office and travel by car with driver.The company paid the fee under 1,800 THB per day.	-	0.02		The transaction is reasonable and condition is accordance with the agreement.
	Activities Welfare - SOC hired Nathalin to organize activities to build relationships such as Sport day activities, New Year activities Based on the actual costs of Nathalin Company	-	0.02	Nathalin has expertise in organizing activities as SOC requested based on actual cost plus the spread covering the service which the service rate is comparable to other service providers	The transaction is reasonable because the rates and agreed terms are reasonable.
	1.3 Living Energy Company Limited (“LIV”) and subsidiaries of LIV				
	Legal consultant - LIV paid the legal consultant to certify and review the contract. The service fee is 3,500 baht per hour.	0.01	0.02	The transaction is reasonable. The rates and conditions are agreed upon at a reasonable rate compared with the rates of other laws	The transaction is reasonable. The rates and conditions are agreed upon at a reasonable rate.
	Guarantee Fee - The obligation to guarantee long-term loans from financial institutions in the Guarantee Service Rate of 0.20% of the guarantee amount for - Sunny Solar Co., Ltd. - Solar Town Co., Ltd. - Sky Solar Roof Co., Ltd. - Sky Solar Power Co., Ltd. - NW Solar Co., Ltd. - NW Green Power Co., Ltd. - NW Energy Co., Ltd.	0.07 0.09 0.09 0.10 0.07 0.19 0.09	0.02 0.03 0.03 0.06 0.02 0.06 0.03	The LIV Group is obliged to Nathalin to guarantee longterm loans from financial institutions. Nathalin charges a fee in accordance with the loan guarantee agreement.	The transaction is reasonable with the guarantee rate for loan facility under suitable transaction conditions according to market price

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Baht Million)		Necessity and appropriateness for related transactions	Audit Committee Comment
		Ended Dec 31, 2019	Ended Dec 31, 2020		
	Roof rental - Renting a roof for solar panel installation is a long-term contract. The maximum capacity of 0.13 MW is 13,000 baht per month by Sun link Power Co., Ltd	0.16	0.10	Sunlink Power Co., Ltd. must rent Nathalin roof area for solar panel because it has a space for installation. The company use this space for production and distribution for Provincial Electricity Authority.	The transaction is reasonable and condition is accordance with the agreement.
2. Prima Marine PCL. (PRM)	2.1 Sea Oil Public Company Limited "SOT"				
	Revenue from sale of goods - SEA OIL sold fuel and lubricant products to PRM with prices determined by the cost plus pricing method.	1.68	5.42	The sale of goods is the normal business practice of the Company, with the sale price and trading conditions as well as the sale of goods to other customers	The transaction is reasonable because it is a normal transaction. The pricing and terms of trade is based on commercial terms.
	Revenue from service - The company provides food, cleaning and laundry services for employees of oil rigs. Catering and Service fee are charged per person per day at the contract rate	36.40 -	24.11 0.32	The sale of goods is the normal business practice of the Company, with the sale price and trading conditions as well as the sale of goods to other customers.	The transaction is reasonable because it is a normal transaction. The pricing and terms of trade is based on commercial terms.
	Account receivable – Arising from sold fuel and lubricant products following by 30 days credit term payment method	(0.13)	3.22		The transaction is reasonable. With the service rate and conditions as agreed by the contract
	2.2 Sea Oil Petroleum Pte Ltd. ("SOP")				
	Revenue from sale of goods - SOP sold fuel and lubricant products to PRM with prices determined by the cost plus pricing method.	-	3.41	The sale of goods is the normal business practice of the Company, with the sale price and trading conditions as well as the sale of goods to other customers.	The transaction is reasonable. With the service rate and conditions as agreed by the contract

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Baht Million)		Necessity and appropriateness for related transactions	Audit Committee Comment
		Ended Dec 31, 2019	Ended Dec 31, 2020		
3. N.T.L. Marine Co., Ltd. (NTL)	3.1 Sea Oil Public Company Limited “SOT”				
	Revenue from sale of goods - SEOIL sold fuel and lubricant products to N.T.L. with prices determined by the cost plus pricing method.	221.74	182.19	The sale of goods is the normal business practice of the Company, with the sale price and trading conditions as well as the sale of goods to other customers.	The transaction is reasonable. With the service rate and conditions as agreed by the contract
	Account receivable – Arising from sold fuel and lubricant products following by 30 days credit term payment method	19.57	20.96		The transaction is reasonable. With the service rate and conditions as agreed by the contract
	3.2 Sea Oil Petroleum Pte Ltd. (“SOP”)				
	Revenue from sale of goods - SEOIL sold fuel and lubricant products to N.T.L. with prices determined by the cost plus pricing method.	12.70	48.01	SOP needs to collect time wasted in accordance with trade terms and conditions.	The transaction is reasonable. With the service rate and conditions as agreed by the contract
	Other revenue - Arising from outsourcing oil transportation and there is a waste of time being charged. SOP then goes to collect with NTL.	0.23	0.35	SOP needs to collect time wasted in accordance with trade terms and conditions.	The transaction is reasonable. With the service rate and conditions as agreed by the contract
	Trade account receivable - Sale of fuel and lubricant products with a credit term of 30 days	11.15	9.48		The transaction is reasonable. With the service rate and conditions as agreed by the contract
	3.3 Vega Twenty CO.,LTD. (“TTT”)				
	Revenue from sale of goods - SEOIL sold fuel and lubricant products to N.T.L. with prices determined by the cost plus pricing method.	-	7.33	The sale of goods is the normal business practice of the Company, with the sale price and trading conditions as well as the sale of goods to other customers.	The transaction is reasonable. With the service rate and conditions as agreed by the contract
	Trade account receivable - Sale of fuel and lubricant products with a credit term of 30 days	-	7.84		The transaction is reasonable. With the service rate and conditions as agreed by the contract

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Baht Million)		Necessity and appropriateness for related transactions	Audit Committee Comment
		Ended Dec 31, 2019	Ended Dec 31, 2020		
4. BSC Management Co., Ltd. (BSC)	4.1 Sea Oil Public Company Limited “SOT”				
	Crew Management Fee - Caused by using the service Manage staff from BSC crew to manage manpower for offshore staff on cost plus method	0.06	0.48	BSC as expertise in offshore manpower with reasonable cost	The transaction is reasonable. With the service rate and conditions as agreed by the contract
	Accrued Mangement fee - Accrued Mangement fee Such as the service manage staff on drilling platform fee for BSC.	-	0.15		The transaction is reasonable and the conditions are agreed by the contract.
5. Thai Marine Tanker Co., Ltd. (Thai Marine)	5.1 Sea Oil Public Company Limited “SOT”				
	Revenue from sale of goods - SEA OIL sold fuel and lubricant products to Thai Marine Tanker Co., Ltd. with prices determined by the cost plus pricing method	12.08	5.03	The sale of goods is the normal business practice of the Company, with the sale price and trading conditions as well as the sale of goods to other customers.	The transaction is reasonable. With the service rate and conditions as agreed by the contract
	Trade account receivable - Sale of fuel and lubricant products with a credit term of 30 days	4.89	1.00		The transaction is reasonable. With the service rate and conditions as agreed by the contract
	5.2 Sea Oil Petroleum Pte Ltd. (“SOP”)				
	Revenue from sale of goods - SOP sold fuel and lubricant products to Thai Marine Tanker Co., Ltd. with prices determined by the cost plus pricing method	1.66	12.84	SOP needs to collect time wasted in accordance with trade terms and conditions.	The transaction is reasonable. With the service rate and conditions as agreed by the contract
	Trade account receivable - Sale of fuel and lubricant products with a credit term of 30 days	1.10	2.33		The transaction is reasonable. With the service rate and conditions as agreed by the contract

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Baht Million)		Necessity and appropriateness for related transactions	Audit Committee Comment
		Ended Dec 31, 2019	Ended Dec 31, 2020		
6.United Offshore Aviation Co., Ltd.	Revenue from sale of goods - SOP sold fuel and lubricant products type Jet A1 for UOA with prices determined by the cost plus pricing method.	12.64	13.15	The sale of goods is the normal business practice of the Company, with the sale price and trading conditions as well as the sale of goods to other customers.	The transaction is reasonable. With the service rate and conditions as agreed by the contract
	Trade account receivable - Sale of fuel and lubricant products type Jet A1 with a credit term of 30 days	2.44	1.08		The transaction is reasonable. With the service rate and conditions as agreed by the contract
7.Siam Global House PLC. (Global House)	Trade payables - Renting a roof to install solar panel with a credit term of 30 days by Sky Solar Roof Co., Ltd., Sky Solar Power Co., Ltd., NW Green Power Co., Ltd. Solar Town Co., Ltd., Trade payables	1.20 1.20 1.20 1.20	0.75 0.69 0.75 0.66	LIV Group companies need to rent a roof space to install solar panel equipment. To produce electricity for distribution to the Provincial Electricity Authority	The transaction is reasonable. With the service rate and conditions as agreed by the contract
	- Renting a roof to install solar panel with a credit term of 30 days by Sky Solar Roof Co., Ltd., Sky Solar Power Co., Ltd., Solar Town Co., Ltd.,	0.03 - 0.03	0.05 0.07 0.80	LIV Group companies need to rent a roof space to install solar panel equipment. To place a deteriorate solar panel and wait for proceed by The Board of Investment of Thailand (BOI).	The transaction is reasonable. With the service rate and conditions as agreed by the contract
	Trade payables - Renting a roof to install solar panel with a long- term contract The maximum capacity of 0.80 MW is 80,000 baht per month by NW Solar Co., Ltd., Sunny Solar Co., Ltd.,	0.96 0.96	0.60 0.60	LIV Group companies need to rent a roof space to install solar panel equipment. To produce electricity for distribution to the Provincial Electricity Authority	The transaction is reasonable. With the service rate and conditions as agreed by the contract

Parties with Conflict of Interest	Type of Transaction	Transaction Value (Baht Million)		Necessity and appropriateness for related transactions	Audit Committee Comment
		Ended Dec 31, 2019	Ended Dec 31, 2020		
8.KMAN Consult Co., Ltd	Consultation fee - Arising from providing consulting fees for studies of new projects related to the company's business	1.35	0.69	The company is necessary to hire an expertise for advice in the new specific project of the company. Which KMN can completely provide services and has a compatible consulting fee compare with other consultants.	The transaction is reasonable. With the service rate and conditions as agreed by the contract.

Policy on related transactions

For the related transactions in the future, the Company will conduct in a clear and fair way, without causing any benefit transfer and the Company will comply with the Securities and Stock Exchange Laws and regulation, announcement, obligation of Security Exchange Thailand and Capital Market Committee, including conform with the confidentiality regulations about related transactions and/or property acquisition or sale that are important to the Company or subsidiary company or associated company according to the accounting standard by The Institute of Certified Accountants and Auditors of Thailand.

Measurement or approval process of related transactions

The Board of Directors meeting resolved to set the measurement or approval process of related transactions between the Company and individuals which may lead to disputes and the relevant parties and the Company will comply with Securities and Stock Exchange Laws and regulation, announcement, obligation of Security Exchange Thailand and Capital Market Committee. However, the management and the interested person will not be able to participate in the approval

If the law stipulated that Board of Directors' approval must be obtained, the Company will arrange audit committee to attend the meeting to examine and give opinion about the necessity and the reasonableness of the transaction. The principle for the transactions that are trading agreement with general trading conditions and the transaction that are trading agreement with special trading conditions and other related transactions are as set out as follows:

1. Transactions that are normal business and supporting business of the main business with general trading conditions

For the transaction that are normal business and supporting business of the main business with general trading conditions, such as gasoline and lubricating oil trading, catering business, raw materials providing business and other services for the residence at the sea, sea vessel, and oil drilling platforms located in the sea (Supply Management) and the supporting transaction of normal business such as oil transportation and service providing to the customer in general, etc. that are done between the Company and director, management, major company, or relevant person and officially approved by the Board of

Directors, the Executive Board or Management Division is able to approve such transaction If the transaction has a trading agreement in the same way as what a reasonable man would conduct with the contract party in general under the same situation with the bargaining power that is freed from the influence of being a director, management, major company or relevant persons. The Company will prepare a summary of transaction for presenting in Board of Directors on quarterly basis.

2. Transactions business without general trading conditions with and other intercompany transactions

Transactions business without general trading conditions with and other intercompany transactions that worth 1 million baht and above such as the rent/rent out of main property for operation, significance acquisition or sale of fixed asset, giving or receiving financial support, etc. must be examined and considered by Audit Committee before submitting to Board of Directors and/or Shareholders' meeting for further consideration and approval. The Company shall comply with Securities and Stock Exchange Laws and regulation, announcement, obligation of Security Exchange Thailand and Capital Market Committee, including the conformity to the confidentiality regulations about the intercompany transactions and/or the acquisition or sale of important property of the Company

If the Audit Committee is not expert in consideration of the intercompany transactions that may occur, the Company will appoint independent expert or Company's auditor to consider about the intercompany transactions in order to support Audit Committee's decision and/or Board of Directors and/or Shareholders as the case may me to make sure that the transaction is necessary and reasonable by considering on Annual Report 2019 121 Company's benefit. The Company will present the intercompany transactions in Annual Registration Statement (Report Form 56-1), Annual Report, and Notes to the financial statement that is audited by Company's auditor. The company has disclosed the transactions of the past 3 years in the annual report. To compare information from the company website

Independent Auditor's Report

To the shareholders of Sea Oil Public Company Limited

My opinion

In my opinion, the consolidated financial statements and the separate financial statements present fairly, in all material respects, the consolidated financial position of Sea Oil Public Company Limited (the Company) and its subsidiaries (the Group) and the separate financial statements of the Company as at 31 December 2020, and its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRS).

What I have audited

The consolidated financial statements and the separate financial statements comprise:

- the consolidated and separate statements of financial position as at 31 December 2020;
- the consolidated and separate statements of comprehensive income for the year then ended;
- the consolidated and separate statements of changes in equity for the year then ended;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes to the consolidated and separate financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

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

Key audit matters

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

Key audit matters	How my audit addressed the key audit matters
<p>Assessment of the recoverable amount of investment in a joint venture</p> <p>Refer to Note 17.2 to the financial statements on investment in a joint venture.</p> <p>As at 31 December 2020, the Group has an investment in a company classified as a joint venture. It is presented in the consolidated financial statements at Baht 1,103.81 million representing 50.03% of total assets. The joint venture operates in exploration, development and production of petroleum and natural gas. The joint venture is affected by a fluctuation in oil prices. This factor is an indication that investment in the joint venture may be impaired. The Group, therefore, tests impairment of the investment. Based on this testing, the investment is not impaired.</p> <p>The management assesses the recoverable amount of investment in the joint venture by calculating the value in use which is an estimate of the present value of the estimated future cash flows expected to be generated by the joint venture.</p> <p>An assessment of the recoverable amount of investment in the joint venture is determined to be a key audit matter because the amount of that investment is material to the financial statements. The recoverable amount depends on assumptions which involve significant management judgements, such as an estimate of the future cash flows the Group expects to derive from the investment, expectations about possible variations in the amount or timing of future cash flows, the time value of money, and the appropriate discount rates. The key assumptions for the estimate of the future cash flows are the petroleum reserves, oil prices and discount rates.</p>	<p>I tested the calculation of value in use prepared by management. I inquired management about future production plans. I tested the reasonableness of an estimate of the future cash flows by testing the assumptions as follows:</p> <ul style="list-style-type: none"> • compared the forecast operating results against actual historical data. • compared the petroleum reserves with a report from management experts. • checked the future oil prices which management used with market information. • analysed whether costs and expenses were in line with sales and consistent with actual historical amounts. • used my firm's valuation expert to evaluate the discount rates applied in the cash flows model. • performed a sensitivity analysis on key assumptions. <p>I also assessed the competence of the management experts who provided information about the petroleum reserves and oil prices.</p> <p>Based on the above procedures, I found that the assumptions used by the management in the assessment the recoverable amount of investment in the joint venture were reasonable.</p>

Key audit matters	How my audit addressed the key audit matters
<p>Assessment of the recoverable amount of property, plant and equipment and investment in a subsidiary</p> <p>Refer to Note 18 to the financial statements on property plant and equipment and Note 17.1 on investment in subsidiaries.</p> <p>As at 31 December 2020, the Group has property, plant and equipment of a subsidiary presented in the consolidated financial statements at cost of Baht 298.37 million. The Company has an investment in this subsidiary in the separate financial statements presented at cost of Baht 189.82 million. The subsidiary operates in the production and retail sale of solvent and petrochemical products. The subsidiary is affected by the economic conditions that the selling price of products declined while the costs increased. As a result, the subsidiary has loss from its operation. In addition, the book value of the investment in the separate financial statements is higher than subsidiary's net assets. These factors are an indication that the property, plant, and equipment and investment in the subsidiary may be impaired. The Group, therefore, tests impairment of the assets. Based on this testing, the property, plant and equipment are impaired by Baht 29.44 million and the investment in the subsidiary is impaired by Baht 141.31 million.</p> <p>The management assesses the recoverable amount of property, plant and equipment and investment in the subsidiary by calculating the fair value less costs of disposal. The management has engaged an external appraiser to calculate the fair value of property, plant and equipment and the fair value of the subsidiary. The fair value of property, plant and equipment is based on market value and replacement cost of the assets. The fair value of the subsidiary is based on the book value adjusted by the fair value of property, plant and equipment.</p> <p>An assessment of the recoverable amount of property, plant and equipment and investment in a subsidiary is determined to be a key audit matter because the recoverable amount depends on assumptions used by management and external appraiser, such as identifying the cash-generating units and determining the market value and replacement cost.</p>	<p>I tested the calculation of the recoverable amount of property, plant and equipment and investment in the subsidiary. I tested the reasonableness of the assumptions used by management and external appraiser as follows:</p> <ul style="list-style-type: none"> assessed the appropriateness of methods used in the calculation of fair value less costs of disposal and the valuation techniques. assessed the appropriateness of identifying the cash-generation unit. compared the market value and replacement cost of the assets with the selling prices of comparable assets that are publicly available or from other reliable sources. assessed the appropriateness of the market information that has been used for comparison to determine the fair value of property, plant and equipment. <p>I also assessed the competence of the external appraiser engaged by the management who calculated the fair value of property, plant and equipment and the fair value of the subsidiary.</p> <p>Based on the above procedures, I found that the assumptions used by management and external appraiser in the assessment of the recoverable amount of property, plant and equipment and investment in the subsidiary were reasonable.</p>

Emphasis of matter

I draw attention to note 4.4 of the consolidated and separate financial statements, which describes the accounting policies in relation to adopting the temporary exemptions announced by the Federation of Accounting Professions to relieve the impact of COVID-19 for the reporting periods ending between 1 January 2020 and 31 December 2020. My opinion is not modified in respect to this matter.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated and separate financial statements and my auditor's report thereon. The annual report is expected to be made available to me after the date of this auditor's report.

My opinion on the consolidated and separate financial statements does not cover the other information and I will not express any form of assurance conclusion thereon.

In connection with my audit of the consolidated and separate financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to the audit committee.

Responsibilities of the directors for the consolidated and separate financial statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with TFRS, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group's and the Company'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 the directors either intend to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee assists the directors in discharging their responsibilities for overseeing the Group's and the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated and separate financial statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with TSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with the audit committee 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 the audit committee 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 the audit committee, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers ABAS Ltd.

Sukhumaporn Wong-ariyaporn
 Certified Public Accountant (Thailand) No. 4843
 Bangkok
 22 February 2021

Sea Oil Public Company Limited
Statement of Financial Position
As at 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020 Baht	2019 Baht	2020 Baht	2019 Baht
Assets					
Current assets					
Cash and cash equivalents	11	101,325,821	198,089,896	23,764,965	31,826,500
Trade and other receivables, net	12	556,617,785	784,190,850	186,112,166	202,794,735
Short-term loans to subsidiaries	36.5	-	-	8,100,000	220,000,000
Inventories, net	14	17,135,471	11,198,507	7,148,325	148,693
Other current assets	15	81,970,583	26,667,422	13,502,623	18,383,215
Total current assets		757,049,660	1,020,146,675	238,628,079	473,153,143
Non-current assets					
Restricted deposits at financial institutions		-	54,577	-	-
Investments in subsidiaries, net	17.1	-	-	308,753,090	558,137,057
Investment in a joint venture	17.2	1,103,808,311	1,227,160,236	-	-
Long-term loans to subsidiaries	36.5	-	-	1,578,177,646	1,387,880,000
Property, plant and equipment, net	18	299,507,313	654,713,235	29,160,693	2,394,626
Right-of-use assets	19	34,490,837	-	27,922,111	-
Intangible assets, net	20	1,483,136	1,892,941	472,794	707,637
Deferred tax assets, net	21	6,849,688	4,253,081	6,849,688	4,314,690
Other non-current assets	22	330,003	59,276,247	327,003	-
Total non-current assets		1,446,469,288	1,947,350,317	1,951,663,025	1,953,434,010
Total assets		2,203,518,948	2,967,496,992	2,190,291,104	2,426,587,153

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

Sea Oil Public Company Limited
Statement of Financial Position (continued)
As at 31 December 2020

		Consolidated financial statements		Separate financial statements	
		2020 Baht	2019 Baht	2020 Baht	2019 Baht
Notes					
Liabilities and equity					
Current liabilities					
Short-term borrowings					
from financial institutions	23.1	77,575,652	224,064,450	47,750,031	162,956,450
Short-term borrowings from					
a subsidiary	36.6	-	-	81,821,330	-
Current portion of long-term borrowings					
from financial institutions	23.2	129,882,778	116,326,000	129,882,778	60,000,000
Current portion of debentures	23.2	-	399,555,239	-	399,555,239
Trade and other payables	24	335,339,966	501,641,594	57,843,160	32,399,337
Derivative liabilities	8	5,635	-	5,635	-
Current-portion of lease liabilities	25	11,934,870	-	6,268,931	-
Income tax payable		14,384,747	11,297,049	-	-
Other current liabilities		3,283,956	7,014,685	3,049,368	815,301
Total current liabilities		572,407,604	1,259,899,017	326,621,233	655,726,327
Non-current liabilities					
Long-term borrowings from					
financial institutions	23.2	174,433,951	278,570,000	174,433,951	115,000,000
Lease liabilities	25	23,282,166	-	22,135,430	-
Employee benefit obligations	26	12,724,348	12,704,514	11,997,825	11,461,342
Other non-current liabilities		-	4,488,872	-	-
Total non-current liabilities		210,440,465	295,763,386	208,567,206	126,461,342
Total liabilities		782,848,069	1,555,662,403	535,188,439	782,187,669

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

Sea Oil Public Company Limited
Statement of Financial Position (continued)
As at 31 December 2020

		Consolidated		Separate	
		financial statements		financial statements	
		2020	2019	2020	2019
	Notes	Baht	Baht	Baht	Baht
Liabilities and equity (continued)					
Equity					
Share capital					
Authorised share capital					
608,915,628 ordinary shares					
at par value of Baht 1 each					
(31 December 2019 : 691,867,135					
ordinary shares at par value of					
Baht 1 each)	27	608,915,628	691,867,135	608,915,628	691,867,135
Issued and paid-up share capital					
608,914,791 ordinary shares					
at par value of Baht 1 each					
(31 December 2019 : 553,559,662					
ordinary shares at par value of					
Baht 1 each)	27	608,914,791	553,559,662	608,914,791	553,559,662
Premium on ordinary shares		933,170,699	933,170,699	933,170,699	933,170,699
Shortage arising from business					
combination under common control	16	-	(74,049,938)	-	-
Retained earnings (deficits)					
Appropriated - legal reserve	29	28,580,000	27,520,000	28,580,000	27,520,000
Unappropriated		(147,970,619)	(25,962,495)	84,437,175	130,149,123
Other components of equity		(19,530,056)	(18,748,144)	-	-
Equity attributable to owners					
of the Company		1,403,164,815	1,395,489,784	1,655,102,665	1,644,399,484
Non-controlling interests		17,506,064	16,344,805	-	-
Total equity		1,420,670,879	1,411,834,589	1,655,102,665	1,644,399,484
Total liabilities and equity		2,203,518,948	2,967,496,992	2,190,291,104	2,426,587,153

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

Sea Oil Public Company Limited
Statement of Comprehensive Income
For the year ended 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Revenue from sales		5,154,508,518	6,367,535,749	1,406,668,775	1,379,812,827
Revenue from services		120,458,097	48,827,937	120,458,097	48,827,937
Cost of sales		(4,946,916,614)	(6,180,924,843)	(1,327,856,540)	(1,310,332,127)
Cost of services		(132,941,484)	(44,674,891)	(132,941,484)	(44,674,891)
Gross profit		195,108,517	190,763,952	66,328,848	73,633,746
Other income	30	21,854,867	46,325,606	217,136,937	100,752,024
Selling expenses		(91,037,122)	(82,248,435)	(23,903,812)	(29,964,918)
Administrative expenses		(164,117,390)	(131,915,389)	(85,065,165)	(74,856,330)
Loss on impairment of financial assets		(8,711,155)	(7,394,680)	(8,694,716)	(2,004,858)
Loss on impairment of investment in a subsidiary	17.1	-	-	(141,307,367)	-
Dividend income from investment in a subsidiary - discontinued operations	17.1	-	-	137,349,135	-
Loss on impairment of investment in a subsidiary - discontinued operations	17.1	-	-	(111,076,000)	-
Gain on disposal of discontinued operations	16	60,734,025	-	-	-
Other gains (losses), net		1,756,163	30,934	739,439	193,427
Finance costs	31	(28,940,995)	(45,401,807)	(27,222,857)	(45,794,152)
Profit (loss) before share of profit from a joint venture and income tax		(13,353,090)	(29,839,819)	24,284,442	21,958,939
Share of profit from a joint venture	17.2	40,685,648	111,739,775	-	-
Profit before income tax		27,332,558	81,899,956	24,284,442	21,958,939
Income tax	33	(18,226,792)	(17,464,877)	(3,105,093)	(1,745,462)
Profit for the year		9,105,766	64,435,079	21,179,349	20,213,477
from continuing operations		9,105,766	64,435,079	21,179,349	20,213,477
from discontinued operations (net of tax)	16	22,435,118	8,707,194	-	-
Profit for the year		31,540,884	73,142,273	21,179,349	20,213,477

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

Sea Oil Public Company Limited
Statement of Comprehensive Income (continued)
For the year ended 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Other comprehensive income					
Item that will not be reclassified subsequently to profit or loss					
Remeasurement of post-employment benefit obligations	26	421,037	1,026,110	97,965	718,064
Income tax on item that will not be reclassified subsequently to profit or loss	21	(84,207)	(205,222)	(19,593)	(143,613)
Total item that will not be reclassified subsequently to profit or loss		336,830	820,888	78,372	574,451
Item that will be reclassified subsequently to profit or loss					
Currency translation differences		(1,055,856)	(16,522,734)	-	-
Total item that will be reclassified subsequently to profit or loss		(1,055,856)	(16,522,734)	-	-
Other comprehensive income for the year, net of tax		(719,026)	(15,701,846)	78,372	574,451
Total comprehensive income for the year		30,821,858	57,440,427	21,257,721	20,787,928
Profit (loss) attributable to:					
Owners of the Company					
from continuing operations		(3,988,771)	52,142,785	21,179,349	20,213,477
from discontinued operations		22,434,871	8,707,112	-	-
		18,446,100	60,849,897	21,179,349	20,213,477
Non-controlling interests		13,094,784	12,292,376	-	-
		31,540,884	73,142,273	21,179,349	20,213,477
Total comprehensive income attributable to:					
Owners of the Company					
from continuing operations		(4,433,853)	40,130,458	21,257,721	20,787,928
from discontinued operations		22,434,871	8,707,112	-	-
		18,001,018	48,837,570	21,257,721	20,787,928
Non-controlling interests		12,820,840	8,602,857	-	-
		30,821,858	57,440,427	21,257,721	20,787,928
Basic earnings (losses) per share					
from continuing operations		(0.0066)	0.0856	0.0348	0.0332
from discontinued operations		0.0368	0.0143	-	-
Basic earning per share	34	0.0302	0.0999	0.0348	0.0332

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

Sea Oil Public Company Limited
Statement of Changes in Equity
For the year ended 31 December 2020

Consolidated financial statements														
Attributable to owners of the Company														
Note	Other components of equity													
	Issued and paid-up share capital	Share premium	Shortage arising from business combination under common control	Retained earnings		Other comprehensive income		Equity		Non-controlling interests	Total equity			
				Share	Baht	Appropriated - legal reserve	Unappropriated	Translation of financial statements	Total other components of equity			attributable to owners of the Company		
													Baht	Baht
	553,559,662	933,170,699	(74,049,938)	26,509,200	(86,622,480)	(5,914,929)	(5,914,929)	1,346,652,214	7,742,067	1,354,394,281				
Opening balance as at 1 January 2019														
Changes in equity for the year														
Total comprehensive income for the year														
29	-	-	-	-	61,670,785	(12,833,215)	(12,833,215)	48,837,570	8,602,857	57,440,427				
Legal reserves														
	-	-	-	1,010,800	(1,010,800)	-	-	-	-	-				
Dissolution of a subsidiary														
	-	-	-	-	-	-	-	-	(119)	(119)				
Closing balance as at 31 December 2019														
	553,559,662	933,170,699	(74,049,938)	27,520,000	(25,962,495)	(18,748,144)	(18,748,144)	1,395,489,784	16,344,805	1,411,834,589				

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

Sea Oil Public Company Limited
Statement of Changes in Equity (continued)
For the year ended 31 December 2020

Consolidated financial statements												
Attributable to owners of the Company												
Notes	Other components of equity											
	Issued and paid-up share capital	Share premium	Shortage arising from business combination under common control	Retained earnings		Other comprehensive income		Equity attributable to owners of the Company		Non-controlling interests	Total equity	
				Appropriated - legal reserve	Unappropriated	Translation of financial statements	Total other components of equity	Baht				
									Baht			Baht
Opening balance as at 31 December 2019	553,559,662	933,170,699	(74,049,938)	27,520,000	(25,962,495)	(18,748,144)	(18,748,144)	1,395,489,784	16,344,805	1,411,834,589		
Impact from initial application of the new financial reporting standards	-	-	-	-	(4,174,488)	-	-	(4,174,488)	76,184	(4,098,304)		
5.3												
Opening balance as at 1 January 2020 - restated	553,559,662	933,170,699	(74,049,938)	27,520,000	(30,136,983)	(18,748,144)	(18,748,144)	1,391,315,296	16,420,989	1,407,736,285		
Changes in equity for the year												
27	55,355,129	-	-	-	-	-	-	55,355,129	-	55,355,129		
17.1, 28	-	-	-	-	(61,506,628)	-	-	(61,506,628)	(11,733,628)	(73,240,256)		
Total comprehensive income for the year	-	-	-	-	18,782,930	(781,912)	(781,912)	18,001,018	12,820,840	30,821,858		
Legal reserves	-	-	-	1,060,000	(1,060,000)	-	-	-	-	-		
29	-	-	-	-	-	-	-	-	-	-		
Issuance of ordinary shares of subsidiaries	-	-	-	-	-	-	-	-	600	600		
Disposal of discontinued operations	-	-	74,049,938	-	(74,049,938)	-	-	-	(2,737)	(2,737)		
16												
Closing balance as at 31 December 2020	608,914,791	933,170,699	-	28,580,000	(147,970,619)	(19,530,056)	(19,530,056)	1,403,164,815	17,506,064	1,420,670,879		

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

Sea Oil Public Company Limited

Separate financial statements

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

Sea Oil Public Company Limited
Statement of Cash Flows
For the year ended 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Cash flows from operating activities					
Profit before income tax					
from continuing operations		27,332,558	81,899,956	24,284,442	21,958,939
from discontinued operations	16	23,855,996	8,707,194	-	-
Profit before income tax including discontinued operations		51,188,554	90,607,150	24,284,442	21,958,939
Adjustments for:					
Depreciation and amortisation	18 19, 20	50,089,303	41,370,152	6,291,079	901,341
Loss on impairment of financial assets		8,711,155	7,394,680	8,694,716	2,004,858
Allowance for net realisable value of inventories	14	4,005,920	-	-	-
Loss on impairment of investment in a subsidiary	17.1	-	-	141,307,367	-
Loss on impairment of investment in a subsidiary - discontinued operations	17.1	-	-	111,076,000	-
Loss on impairment of plant and equipment	18	29,444,459	-	-	-
Gain on disposal of discontinued operations	16	(60,734,025)	-	-	-
Loss on disposal and write off of fixed assets		7,961,627	5,337,220	-	-
Loss on fair value of derivatives		332,832	-	19,494	-
Gain on exchange rate		(288,911)	(88,870)	(191,417)	(107,647)
Employee benefit obligations	26	440,871	4,510,498	634,448	4,079,788
Interest income		(2,955,051)	(3,592,613)	(152,323,382)	(61,344,946)
Interest expense		36,138,541	55,716,212	27,222,857	45,794,152
Dividend income	17.1, 30	-	-	(55,978,158)	(35,233,571)
Dividend income - discontinued operations	17.1	-	-	(137,349,135)	-
Share of profit from a joint venture	17.2	(40,685,648)	(111,739,775)	-	-
Profit (loss) from operating activities before changes in operating assets and liabilities		83,649,627	89,514,654	(26,311,689)	(21,947,086)
Changes in operating assets and liabilities					
Trade and other receivables		209,073,635	(251,821,609)	28,219,319	(3,145,665)
Inventories		(9,942,883)	14,649,358	(6,999,631)	4,146,305
Other current assets		(61,227,760)	(11,127,838)	2,331,307	(11,401,971)
Other non-current assets		56,190,782	(18,140,211)	-	-
Trade and other payables		(166,185,885)	283,801,363	24,447,253	2,167,315
Other current liabilities		(3,199,206)	(5,165,926)	2,234,065	(597,689)
Other non-current liabilities		-	893,924	-	-
Cash generated from (used in) operations		108,358,310	102,603,715	23,920,624	(30,778,791)
Income tax received		-	2,722,533	-	2,722,533
Income tax paid		(14,157,810)	(4,219,467)	(2,100,895)	(1,397,674)
Net cash generated from (used in) operating activities		94,200,500	101,106,781	21,819,729	(29,453,932)

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

Sea Oil Public Company Limited
Statement of Cash Flows (continued)
For the year ended 31 December 2020

		Consolidated financial statements		Separate financial statements	
		2020 Baht	2019 Baht	2020 Baht	2019 Baht
Notes					
Cash flows from investing activities					
Restricted deposits at financial institutions		54,577	2,537,652	-	-
Proceeds from disposal of fixed assets		10,657	-	-	-
Payment for purchase of fixed assets		(36,669,010)	(22,555,454)	(26,084,661)	(345,300)
Interest paid capitalised in qualifying assets	31	-	(3,177,097)	-	-
Payment for investment in subsidiaries	17.1	-	-	(2,999,400)	(30,407)
Proceeds from disposal of discontinued operations, net of cash	16	197,099,570	-	-	-
Loans made to subsidiaries	36.5	-	-	(58,640,000)	(127,000,000)
Proceeds from repayment of loans to subsidiaries	36.5	-	-	80,242,354	79,823,277
Interest received		2,955,051	3,583,460	132,274,397	160,860,496
Dividend received	17.1, 17.2	164,037,572	152,976,401	50,430,366	27,781,363
Dividend received - discontinued operations	17.1	-	-	137,349,135	-
Net cash generated from investing activities		327,488,417	133,364,962	312,572,191	141,089,429
Cash flows from financing activities					
Proceeds from short-term borrowings from financial institutions	23.1	888,584,493	1,871,671,206	783,554,559	1,625,540,755
Repayment on short-term borrowings from financial institutions	23.1	(1,033,354,913)	(2,052,748,946)	(898,760,978)	(1,807,418,495)
Proceeds from short-term borrowings from a subsidiary	36.6	-	-	81,821,330	-
Repayment on long-term borrowing from a parent	23.2	-	(50,000,000)	-	(50,000,000)
Proceeds from long-term borrowings from a financial institutions	23.2	300,000,000	175,000,000	300,000,000	175,000,000
Repayment on long-term borrowings from financial institutions	23.2	(206,834,000)	(53,556,000)	(169,000,000)	-
Payment for debentures	23.2	(400,000,000)	-	(400,000,000)	-
Payment for transaction costs of borrowings	23.1	(3,000,000)	-	(3,000,000)	-
Payment for lease liabilities	25	(10,371,573)	-	(2,887,568)	-
Payment for dissolution of a subsidiary to non-controlling interests		-	(119)	-	-
Proceeds from non-controlling interests from the issuance of ordinary shares of subsidiaries		600	-	-	-
Interest paid		(37,446,015)	(51,771,885)	(28,025,813)	(41,549,572)
Dividend paid	28	(6,151,499)	-	(6,151,499)	-
Dividend paid from a subsidiary to non-controlling interests	17.1	(11,733,628)	-	-	-
Net cash generated used in financing activities		(520,306,535)	(161,405,744)	(342,449,969)	(98,427,312)

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

Sea Oil Public Company Limited
Statement of Cash Flows (continued)
For the year ended 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Net increase (decrease) in cash and cash equivalents		(98,617,618)	73,065,999	(8,058,049)	13,208,185
Cash and cash equivalents at the beginning of the year		198,089,896	133,874,576	31,826,500	18,692,385
Exchange gains (losses) on cash and cash equivalents		1,853,543	(8,850,679)	(3,486)	(74,070)
Cash and cash equivalents at the end of the year	11	101,325,821	198,089,896	23,764,965	31,826,500
Supplementary information for cash flows					
Non-cash transactions:					
Purchase of fixed assets on payable		3,372,197	5,379,170	3,372,197	-
Dividend receivable	17.1	-	-	13,000,000	7,452,208
Stock dividend	28	55,355,129	-	55,355,129	-
Acquisition of right-of-use assets under lease liabilities	35	16,464,764	-	16,464,764	-

The accompanying notes on pages 17 to 73 are an integral part of these consolidated and separate financial statements.

1 General information

Sea Oil Public Company Limited (“the Company”) was incorporated and registered as a limited company on 26 May 1997. The Company’s shares had been approved to be listed in the MAI (Market for Alternative Investment) on 5 September 2013. The address of the Company’s registered office is as follows:

88 Soi Bang Na-Trat 30, Debaratana Road, Bang Na-Tai Sub-district, Bang Na district, Bangkok.

The principal activities of the Company and its subsidiaries (“the Group”) are retail sale of fuel oil and lubricant oil, provide service and supply management for clients in the oil industry’s exploration and production and production and retail sale of solvent and petrochemical products.

The consolidated and separate financial statements were authorised for issue by the Board of Directors on 22 February 2021.

2 Significant events during the current year

2.1 Coronavirus Disease 2019 outbreak

In early 2020, there was an outbreak of Coronavirus Disease 2019 (“COVID-19”), the global economic continued to face risks from the outbreak of pandemic COVID-19, but the domestic situation has eased, where government sector has better control over the spread of disease. The crude oil price has increased from USD 20-30 per barrel in March 2020 to USD 50 per barrel in December 2020. The Group’s sale volume continues to increase when comparing the sale volume of 2020 to 2019 due to the Group still engages with new customers. Hence, the Group’s sales of oil trading business have not had a significant impact due to pandemic COVID-19.

2.2 Disposal of Solar Group

On 24 April 2020, the Board of Directors’ Meeting of Sea Oil Public Company Limited No. 2/2020 had a resolution on approve the disposal of investments in eight subsidiaries of Living Energy Company Limited which operate in electricity generation from solar energy (Solar Group). The disposal of investments was made by transferring the entire business of Solar Group to a buyer with the total consideration amount of Baht 215.00 million.

The Group has already disposed the investments on 24 July 2020 and lost the control over subsidiaries since then as disclosed in Note 16.

3 Basis of preparation

The consolidated and separate financial statements have been prepared in accordance with Thai Financial Reporting Standards (“TFRS”) and the financial reporting requirements issued under the Securities and Exchange Act.

The consolidated and separate financial statements have been prepared under the historical cost convention except certain financial assets and financial liabilities including derivative instrument.

The preparation of financial statements in conformity with TFRS requires management to use certain critical accounting estimates and to exercise its judgement in applying the Group’s accounting policies. The areas involving an accounting estimates, assumptions, and areas that are more likely to be materially adjusted to the consolidated and separate financial statements are disclosed in Note 9.

An English version of the consolidated and separate financial statements have been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

4 New and amended financial reporting standards and the temporary exemption guidance to relieve the impact from COVID-19

4.1 New financial reporting standards that are effective for accounting period beginning on or after 1 January 2020. These standards are relevant and have significant impacts to the Group.

a) TFRS 16 Leases

b) Financial instruments

TAS 32	Financial instruments: presentation
TFRS 7	Financial instruments: disclosures
TFRS 9	Financial instruments
TFRIC 16	Hedges of a net investment in a foreign operation
TFRIC 19	Extinguishing financial liabilities with equity instruments

The Group had to change its accounting policies as a result of adopting TFRS 16 and Financial instruments. The Group elected to adopt the new rules retrospectively but recognised the cumulative effect of initial applying the new standards on 1 January 2020. The new accounting policies are described in Note 6. The impact of first-time adoption of these financial reporting standards is discussed in Note 5.

4.2 Amended financial reporting standards that are effective for accounting period beginning on or after 1 January 2021 and are relevant to the Group. The Group has not yet early adopted these standards.

a) Revised Conceptual Framework for Financial Reporting adds the following key principals and guidance:

- Measurement basis, including factors in considering difference measurement basis
- Presentation and disclosure, including classification of income and expenses in other comprehensive income
- Definition of a reporting entity, which maybe a legal entity, or a portion of an entity
- Derecognition of assets and liabilities

The amendment also includes the revision to the definition of an asset and liability in the financial statements, and clarification to the prominence of stewardship in the objective of financial reporting.

b) Amendment to TFRS 3, Business combinations amends the definition of a business which requires an acquisition to include an input and a substantive process that together significantly contribute to the ability to create outputs. The definition of the term 'outputs' is amended to focus on goods and services provided to customers and to exclude returns in the form of lower costs and other economic benefits.

c) Amendment to TFRS 9, Financial instruments and TFRS 7, Financial instruments: disclosures provides relief from applying specific hedge accounting requirements to the uncertainty arising from interest rate benchmark reform such as IBOR. The amendment also requires disclosure of hedging relationships directly affected by the uncertainty.

d) Amendment to TAS 1, Presentation of financial statements and TAS 8, Accounting policies, changes in accounting estimates and errors provides consistency on definition of materiality. The amendment allows for a consistent definition of materiality throughout the Thai Financial Reporting Standards and the Conceptual Framework for Financial Reporting. It also clarified when information is material and incorporates some of the guidance in TAS 1 about immaterial information.

e) Amendment to TFRS 16, Leases provides a practical expedient where lessees are exempted from having to consider individual lease contracts to determine whether rent concessions occurring as a direct consequence of the COVID-19 pandemic are lease modifications. It applies to rent concessions that reduce lease payments due from 1 June 2020 to 30 June 2021. The amendment is effective for the annual accounting period beginning on or after 1 June 2020 where early application is permitted.

The Group's management is currently assessing the impact of these financial reporting standards.

4.3 Amended financial reporting standards that are effective for accounting period beginning or after 1 January 2022 and are relevant to the Group. The Group has not yet early adopted these standards.

Amendment to TFRS 16, Leases adds a practical expedient for leases that are modified as a direct consequence of IBOR reform (e.g. replacement of THBFIX as a benchmark interest rate due to the cancellation of LIBOR) for lessee to remeasure the lease liability by discounting the revised lease payments using a discount rate that reflects the change in the interest rate. An early application of the amendment is permitted.

The Group's management is currently assessing the impact of this financial reporting standards.

4.4 The temporary exemption guidance to relieve the impact from COVID-19

On 22 April 2020, the Federation of Accounting Professions (TFAC) announced the temporary exemption guidance to relieve the impact from COVID-19 for the reporting periods ending between 1 January 2020 and 31 December 2020. The Group selects the exemptions below:

1) Measurement of expected credit losses under simplified approach - TFRS 9

The Group will not use forward-looking information in estimating the credit loss. In doing this, the Group applies historical credit loss or other method in which results are similar, and also take into consideration of management judgement to estimate credit loss, based on an available information without excessive effort. Apart from this, the Group still has to comply with other requirements under TFRS 9.

2) Reversal of deferred tax assets - TAS 12

The Group has chosen to exclude information related to COVID-19 which causes uncertainty when considering the sufficiency of future taxable profit for the purpose of assessing the utilisation of deductible temporary differences. Instead, the Group writes down the carrying amount of the deferred tax assets when it is not probable that the future taxable profit will be available for utilising the deductible temporary differences. Apart from this, the Group still has to comply with other requirements under TAS 12.

3) Modification of leases agreement - TFRS 16

When the Group, as a lessee, receives discount or deduction of lease payment due to the COVID-19 situation, the Group will apply this to all contracts received discount. The Group will not treat the discount as a lease modification under TFRS 16. The adjustments when receiving discount are:

- Gradually adjust lease liability during the discount period based on proportion of discount received.
- Reverse depreciation arising from right of use and interest expense arising from lease liability based on the proportion of a decrease in rental fee.
- Recognise a difference in profit or loss.
- No re-adjustment to right of use and lease liability resulting from a remaining portion of lease deduction

Apart from this, the Group still has to comply with other requirements under TFRS 16.

5 Impacts from initial application of the new financial reporting standards

5.1 Adjustments recognised on adoption of TFRS 16

On adoption of TFRS 16, the Group recognised right-of-use assets and lease liabilities in relation to leases which have previously been reclassified as 'operating lease' under the previous standard TAS 17. The Group elected to adopt the new rules retrospectively but recognised the cumulative effect of initial applying the new standards on 1 January 2020.

a) Practical expedients applied

In applying TFRS 16 for the first time, the group has used the following practical expedients permitted by the standard:

- the use of a single discount rate to a portfolio of leases with reasonably similar characteristics
- the accounting for operating leases with a remaining lease term of less than 12 months as at 1 January 2020 as short-term leases
- the exclusion of initial direct costs for the measurement of the right-of-use asset at the date of initial application
- the use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease
- elect not to reassess whether a contract is, or contains a lease as defined under TFRS 16 at the date of initial application but relied on its assessment made applying TAS 17 and TFRIC 4 Determining whether an arrangement contains a Lease.

b) Measurement of right-of-use assets

The right-of-use assets were measured at the amount equal to the lease liabilities at 1 January 2020, adjusted by the amount of any prepaid or accrued lease payment.

For leases previously classified as finance leases, the Group recognised the carrying amount of the lease asset and lease liabilities immediately before transition as the carrying amount of the right-of-use assets and the lease liabilities at the date of TFRS 16 initial application.

A reconciliation of lease liabilities recognised as at 1 January 2020:

	Consolidated financial statements Baht	Separate financial statements Baht
Operating lease commitments disclosed as at 31 December 2019	212,954,087	3,629,710
(Less): discount using the lessee's incremental borrowing rate at the date of initial TFRS 16 application	(72,250,549)	(366,553)
(Less): short-term leases recognised on a straight-line basis as expense	(928,980)	(928,977)
(Less): low-value leases recognised on a straight-line basis as expense	(257,985)	(133,525)
(Less): contracts reassessed as service agreements	(788,029)	(585,998)
Add: adjustments as a result of a different treatment of extension options	13,212,508	13,212,508
Lease liability recognised as at 1 January 2020	151,941,052	14,827,165
Current lease liabilities	10,082,205	1,012,826
Non-current lease liabilities	141,858,847	13,814,339
	151,941,052	14,827,165

The recognised right-of-use assets relate to the following types of assets:

	Consolidated financial statements	Separate financial statements
	1 January 2020 Baht	1 January 2020 Baht
Buildings	27,895,618	14,827,165
Solar panel installation plants	119,129,665	-
Motor vehicles	426,897	-
Total right-of-use assets	147,452,180	14,827,165

5.2 Adjustments recognised on adoption of financial instruments

The Group has applied the financial reporting standards relating to financial instruments from 1 January 2020. The Group adopted the new rules retrospectively but recognised the cumulative effect of initial applying the new standards on 1 January 2020.

The impact on the adoption of financial instruments is as follows:

- Expected credit loss on trade receivables
- Recognition of fair value of derivative contracts

The Group has considered that there is no expected credit loss on loans to subsidiaries and financial guarantees.

5.3 Impact on the statement of financial position resulting from the adoption of TFRS 16 and TFRS 9

	Consolidated financial statements			As at 1 January 2020 Restated Baht
	As at 31 December 2019 Previously reported Baht	TFRS 9 Adjustments Baht	TFRS 16 Adjustments Baht	
Statement of financial position (extract)				
Assets				
Trade and other receivables, net	784,190,850	(5,517,662)	-	778,673,188
Derivatives assets	-	318,597	-	318,597
Right-of-use assets	-	-	147,452,180	147,452,180
Deferred tax assets, net	4,253,081	1,100,760	-	5,353,841
Liabilities				
Current portion of lease liabilities	-	-	10,082,205	10,082,205
Other non-current liabilities	4,488,872	-	(4,488,872)	-
Lease liabilities	-	-	141,858,847	141,858,847
Equity				
Retained earnings (deficits)	(25,962,495)	(4,174,488)	-	(30,136,983)
Non-controlling interests	16,344,805	76,184	-	16,420,989

	Separate financial statements			As at 1 January 2020 Restated Baht
	As at 31 December 2019 Previously reported Baht	TFRS 9	TFRS 16	
		Adjustments Baht	Adjustments Baht	
Statement of financial position (extract)				
Assets				
Trade and other receivables, net	202,794,735	(5,517,662)	-	197,277,073
Derivatives assets	-	13,860	-	13,860
Right-of-use assets	-	-	14,827,165	14,827,165
Deferred tax assets, net	4,314,690	1,100,760	-	5,415,450
Liabilities				
Current portion of lease liabilities	-	-	1,012,826	1,012,826
Lease liabilities	-	-	13,814,339	13,814,339
Equity				
Retained earnings (deficits)	130,149,123	(4,403,041)	-	125,746,082

The changes in accounting policy above have no impact on segment information, the statement of comprehensive income and the statement of cash flows as previously reported.

6 Accounting policies

6.1 Principles of consolidation

a) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group until the date that control ceases.

In the separate financial statements, investments in subsidiaries are accounted for using cost method. Direct costs are recorded as cost of initial investment. Dividend income from subsidiaries are recognised as income in profit or loss.

b) Joint arrangements

Investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangements.

Joint operations

A joint operation is a joint arrangement whereby the Group has rights to the assets, and obligations for the liabilities relating to the arrangement. The Group recognises its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the Group's financial statement line items.

Joint ventures

A joint venture is a joint arrangement whereby the Group has rights to the net assets of the arrangement. Interests in joint ventures are accounted for using the equity method.

In the separate financial statements, investments in joint ventures are accounted for using cost method. Dividend income from joint ventures are recognised as income in profit or loss.

c) **Equity method**

The investment is initially recognised at cost which is consideration paid and directly attributable costs.

The Group's subsequently recognises shares of joint ventures' profits or losses and other comprehensive income in the profit or loss and other comprehensive income, respectively. The subsequent cumulative movements are adjusted against the carrying amount of the investment.

When the Group's share of losses in joint ventures equals or exceeds its interest in the associates and joint ventures, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

d) **Changes in ownership interests**

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A difference between the amount of the adjustment to non-controlling interests to reflect their relative interest in the subsidiary and any consideration paid or received is recognised within equity.

If the ownership interest in joint ventures is reduced but joint control is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate. Profit or loss from reduce of the ownership interest in joint ventures is recognise in profit or loss.

When the Group losses control, joint control over investments, any retained interest in the investment is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value becomes the initial carrying amount of the retained interest which is reclassified to investment in an associate, or a joint venture or a financial asset accordingly.

e) **Intercompany transactions on consolidation**

Intra-group transactions, balances and unrealised gains on transactions are eliminated. Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in the joint ventures. Unrealised losses are also eliminated in the same manner unless the transaction provides evidence of an impairment of the asset transferred.

6.2 **Business combination**

The Group applies the acquisition method to account for business combinations with an exception on business combination under common control. The consideration transferred for the acquisition of a subsidiary comprises:

- fair value of the assets transferred,
- liabilities incurred to the former owners of the acquiree
- equity interests issued by the Group

Identifiable assets and liabilities acquired and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group initially recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

The excess of the consideration transferred, the amount of any non-controlling interest recognised and the acquisition-date fair value of any previous equity interest in the acquiree (for business combination achieved in stages) over the fair value of the identifiable net assets acquired is recorded as goodwill. In the case of a bargain purchase, the difference is recognised directly in profit or loss.

Acquisition-related cost

Acquisition-related cost are recognised as expenses.

Step-up acquisition

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measured are recognised in profit or loss.

Changes in fair value of contingent consideration paid/received

Subsequent changes to the fair value of the contingent consideration that is an asset or liability is recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured.

Business combination under common control

The Group accounts for business combination under common control by measuring acquired assets and liabilities of the acquiree at their carrying values presented in the highest level of the consolidation. The Group retrospectively adjusted the business combination under common control transactions as if the combination had occurred on the later of the beginning of the preceding comparative period and the date the acquiree has become under common control.

Consideration of business combination under common control are the aggregated amount of fair value of assets transferred, liabilities incurred and equity instruments issued by the acquirer at the date of which the exchange in control occurs.

The difference between consideration under business combination under common control and the acquirer's interests in the carrying value of the acquiree is presented as "surplus arising from business combination under common control" in equity and is derecognised when the investment is disposed of transferred to retained earnings.

6.3 Foreign currency translation

a) Functional and presentation currency

The financial statements are presented in Thai Baht which is the Company's functional currency.

b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

Any exchange component of gains and losses on a non-monetary item that recognised in profit or loss, or other comprehensive income is recognised following the recognition of a gain or loss on the non-monetary item.

c) Group companies

The operational results and financial position of the Group's entities (none of which has the currency of a hyper-inflationary economy) that have a different functional currency from the Group's presentation currency are translated into the presentation currency as follows.

- Assets and liabilities are translated at the closing rate at the date of respective statement of financial position;
- Income and expenses for statement of comprehensive income are translated at average exchange rates; and
- All resulting exchange differences are recognised in other comprehensive income.

6.4 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, deposits held at call with banks and other short-term highly liquid investments with maturities of three months or less from the date of acquisition.

6.5 Trade receivables

Trade receivables are amounts due from customers for goods sold or service performed in the ordinary course of business.

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, they are recognised at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost.

The impairment of trade receivables are disclosed in Note 6.7(f).

6.6 Inventories

Inventories are stated at the lower of cost and net realisable value.

Cost of inventories is determined by the first-in, first-out method. Cost of raw materials comprise all purchase cost and costs directly attributable to the acquisition of the inventory less all attributable discounts. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and directly attributable costs in bringing the inventories to their present location and condition.

Net realisable value is the estimate of the selling price in the ordinary course of business, less applicable variable selling expenses. The Group recorded allowance, where necessary, for obsolete, slow-moving and defective inventories.

6.7 Financial asset

a) Classification

Prior to 2020, the Group classified investments into four classification: 1) trading investments, 2) available-for-sale investments, 3) held-to-maturity investments, and 4) general investments. From 1 January 2020, the Group classifies its investment in debt instrument in the following measurement categories depending on i) business model for managing the asset and ii) the cash flow characteristics of the asset whether they represent solely payments of principal and interest (SPPI).

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

The Group reclassifies debt instrument when and only when its business model for managing those assets changes.

For investments in equity instruments, the Group has an irrevocable election at the time of initial recognition to account for the equity investment at fair value through profit or loss (FVPL) or at fair value through other comprehensive income (FVOCI) except those that are held for trading, they are measured at FVPL.

b) Recognition and derecognition

Regular way purchases, acquires and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

c) Measurement

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

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

d) Debt instruments

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

- Amortised cost: Financial assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains or losses together with foreign exchange gains and losses. Impairment losses are presented as a separate line item in the statement of comprehensive income.
- FVOCI: Financial assets that are held for i) collection of contractual cash flows; and ii) for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest income using the effective interest method, and foreign exchange gains and losses which are recognised in profit or loss. When the financial assets is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains or losses. Interest income is included in other income. Impairment expenses are presented separately in the statement of comprehensive income.
- FVPL: Financial assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains or losses in the period in which it arises.

e) Equity instruments

The Group measures all equity investments at fair value. Where the Group has elected to present fair value gains and losses on equity instruments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains or losses in the statement of comprehensive income.

Impairment losses and reversal of impairment losses on equity investments are reported together with changes in fair value.

f) Impairment

From 1 January 2020, the Group applies simplified approach in measuring the impairment of trade receivables, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

For other financial assets carried at amortised cost and FVOCI, the Group applies general approach in measuring the impairment of those financial assets. Under the general approach, the 12-month or the lifetime expected credit loss is applied depending on whether there has been a significant increase in credit risk since the initial recognition.

The significant increase in credit risk from initial recognition assessment is performed every end of reporting period by comparing i) expected risk of default as of the reporting date and ii) estimated risk of default on the date of initial recognition.

Impairment losses and reversal of impairment are recognised in profit or loss as a separate line item.

6.8 Non-current assets held-for-sale and discontinued operation

Non-current assets (or disposal groups) are classified as assets held-for-sale when their carrying amount will be recovered principally through a sale transaction and a sale is considered highly probable. They are measured at the lower of the carrying amount and fair value less costs to sell.

An impairment loss is recognised for write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised.

A discontinued operation is a component of the Group that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit or loss.

6.9 Property, plant and equipment

Land is stated at cost less any accumulated impairment loss. Building and equipment are stated at cost less accumulated depreciation and any accumulated impairment loss.

Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the item will flow to the Group. The carrying amount of the replaced part is derecognised.

All other repairs and maintenance are charged to profit or loss when incurred.

Land is not depreciated. Depreciation of other assets is calculated using the straight line method to allocate its cost to its residual values over estimated useful lives, as follows:

Building	20 years
Building improvements	5 years
Fixtures and office equipment	3 - 5 years
Solar power equipment	5 - 25 years
Vehicles	5 years
Machinery and equipment	8 - 15 years

The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Gains or losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

6.10 Intangible assets

Computer software

Expenditure on acquired computer software is capitalised as intangible asset on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised using the straight-line method over its estimated useful lives of 10 years.

6.11 Impairment of assets

Assets that have an indefinite useful life are tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired. Assets that are subject to amortisation are reviewed for impairment whenever there is an indication of impairment. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

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

6.12 Leases

Leases - where the Group is the lessee

The Group has changed its accounting policies for leases where the Group is the lessee. Prior to 2020, leases of property, plant and equipment were classified as either finance leases or operating leases. From 1 January 2020, leases are recognised as a right-of-use assets and a corresponding liability at the date at which the leased asset is available for use by the Group.

Liabilities arising from a lease are initially measured on the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the Group under residual value guarantees
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise small items of office furniture.

Leases - where the Group is the lessor

The Group, where is the lessor, will classify each lease as operating lease or finance lease.

When assets are leased out under a finance lease, the present value of the lease payments is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. Lease income is recognised over the term of the lease which reflects a constant periodic rate of return. Initial direct costs are included in initial measurement of the finance lease receivable and reduce the amount of income recognised over the lease term.

Rental income under operating leases (net of any incentives given to lessees) is recognised on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the statement of financial position based on their nature.

6.13 Financial liabilities

a) Classification

Financial instruments issued by the Group are classified as either financial liabilities or equity securities by considering contractual obligations.

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

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

b) Recognition and measurement

Financial liabilities are initially recognised at fair value and are subsequently measured at amortised

c) Derecognition and modification

Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled, or expired.

Where the terms of a financial liability are renegotiated or modified, the Group assesses whether the renegotiation or modification results in the derecognition of that financial liability. Where the modification results in an extinguishment, the new financial liability is recognised based on fair value of its obligation. The remaining carrying amount of financial liability is derecognised. The difference as well as proceed paid is recognised as other gains or losses in profit or loss.

Where the modification does not result in the derecognition of the financial liability, the carrying amount of the financial liability is recalculated as the present value of the renegotiated / modified contractual cash flows discounted at its original effective interest rate. The difference is recognised in other gains or losses in profit or loss.

6.14 Borrowing costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are added to the cost of those assets less investment income earned from those specific borrowings. The capitalisation of borrowing costs is ceased when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

Other borrowing costs are expensed in the period in which they are incurred.

6.15 Current and deferred income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax

The current income tax is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax

Deferred income tax is recognised on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax is not recognised for temporary differences arise from:

- initial recognition of an asset or liability in a transaction other than a business combination that affects neither accounting nor taxable profit or loss is not recognised
- investments in subsidiaries, associates and joint arrangements where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax is measured using tax rates of the period in which temporary difference is expected to be reversed, based on tax rates and laws that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

6.16 Employee benefits

(a) Short-term employee benefits

Liabilities for short-term employee benefits such as wages, salaries, paid leave and bonuses that are expected to be settled wholly within 12 months after the end of the period are recognised in respect of employees' service up to the end of the reporting period. They are measured at the amount expected to be paid.

(b) Defined contribution plan

The Group pays contributions to a separate fund in accordance with the provident fund Act. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due.

(c) Defined benefit plans

Amount of retirement benefits is defined by the agreed benefits the employees will receive after the completion of employment. It usually depends on factors such as age, years of service and an employee's latest compensation at retirement.

The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market yield of government bonds that matches the terms and currency of the expected cash outflows.

Remeasurement gains and losses are recognised directly to other comprehensive income in the period in which they arise. They are included in retained earnings in the statements of changes in equity.

Past-service costs are recognised immediately in profit or loss.

(d) Termination benefits

The Group recognises termination benefits at the earlier of (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for the related restructuring. Benefits due more than 12 months are discounted to their present value.

6.17 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events. It is probable that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation. The increase in the provision due to passage of time is recognised as interest expense.

6.18 Share capital

Ordinary shares and non-redeemable preference shares with discretionary dividends are classified as equity.

Incremental costs directly attributable to the issue of new shares or options (net of tax) are shown as a deduction in equity.

6.19 Revenue recognition

(a) Revenue from sales and services

Revenue include all revenues from ordinary business activities. All ancillary income in connection with the delivery of goods and rendering of services in the course of the Group's ordinary activities is also presented as revenue.

Revenue is recognised when the Group satisfies a performance obligation by transferring goods or services to customers. The goods and services are transferred when the customers obtain control of that goods and services. Control of the goods and services has transferred when the goods and services are delivered to customers. Delivery occurs when the goods have been shipped to the specific location. A receivable is recognised when the goods and services are delivered as this is the performance obligations satisfied at a point in time.

Revenue is recognised based on the price specified in the contract, net of value-added tax, rebates and discounts. Accumulated experience is used to estimate and provide for the discounts and rebates. An amount of variable consideration is only recognised to the extent that it is highly probable that a significant reversal will not occur.

Any bundled goods or services that are distinct are separately recognised, and any discounts or rebates on the contract price are generally be allocated to the separate elements.

(b) Other income

- Dividend income is recognised when rights to receive dividends are established.
- Interest income is recognised using the effective interest method.
- Other income is recognised on an accrual basis.

6.20 Dividend distribution

Dividend distributed to the Company's shareholders is recognised as a liability when interim dividends are approved by the Board of Directors, and when the annual dividends are approved by the shareholders.

6.21 Derivatives

Before 1 January 2020, the Group and the Company did not recognise derivatives as assets or liabilities in the financial statements. They are recognised in profit and loss on settlement date.

Since 1 January 2020, derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently measured to their fair value at the end of each reporting period. The changes in the fair value is recognised to other gains or losses.

Fair value of derivatives is classified as a current or non-current following its remaining maturity.

The Group does not choose to use hedge accounting for derivatives transactions.

6.22 Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of:

- the amount determined in accordance with the expected credit loss model under TFRS 9; and
- the amount initially recognised less the cumulative amount of income recognised in accordance with the principles of TFRS 15 Revenue from contracts with customers.

The fair value of financial guarantees is determined based on the present value of the difference in cash flows between a) the contractual payments required under the debt instrument; and b) the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

7 Financial risk management

7.1 Financial risk

The Group exposes to a variety of financial risk: market risk (including foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

7.1.1 Market risk

(a) Foreign exchange risk

The Group is exposed to foreign currency risk arises from trading transactions, net assets and net liabilities that are not denominated in functional currency of each company in the Group. The Group seeks to reduce this risk by entering into forward exchange contracts when it considers appropriate.

Exposure

The Group's exposure to foreign currency risk at the end of the reporting period, expressed in Baht is as follows:

	Consolidated financial statements							
	2020				2019			
	US Dollar Baht'000	Singapore Dollar Baht'000	Korean Won Baht'000	Thai Baht Baht'000	US Dollar Baht'000	Singapore Dollar Baht'000	Korean Won Baht'000	Thai Baht Baht'000
Cash and cash equivalents	956	2,570	103	-	963	3,470	-	-
Trade and other receivables, net	917	-	-	-	1,838	1,792	-	-
Trade and other payables	-	(234)	(108)	(154)	-	(2,067)	-	-

	Separate financial statements	
	2020	2019
	US Dollar Baht'000	US Dollar Baht'000
Cash and cash equivalents	956	963
Trade and other receivables, net	917	1,838

Changes in foreign exchange have no significant impact on the Group's net profit.

(b) Interest rate risk

The Group is exposed to interest rate risk relates primarily to its deposits at financial institutions, loans to subsidiaries, borrowings from financial institutions and subsidiaries, 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 except short-term borrowings from a subsidiary.

Cash flow interest rate risk is the risk that changes in market interest rates will impact cash flows arising from variable rate financial instruments. Borrowings at floating rates therefore expose the Group to cash flow interest rate risk. Fair value interest rate risk is the risk that the value of a financial asset or liability and derivative financial instruments will fluctuate because of changes in market interest rates. However, the Group will use interest rate swap to management the risk when necessary.

Significant financial assets and liabilities that are exposed to interest rate risk classified by type of interest rates are summarised as follows:

		Consolidated financial statements								
		Fixed interest rates			Floating interest rates			No interest bearing	Total	Interest rate
		Within 1 year	1 - 5 years	Over 5 years	Within 1 year	1 - 5 years	Over 5 years	Baht'000	Baht'000	(% p.a.)
As at 31 December 2020		Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	
Financial assets										
Cash and cash equivalents		-	-	-	43,376	-	-	57,950	101,326	0.04-0.13
		-	-	-	43,376	-	-	57,950	101,326	
Financial liabilities										
Short-term borrowings from financial institutions		33,000	-	-	44,576	-	-	-	77,576	3.50-4.00
Long-term borrowings from financial institutions		-	-	-	129,883	174,434	-	-	304,317	3.47-4.47
Lease liabilities		11,935	15,550	7,732	-	-	-	-	35,217	3.81-6.00
		44,935	15,550	7,732	174,459	174,434	-	-	417,110	
		Consolidated financial statements								
		Fixed interest rates			Floating interest rates			No interest bearing	Total	Interest rate
		Within 1 year	1 - 5 years	Over 5 years	Within 1 year	1 - 5 years	Over 5 years	Baht'000	Baht'000	(% p.a.)
As at 31 December 2019		Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	
Financial assets										
Cash and cash equivalents		-	-	-	1,610	-	-	196,480	198,090	0.50-0.63
Restricted deposits at financial institutions		-	-	-	55	-	-	-	55	0.38
		-	-	-	1,665	-	-	196,480	198,145	
Financial liabilities										
Short-term borrowings from financial institutions		15,000	-	-	209,064	-	-	-	224,064	3.75-5.00
Long-term borrowings from financial institutions		-	-	-	116,326	271,602	6,968	-	394,896	4.00-5.25
Debentures		399,555	-	-	-	-	-	-	399,555	5.9
		414,555	-	-	325,390	271,602	6,968	-	1,018,515	

Sea Oil Public Company Limited
Notes to the Consolidated and Separate Financial Statements
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	Separate financial statements								
	Fixed interest rates			Floating interest rates					Interest rate (% p.a.)
	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	No interest bearing Baht'000	Total Baht'000	
As at 31 December 2020									
Financial assets									
Cash and cash equivalents	-	-	-	21,535	-	-	2,230	23,765	0.04-0.13
Short-term loans to subsidiaries	-	-	-	8,100	-	-	-	8,100	4.05
Long-term loans to subsidiaries	-	-	1,350,638	227,540	-	-	-	1,578,178	1.55-5.65
	-	-	1,350,638	257,175	-	-	2,230	1,610,043	
Financial liabilities									
Short-term borrowings from financial institutions	33,000	-	-	14,750	-	-	-	47,750	3.50-4.00
Short-term borrowings from a subsidiary	81,821	-	-	-	-	-	-	81,821	0.5
Long-term borrowings from financial institutions	-	-	-	129,883	174,434	-	-	304,317	3.47-4.47
Lease liabilities	6,269	14,403	7,732	-	-	-	-	28,404	3.81-6.00
	121,090	14,403	7,732	144,633	174,434	-	-	462,292	
	Separate financial statements								
	Fixed interest rates			Floating interest rates					Interest rate (% p.a.)
	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	No interest bearing Baht'000	Total Baht'000	
As at 31 December 2019									
Financial assets									
Cash and cash equivalents	-	-	-	1,343	-	-	30,484	31,827	0.50-0.63
Short-term loans to a subsidiary	-	-	-	220,000	-	-	-	220,000	1.55-5.05
Long-term loans to a subsidiary	-	-	1,387,880	-	-	-	-	1,387,880	1.55-5.65
	-	-	1,387,880	221,343	-	-	30,484	1,639,707	
Financial liabilities									
Short-term borrowings from financial institutions	15,000	-	-	147,956	-	-	-	162,956	4.00-4.75
Long-term borrowings from financial institutions	-	-	-	60,000	115,000	-	-	175,000	4.00
Debentures	399,555	-	-	-	-	-	-	399,555	5.90
	414,555	-	-	207,956	115,000	-	-	737,511	

Sensitivity

Profit or loss is sensitive as a result of changes in interest rates as follows:

	Impact to net profit			
	Consolidated financial statements		Separate financial statements	
	2020 Baht'000	2019 Baht'000	2020 Baht'000	2019 Baht'000
Interest rate - increase 1% (2019: 1%) *	(3,055)	(6,023)	(619)	(1,016)
Interest rate - decrease 1% (2019: 1%) *	3,440	6,036	809	1,027
* Holding all other variables constant				

(c) Price risk

The Group's exposure to price risk arises from the change in market oil price which impact revenue of oil trading. However, the change in market oil price has no significant impact on profit since the pricing policy applies cost plus method. The Group also has no legal reserve inventory cost. Therefore, the Group has no effect from the oil price fluctuation. The Group will consider using oil purchase forward contract to manage the price risk when necessary.

7.1.2 Credit risk

The Group's exposure of credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost as well as credit exposures to customers.

(a) Risk Management

The Group manages credit risk by a group of risks. For cash at banks and financial institutions, the Group makes transactions with financial institutions that have high credit rating.

The Group assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on the assessments in accordance with limits set by credit committee. The compliance with credit limits by customers is regularly monitored by line management. Sales to retail customers and high credit risk customers are required to be settled in cash to mitigate credit risk.

There are no significant concentrations of credit risk, whether through exposure to individual customers or specific industry sectors.

(b) Impairment of financial assets

The Group and the Company has financial assets that are subject to the expected credit loss model:

- Cash and cash equivalents
- Trade and other receivables
- Loans to subsidiaries

The Group assessed impairment of financial assets and disclosed in relevant notes. Management assessed that cash and cash equivalent has no significant credit risk.

7.1.3 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. In order to manage liquidity risk, the Group's treasury maintains flexibility in funding by maintaining availability under committed credit lines. At the end of the reporting period, the Group has undrawn credit facilities as disclosed in Note 23.

The tables below analyse the maturity of financial liabilities grouping based on their contractual maturities. The amounts disclosed are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Consolidated financial statements						
	On demand Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Total Baht'000	Book value of liabilities Baht'000
As at 31 December 2020						
Short-term borrowings from financial institutions	-	77,576	-	-	77,576	77,576
Trade and other payables	-	335,340	-	-	335,340	335,340
Long-term borrowings from financial institutions	-	138,887	177,858	-	316,745	304,317
Lease liabilities	-	13,451	18,415	8,906	40,772	35,217
Total financial liabilities that is not derivatives	-	565,254	196,273	8,906	770,433	752,450
Consolidated financial statements						
	On demand Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Total Baht'000	Book value of liabilities Baht'000
As at 31 December 2019						
Short-term borrowings from financial institutions	-	224,064	-	-	224,064	224,064
Debentures	-	399,555	-	-	399,555	399,555
Trade and other payables	-	501,642	-	-	501,642	501,642
Other current financial liabilities	-	5,379	-	-	5,379	5,379
Long-term borrowings from financial institutions	-	133,035	308,134	8,157	449,326	394,896
Total financial liabilities that is not derivatives	-	1,263,675	308,134	8,157	1,579,966	1,525,536

	Separate financial statements					Book value of liabilities
	On demand Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Total Baht'000	of liabilities Baht'000
As at 31 December 2020						
Short-term borrowings from financial institutions	-	47,750	-	-	47,750	47,750
Short-term borrowings from a subsidiary	81,821				81,821	81,821
Trade and other payables	-	57,843	-	-	57,843	57,843
Long-term borrowings from financial institutions	-	138,887	177,858	-	316,745	304,317
Lease liabilities	-	7,534	17,258	8,906	33,698	28,404
Total financial liabilities that is not derivatives	81,821	252,014	195,116	8,906	537,857	520,135

	Separate financial statements					Book value of liabilities
	On demand Baht'000	Within 1 year Baht'000	1 - 5 years Baht'000	Over 5 years Baht'000	Total Baht'000	of liabilities Baht'000
As at 31 December 2019						
Short-term borrowings from financial institutions	-	162,956	-	-	162,956	162,956
Debentures	-	399,555	-	-	399,555	399,555
Trade and other payables	-	32,399	-	-	32,399	32,399
Long-term borrowings from financial institutions	-	65,499	116,848	-	182,347	175,000
Total financial liabilities that is not derivatives	-	660,409	116,848	-	777,257	769,910

7.2 Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

8 Fair value

Fair value is categorised into hierarchy based on inputs used as follows:

- Level 1: The fair value of the asset or liability is based on the quoted prices in active markets for identical assets or liabilities.
- Level 2: The fair value of the asset or liability is determined using significant observable inputs and, as little as possible, entity-specific estimates.
- Level 3: The fair value of the asset or liability is not based on observable market data.

The following table presents fair value of assets and liabilities recognised by their fair value hierarchy.

	Consolidated financial statements		Separate financial statements	
	31 December 2020 Baht	1 January 2020 Baht	31 December 2020 Baht	1 January 2020 Baht
Assets				
Foreign currency forward contract	-	13,860	-	13,860
Oil trading forward contract	-	304,737	-	-
Total	-	318,597	-	13,860
Liabilities				
Foreign currency forward contract	5,635	-	5,635	-
Total	5,635	-	5,635	-

The fair value above is determined by level 2 using forward rate of foreign currency against Thai Baht and oil price at the date of the statement of financial position which can be obtained from observable market. The effects of discounting are generally insignificant for derivative at level 2.

The fair values of financial assets and financial liabilities of the Group are approximate the carrying amounts since the majority of the instruments are short-term in nature except for long-term borrowings from financial institutions and long-term loans to subsidiaries which the fair value are disclosed in Note 23 and Note 36.5, respectively.

9 Critical accounting estimates, judgments and assumptions

Estimates, assumption and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Critical accounting estimates, judgements and assumptions are as follows:

(a) Impairment of financial assets

The loss allowances for financial assets are based on assumptions about default risk and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs used in the impairment calculation, based on the Group's past history and existing market conditions at the end of each reporting period.

(b) Impairment of investments in a subsidiary and joint venture

The Group tests whether investments in a subsidiary and joint venture have suffered any impairment when indicators of impairment trigger. The recoverable amounts of cash-generating units have been determined based on the fair value less costs to sell or value-in-use calculations. In calculating value-in-use, the Group estimates the present value of future cash flows expected to arise from the cash-generating unit. Significant estimates and assumptions used are disclosed in Note 17.

(c) Retirement benefits

The present value of the retirement benefit obligations depends on a number of factors that are determined by an actuarial basis comprising a number of assumptions, including the discount rate, inflation rate and salary increment. Any changes in these assumptions will have an impact on the carrying amount of retirement benefit obligations. The additional information of key assumptions are disclosed in Note 26.

10 Operating segment information

Operating segment information is presented in respect of the Group's products and services.

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 by segment operating profit (loss). The chief operating decision maker is Executive Committee.

Segment results and operating assets include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items mainly comprise corporate assets and other income and expense that are unallocated.

The Group operates in 5 operating segments as follows;

- A) Maritime sales of fuel oil and lubricant oil
- B) Land sales and other channels' sales of fuel oil and lubricant oil
- C) Catering service - provide service and supply management for clients in the oil industry's exploration and production.
- D) Production and retail sale of solvent and petrochemical products.
- E) Electricity generation from solar energy and sale of solar roof.

Segment E is presented as discontinued operations because the Group has disposed the business to third party as mentioned in Note 16.

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Operating segment information is as follows:

	Consolidated financial statements				
	Segment A Baht	Segment B Baht	Segment C Baht	Segment D Baht	Total Baht
For the year ended 31 December 2020					
Revenue from external customers	4,240,032,248	901,387,425	120,458,097	13,088,845	5,274,966,615
Segment operating profit (loss)	131,002,232	9,184,988	(16,385,158)	(47,144,937)	76,657,125
Timing of revenue recognition					
- Point in time	4,240,032,248	901,387,425	120,458,097	13,088,845	5,274,966,615
- Over time	-	-	-	-	-
As at 31 December 2020					
Trade receivables and accrual income - net	481,132,708	10,897,719	52,371,157	-	544,401,584
Other assets (corporate assets)					1,659,117,364
Total assets					2,203,518,948
	Consolidated financial statements				
	Segment A Baht	Segment B Baht	Segment C Baht	Segment D Baht	Total Baht
For the year ended 31 December 2019					
Revenue from external customers	5,697,324,688	415,009,763	48,827,937	255,201,298	6,416,363,686
Segment operating profit (loss)	125,327,842	3,167,448	1,911,107	(37,710,298)	92,696,099
Timing of revenue recognition					
- Point in time	5,697,324,688	415,009,763	48,827,937	255,201,298	6,416,363,686
- Over time	-	-	-	-	-
As at 31 December 2019					
Trade receivables and accrual income - net	717,401,473	25,612,152	10,438,322	-	753,451,947
Other assets (corporate assets)					1,875,361,651
Assets of discontinued Operations (Segment E)					338,683,394
Total assets					2,967,496,992

Segment operating profit can be reconciled to the Group's profit for the year as follows:

	Consolidated financial statements	
	2020 Baht	2019 Baht
Segment operating profit	76,657,125	92,696,099
<u>Reconciling items:</u>		
Other income - head office	3,190,811	9,651,053
Administrative expenses - head office	(130,061,340)	(94,643,095)
Gains (losses), net - head office	1,553,624	(213,543)
Gain on disposal of discontinued operations (Note 16)	60,734,025	-
Finance costs - head office	(25,427,335)	(37,330,333)
Share of profit from a joint venture	40,685,648	111,739,775
Income tax	(18,226,792)	(17,464,877)
Profit for the period from continuing operations	9,105,766	64,435,079
Profit for the period from discontinued operations (Note 16)	22,435,118	8,707,194
Net profit for the year	31,540,884	73,142,273

The Group has no revenues from transactions with a single external customer amount to 10 percent or more of total revenues.

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Geographic information

The Group operates in both Thailand and foreign countries. Financial statements by geographic segment is as follows:

	For the year ended 31 December 2020							
	Segment A		Segment B		Segment C		Segment D	
	Domestic	Foreign	Domestic	Foreign	Domestic	Foreign	Domestic	Foreign
Revenue from sales and services	597,591,008	3,642,441,240	901,387,425	-	120,458,097	-	13,088,845	-
Segment operating profit	39,676,073	91,326,159	9,184,988	-	(16,385,158)	-	(47,144,937)	-
	For the year ended 31 December 2019							
	Segment A		Segment B		Segment C		Segment D	
	Domestic	Foreign	Domestic	Foreign	Domestic	Foreign	Domestic	Foreign
Revenue from sales and services	922,100,650	4,775,224,038	415,009,763	-	48,827,937	-	255,201,298	-
Segment operating profit	21,250,931	104,076,911	3,167,448	-	1,911,107	-	(37,710,298)	-

Revenue from sales and services of segment A arising in foreign countries is revenue from Singapore in an amount of Baht 3,580.19 million (2019: Baht 4,239 million).

11 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Cash on hand	30,037	30	-	-
Deposits at banks - current accounts	57,919,864	196,480,084	2,229,849	30,483,551
Deposits at banks - savings accounts	43,375,920	1,609,782	21,535,116	1,342,949
	101,325,821	198,089,896	23,764,965	31,826,500

The interest rates on savings accounts are 0.04% - 0.13% per annum (2019: 0.50% - 0.63% per annum).

12 Trade and other receivables, net

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Trade receivables				
- other parties	529,940,051	738,000,060	135,912,647	164,342,673
- related parties (Note 36.3)	45,907,267	39,698,484	26,257,543	26,930,857
<u>Less</u> Loss allowance (2019: Allowance for doubtful accounts)	(33,180,978)	(19,829,770)	(23,928,251)	(10,556,873)
Trade receivables - net	542,666,340	757,868,774	138,241,939	180,716,657
Accrued income				
- other parties	1,735,244	4,546,987	1,735,244	-
	544,401,584	762,415,761	139,977,183	180,716,657
Other receivables - related parties (Note 36.3)	159,242	159,242	3,307,926	3,916,788
Other receivables - other parties	-	47,985	-	-
Interest receivables - related parties (Note 36.3)	-	-	20,048,985	-
Dividend receivable - related parties (Note 36.3)	-	-	13,000,000	7,496,284
Advance payment for purchasing of goods and services	9,063,509	15,148,664	6,925,586	9,024,991
Prepaid expense	1,746,664	5,594,934	1,645,484	815,751
Others	1,246,786	824,264	1,207,002	824,264
	556,617,785	784,190,850	186,112,166	202,794,735

The aging analysis of the trade receivables is as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Current	410,573,380	608,470,768	95,546,486	107,401,476
Overdue:				
1 - 60 days	105,865,078	106,349,925	27,895,885	33,072,114
61 -120 days	14,668,704	29,121,521	6,169,953	27,348,081
121 - 180 days	1,009,440	9,296,267	1,009,440	9,296,267
181 - 240 days	2,074,110	3,705,027	1,904,425	2,484,724
241- 300 days	526,517	-	526,517	-
Over 300 days	41,130,089	20,755,036	29,117,484	11,670,868
	575,847,318	777,698,544	162,170,190	191,273,530
<u>Less</u> Loss allowance (2019: Allowance for doubtful accounts)	(33,180,978)	(19,829,770)	(23,928,251)	(10,556,873)
	542,666,340	757,868,774	138,241,939	180,716,657

Loss allowance is mainly of trade receivables in which aging over 300 days.

The reconciliation of loss allowance for trade receivables for the year ended 31 December is as follow:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
A31 December	19,829,770	12,897,671	10,556,873	8,552,015
Amounts restated through opening retained earnings under TFRS 9	5,517,662	-	5,517,662	-
Opening loss allowance as at 1 January	25,347,432	12,897,671	16,074,535	8,552,015
Increase in loss allowance recognised in profit or loss during the year	11,104,790	7,729,680	11,088,351	2,339,858
Receivable written off during the year as uncollectible	(841,000)	-	(841,000)	-
Unused amount reversed	(2,393,635)	(335,000)	(2,393,635)	(335,000)
Exchange rate differences	(36,609)	(462,581)	-	-
As of 31 December	33,180,978	19,829,770	23,928,251	10,556,873

13 Financial assets and financial liabilities

As at 31 December 2020 and 1 January 2020, classification of the financial assets and financial liabilities is as follows:

Consolidated financial statements				
	31 December 2020		1 January 2020	
	FVPL Baht	Amortised cost Baht	FVPL Baht	Amortised cost Baht
Financial assets				
Cash and cash equivalents	-	101,325,821	-	198,089,896
Trade and other receivables, net	-	545,407,612	-	763,447,252
Derivatives assets	-	-	318,547	-
Other current financial assets	-	61,746,481	-	1,507,421
Other non-current financial assets	-	3,000	-	3,000
Consolidated financial statements				
	31 December 2020		1 January 2020	
	FVPL Baht	Amortised cost Baht	FVPL Baht	Amortised cost Baht
Financial liabilities				
Short-term borrowings from financial institutions	-	77,575,652	-	224,064,450
Trade and other payables	-	335,339,966	-	501,641,594
Derivative liabilities	5,635	-	-	-
Other current financial liabilities	-	330,084	-	5,501,606
Long-term borrowings from financial institutions	-	304,316,729	-	394,896,000
Debentures	-	-	-	399,555,239
Lease liabilities	-	35,217,036	-	-
Separate financial statements				
	31 December 2020		1 January 2020	
	FVPL Baht	Amortised cost Baht	FVPL Baht	Amortised cost Baht
Financial assets				
Cash and cash equivalents	-	23,764,965	-	31,826,500
Trade and other receivables, net	-	177,541,096	-	187,436,331
Derivatives assets	-	-	13,860	-
Short-term loans to subsidiaries	-	8,100,000	-	220,000,000
Long-term loans to subsidiaries	-	1,578,177,646	-	1,387,880,000
Separate financial statement				
	31 December 2020		1 January 2020	
	FVPL Baht	Amortised cost Baht	FVPL Baht	Amortised cost Baht
Financial liabilities				
Short-term borrowings from financial institutions	-	47,750,031	-	162,956,450
Short-term borrowings from a subsidiary	-	81,821,330	-	-
Trade and other payables	-	57,843,160	-	32,399,337
Derivative liabilities	5,635	-	-	-
Other current financial liabilities	-	314,332	-	82,278
Long-term borrowings from financial institutions	-	304,316,729	-	175,000,000
Debentures	-	-	-	399,555,239
Lease liabilities	-	28,404,361	-	-

14 Inventories, net

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Raw materials	13,423,865	2,756,494	7,148,325	148,693
Finished goods	7,717,526	8,352,172	-	-
Spare parts	-	89,841	-	-
	21,141,391	11,198,507	7,148,325	148,693
<u>Less</u> Allowance for net realisable value	(4,005,920)	-	-	-
Total	17,135,471	11,198,507	7,148,325	148,693

15 Other current assets

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Refundable valued added tax	16,505,817	17,022,766	9,470,953	11,250,340
Undue input valued added tax	2,127,316	2,067,157	1,364,983	1,681,156
Prepaid withholding tax	2,666,694	5,451,742	2,666,687	5,451,719
Oil purchase guarantee	60,074,200	-	-	-
Others	596,556	2,125,757	-	-
	81,970,583	26,667,422	13,502,623	18,383,215

Oil purchase guarantee is the cash deposit for oil purchase that Sea Oil Petroleum Pte. Ltd. places as collateral to a financial institution for issuing the Standby letter of credit. The letter is effective until 15 December 2021.

16 Discontinued operations

On 24 April 2020, the Board of Directors' Meeting of Sea Oil Public Company Limited No. 2/2020 had a resolution to approve the disposal investments in eight subsidiaries of Living Energy Company Limited (Solar Group), which represents 99.99 percent of the total shares of the subsidiaries held by Living Energy Company Limited. The subsidiaries consist of (1) Sky Solar Roof Company Limited, (2) Sky Solar Power Company Limited, (3) NW Green Power Company Limited, (4) NW Energy Company Limited, (5) NW Solar Company Limited, (6) Sunny Solar Company Limited, (7) Sun Link Power Company Limited, and (8) Solar Town Company Limited. The disposal of investments was made by transferring the entire business of Solar Group to a buyer with the total consideration amount of Baht 215.00 million.

The Group has already disposed the investments on 24 July 2020 and lost the control over the subsidiaries since then.

Detail of discontinued operations of Solar Group is as follows:

Operating results and cash flow information

The financial information and cash flow for the period ended 24 July 2020 and for the year ended 31 December 2019 are as follows:

	Consolidated financial statements	
	2020 Baht	2019 Baht
Revenue from sales	29,429,788	56,700,293
Cost of sales	(9,296,796)	(30,858,710)
Gross profit	20,132,992	25,841,583
Other income	20,101,280	16,001
Administrative expenses	(9,180,730)	(6,835,986)
Finance costs	(7,197,546)	(10,314,404)
Profit before income tax	23,855,996	8,707,194
Income tax	(1,420,878)	-
Profit after income tax from discontinued operations	22,435,118	8,707,194
Other comprehensive income from discontinued operations	22,435,118	8,707,194
	Consolidated financial statements	
	2020 Baht	2019 Baht
Cash flows from operating activities	49,102,863	36,932,969
Cash flows from investing activities	(10,157,719)	(5,183,022)
Cash flows from financing activities	(23,912,605)	(33,402,993)
Net cash flows	15,032,539	(1,653,046)

On 2 June 2020, Sky Solar Power Co., Ltd., received insurance claim from the fire accident at the solar power plant. Insurance claim for a loss of assets amount of Baht 19.97 million is presented in other income.

Detail of disposal of discontinued operations is as follows:

	Consolidated financial statements Baht
Cash received from disposal of discontinued operations	215,000,000
Net book value of assets of discontinued operations	(154,265,975)
Gain on disposal of discontinued operations	60,734,025

Net book value of assets and liabilities as at 24 July 2020 is as follows:

	Consolidated financial statements Baht
Cash and cash equivalents	17,900,430
Trade and other receivables	11,140,741
Other current assets	904,402
Equipment, net	318,206,247
Other non-current assets	3,079,729
Right-of-use assets	117,273,240
Total assets	468,504,789
Trade and other payables	5,822,793
Short-term borrowings from financial institutions	2,750,000
Lease liabilities	121,651,814
Other current liabilities	531,329
Income tax payable	1,420,878
Long-term borrowings from financial institutions	182,062,000
Total liabilities	314,238,814
Net Asset	154,265,975

The reconciliation of cash received from discontinued operations:

	Consolidated financial statements Baht
Consideration received - Cash	215,000,000
<u>Less</u> cash and cash equivalents of discontinued operation	(17,900,430)
Proceeds from disposal of discontinued operations	197,099,570

On 24 July 2020, the Group has already disposed Solar Group. Therefore, the Group transferred the shortage arising from business combination under common control amount of Baht 74.05 million occurred from the purchase of Solar Group from the business under common control to retained earnings.

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17 Investments in subsidiaries and interests in a joint venture

17.1 Investments in subsidiaries

The investments in subsidiaries are as follows:

Company	Country	Nature of business	Holding interest in ordinary share (%)		Separate financial statements									
			2020 (%)	2019 (%)	2020		2019		Net book value Baht	Cost Baht	Impairment Baht	Allowance for Baht		
					Cost Baht	Allowance for Baht	Cost Baht	Allowance for Baht						
Direct subsidiaries														
Sea Oil Energy Limited	Islands of Bermuda	Holding company	100.00	100.00	32	-	32	32	-	32	-	32	-	32
Sea Oil Petroleum Pte. Ltd. ¹	Singapore	Retail sale of fuel oil and related products	75.00	75.00	174,146,327	-	174,146,327	174,146,327	-	174,146,327	-	174,146,327	-	174,146,327
Sea Oil Offshore Limited ²	Malaysia	Retail sale of fuel oil and related products	100.00	100.00	977,400	-	977,400	977,400	-	977,400	-	977,400	-	977,400
Sea Oil Petrochemical Company Limited	Thailand	Production and retail sale of solvent and related products	99.99	99.99	189,823,947	(141,307,367)	48,516,580	189,823,947	-	189,823,947	-	189,823,947	-	189,823,947
Living Energy Company Limited ³	Thailand	Holding company, management service for solar power plant and retail sale of solar rooftop	99.99	99.99	193,158,944	(111,076,000)	82,082,944	193,158,944	-	193,158,944	-	193,158,944	-	193,158,944
Enegron Pte. Ltd.	Singapore	Holding company	100.00	100.00	30,407	-	30,407	30,407	-	30,407	-	30,407	-	30,407
Titan Twenty Company Limited	Thailand	Retail sale of fuel oil and related products	99.99	-	999,800	-	999,800	-	-	-	-	-	-	-
Vega Twenty Company Limited	Thailand	Retail sale of fuel oil and related products	99.99	-	999,800	-	999,800	-	-	-	-	-	-	-
Orion Twenty Company Limited	Thailand	Retail sale of fuel oil and related products	99.99	-	999,800	-	999,800	-	-	-	-	-	-	-
					561,136,457	(252,383,367)	308,753,090	558,137,057	-	558,137,057	-	558,137,057	-	558,137,057

¹ The Company invests in Sea Oil Petroleum Pte. Ltd., by holding 0.75 million ordinary shares at USD 1 per share and 4.40 million preference shares at USD 1 per share, combining to the total holding interest at 95.37%. The preference shares are non-voting rights, therefore, the voting rights of the Company in this subsidiary is 75%.

² Sea Oil Offshore Limited has stopped the business operation since 30 November 2019. The Company is in the process of returning the license to the authority. Sea Oil Petroleum Pte. Ltd. is the distributor of fuel oil to existing customers of Sea Oil Offshore Ltd.

³ Living Energy Company Limited registered for dissolution on 28 October 2020. The subsidiary is in the process of liquidation.

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The indirect subsidiaries of the Group are as follows:

Company	Country	Nature of business	Holding interest in ordinary share (%)		2020		2019					
			2020 (%)	2019 (%)	Cost Baht	Allowance for Impairment Baht	Net book value Baht	Cost Baht	Allowance for Impairment Baht	Net book value Baht		
Indirect subsidiaries												
Sea Oil Petroleum AS (held by Sea Oil Petroleum Pte. Ltd.)	Norway	Retail sale of fuel oil and related products	75.00	-	103,191	-	103,191	-	-	-	-	-
(held by Living Energy Company Limited)												
NW Solar Company Limited ¹	Thailand	Solar power plant	-	99.99	-	-	-	7,399,800	-	-	7,399,800	
NW Green Power Company Limited ¹	Thailand	Solar power plant	-	99.99	-	-	-	17,999,800	-	-	17,999,800	
NW Energy Company Limited ¹	Thailand	Solar power plant	-	99.99	-	-	-	8,999,800	-	-	8,999,800	
Sky Solar Roof Company Limited ¹	Thailand	Solar power plant	-	99.99	-	-	-	8,999,800	-	-	8,999,800	
Sky Solar Power Company Limited ¹	Thailand	Solar power plant	-	99.99	-	-	-	9,999,800	-	-	9,999,800	
Solar Town Company Limited ¹	Thailand	Solar power plant	-	99.99	-	-	-	8,999,800	-	-	8,999,800	
Sunny Solar Company Limited ¹	Thailand	Solar power plant	-	99.99	-	-	-	7,399,800	-	-	7,399,800	
Sun Link Power Company Limited ¹	Thailand	Solar power plant	-	99.99	-	-	-	3,399,800	-	-	3,399,800	

¹ On 24 July 2020, Living Energy Company Limited disposed all of its investment in subsidiaries (Note 16).

Movement in the investment in subsidiaries is as follows:

	Separate financial statements	
	2020 Baht	2019 Baht
As at 1 January	558,137,057	558,106,650
Addition	2,999,400	30,407
Impairment of investment	(252,383,367)	-
As at 31 December	308,753,090	558,137,057

Addition

On 29 November 2019, the Company invested 1,000 shares at USD 1 in ordinary shares of a newly registered company, Energon Pte. Ltd., totalling USD 1,000 or equivalent to Baht 30,407. The amount of share invested is 100% of issued share capital.

On 1 October 2020, the Company invested 10,000 shares at Baht 100 in ordinary shares of newly registered company, Titan Twenty Company Limited, totalling Baht 1.00 million. The amount of share invested is 99.99% of issued share capital.

On 2 October 2020, the Company invested 10,000 shares at Baht 100 in ordinary shares of newly registered company, Vega Twenty Company Limited, totalling Baht 1.00 million. The amount of share invested is 99.99% of issued share capital.

On 2 October 2020, the Company invested 10,000 shares at Baht 100 in ordinary shares of newly registered company, Orion Twenty Company Limited, totalling Baht 1.00 million. The amount of share invested is 99.99% of issued share capital.

On 31 December 2020, Sea Oil Petroleum Pte. Ltd. invested 30,000 shares at NOK 1 in ordinary shares of a newly registered company, Sea Oil Petroleum AS, totalling NOK 30,000 or equivalent to Baht 103,191. The amount of share invested is 100% of issued share capital.

Dividend received from Sea Oil Offshore Limited

On 6 November 2019, Sea Oil Offshore Limited declared dividend payment for ordinary shares in an amount of USD 0.85 million or equivalent to Baht 25.54 million. On 24 December 2019, the Company already received cash for this dividend.

Dividend received from Sea Oil Petroleum Pte. Ltd.

During the first and fourth quarter of 2019, Sea Oil Petroleum Pte. Ltd. declared dividend payment for preference shares in an amount of USD 0.07 and 0.25 million or equivalent to Baht 2.24 and 7.45 million respectively. The Company already received cash for dividend income on 18 March 2019 and 13 January 2020 respectively.

On 23 September 2020, Sea Oil Petroleum Pte. Ltd. declared dividend payment for preference shares in an amount of USD 0.25 million or equivalent to Baht 7.78 million for the Company and declared dividend payment for ordinary shares in an amount of USD 1.50 million or equivalent to Baht 46.93 million. The declared dividend payment for ordinary shares is for the Company in an amount of USD 1.13 million or equivalent to Baht 35.20 million and for non-controlling interests in an amount of USD 0.37 million or equivalent to Baht 11.73 million. The Company received dividends on 29 September 2020.

Dividend received from Sea Oil Energy Limited

On 1 December 2020, Sea Oil Energy Limited declared dividend payment for ordinary shares in an amount of Baht 13.00 million.

Impairment of investment in Sea Oil Petrochemical Company Limited

Investment in Sea Oil Petrochemical Company Limited has the recoverable amount lower than its carrying amount resulting from the decrease in subsidiary's operating results. The Company considered the recoverable amount by using fair value less costs of disposal based on the book value adjusted by the fair value of property, plant and equipment. The fair value less costs of disposal is Baht 48.52 million. Therefore, the Group recognised impairment loss of investment in the subsidiary in an amount of Baht 141.31 million in the separate financial statements.

Dividend received and impairment of investment in Living Energy Company Limited (LIV) - discontinued operations

On 24 July 2020, the Board of Directors of LIV declared dividend payment to shareholders in an amount of Baht 137.35 million. The declared dividend is for the Company in an amount of Baht 137.35 million and for non-controlling interests in an amount of Baht 365.00. The Company received dividend on 30 July 2020.

On 24 July 2020, LIV has disposed the Solar Group which is LIV's all subsidiaries and has ceased operation since then. After dividend is received, the cost of investment of the Company in LIV is higher than net asset of LIV. Therefore, the Company recognised the impairment loss of investment in LIV since the third quarter of 2020 in the separate financial statements for Baht 111.08 million.

Dividend received from LIV amount of Baht 137.35 million is presented as dividend income in the separate financial statements. Impairment loss of investment in LIV amount of Baht 111.08 million is presented as expense in the separate financial statements.

17.2 Investment in a joint venture

Investment in a joint venture is as follows;

Company	Incorporated country	Nature of Business	Ownership of interest		Consolidated financial statements	
			2020 (%)	2019 (%)	2020 Baht	2019 Baht
Pan Orient Energy (Siam) Ltd.	Islands of Bermuda	Exploration, development and production of petroleum and natural gas	49.99	49.99	1,103,808,311	1,227,160,236

Pan Orient Energy (Siam) Ltd. (POES) is held by Sea Oil Energy Limited 49.99% and Pan Orient Petroleum Pte. 50.01%. The Group classifies the investment in POES as a joint venture as the significant decisions on the investee's operations require unanimous vote by all shareholders.

POES currently operates a petroleum concession Block L53/48 at Kamphaeng Saen District, Nakorn Pathom Province.

Movement in the investment in a joint venture is as follows:

	Consolidated financial statements	
	2020 Baht	2019 Baht
As at 1 January	1,227,160,236	1,268,396,862
Share of profit	40,685,648	111,739,775
Dividend received	(164,037,573)	(152,976,401)
As at 31 December	1,103,808,311	1,227,160,236

On 31 July 2019, Pan Orient Energy (Siam) Ltd. declared dividend payment to shareholders in an amount of CAD 13.25 million or equivalent to Baht 306.00 million. The declared dividend is for Sea Oil Energy Limited in an amount of CAD 6.62 million or equivalent to Baht 152.98 million. Sea Oil Energy Limited received this dividend on 8 August 2019.

On 17 January 2020, Pan Orient Energy (Siam) Ltd. declared dividend payment to shareholders in an amount of CAD 8.60 million or equivalent to Baht 198.62 million. The declared dividend is for Sea Oil Energy Limited in an amount of CAD 4.30 million or equivalent to Baht 99.30 million. Sea Oil Energy Limited received this dividend on 23 January 2020.

On 10 August 2020, Pan Orient Energy (Siam) Ltd. declared dividend payment to shareholders in an amount of CAD 5.62 million or equivalent to Baht 129.48 million. The declared dividend is for Sea Oil Energy Limited in an amount of CAD 2.81 million or equivalent to Baht 64.74 million. Sea Oil Energy Limited received this dividend on 14 August 2020.

The following table provides a summary of financial statements for a joint venture. The information as disclosed is the amounts shown in the financial statements of the joint venture (which is not just the share of the Group in the joint venture) and adjusted by items required to comply with the equity method. These include adjustments to fair values at the date of acquisition and the differences in accounting policies between the Group and the joint venture.

	2020	2019
	Baht'000	Baht'000
Statement of financial position as at 31 December		
Assets		
Cash and cash equivalents	235,939	436,139
Other current assets	197,819	459,044
Non-current assets	3,783,956	3,511,031
Total assets	4,217,714	4,406,214
Liabilities		
Current liabilities	228,411	139,688
Non-current liabilities	1,781,465	1,811,960
Total liabilities	2,009,876	1,951,648
Net assets	2,207,838	2,454,566
Statement of comprehensive income for the year ended 31 December		
	2020	2019
	Baht'000	Baht'000
Revenue	1,111,509	1,332,891
Depreciation and amortisation	(541,303)	(521,181)
Cost and administrative expenses	(311,909)	(266,168)
Profit from operations	258,297	545,542
Income tax	(176,916)	(322,040)
Net profit	81,381	223,502

Reconciliation of the summarised financial statements presented to the carrying amount of interest in a joint venture:

	2020	2019
	Baht'000	Baht'000
Net assets as at 1 January	2,454,566	2,537,046
Profit for the year	81,381	223,502
Dividend paid	(328,109)	(305,982)
Net assets as at 31 December	2,207,838	2,454,566
Interest in a joint venture (49.99%)	1,103,808	1,227,160
Carrying value as at 31 December	1,103,808	1,227,160

The Company tests impairment of investment in a joint venture at the year end. The recoverable amount of investment in a joint venture is determined based on value-in-use calculation. This calculation uses cash flow projection from the petroleum concession. It is based on an estimate of the petroleum reserves and future oil prices provided by specialist. The Group applies future oil prices at 44.82 USD/Barrel with growth rate at 2.00% per annum and weighted average cost of capital at 11.85% per annum.

The calculation shows the recoverable amount exceeded carrying value by Baht 75.49 million. An increase in discount rate to be 14.15% per annum or a reduction of future oil prices to 42.56US/Barrel would remove the excessive amount of the recoverable amount.

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18 Property, plant and equipment, net

	Consolidated financial statements							
	Land and land improvements	Building and building improvements	Fixtures and office equipment	Solar power equipment	Vehicles	Machinery and equipment	Construction in progress	Total
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
At 1 January 2019								
Cost	65,397,257	14,981,073	17,915,439	409,323,220	111,405	-	248,114,892	755,843,286
Less Accumulated depreciation	-	(828,084)	(12,074,545)	(69,316,447)	(53,894)	-	-	(82,272,970)
Net book amount	65,397,257	14,152,989	5,840,894	340,006,773	57,511	-	248,114,892	673,570,316
For the year ended 31 December 2019								
Opening net book amount	65,397,257	14,152,989	5,840,894	340,006,773	57,511	-	248,114,892	673,570,316
Addition	-	-	3,073,745	4,402,508	-	9,000,000	11,029,165	27,505,418
Transfer in (out)	3,534,195	44,444,261	10,747,576	-	-	198,686,414	(257,412,446)	-
Disposal	-	-	(1,499,940)	(6,249,672)	-	-	-	(7,749,612)
- Cost	-	-	1,210,618	1,201,774	-	-	-	2,412,392
- Accumulated depreciation	(269,680)	(2,706,491)	(3,809,404)	(17,603,877)	(22,280)	(16,511,363)	-	(40,923,095)
Depreciation charged (Note 32)	-	-	(102,184)	-	-	-	-	(102,184)
Exchange differences	-	-	-	-	-	-	-	-
Closing net book amount	68,661,772	55,890,759	15,461,305	321,757,506	35,231	191,175,051	1,731,611	654,713,235
At 31 December 2019								
Cost	68,931,452	59,425,334	29,950,806	407,476,056	111,405	207,686,414	1,731,611	775,313,078
Less Accumulated depreciation	(269,680)	(3,534,575)	(14,489,501)	(85,718,550)	(76,174)	(16,511,363)	-	(120,599,843)
Net book amount	68,661,772	55,890,759	15,461,305	321,757,506	35,231	191,175,051	1,731,611	654,713,235

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	Consolidated financial statements						
	Building and building improvements		Fixtures and office equipment		Solar power equipment		Total
	Baht	Baht	Baht	Baht	Baht	Baht	
At 1 January 2020							
Cost	68,931,452	59,425,334	29,950,806	407,476,056	111,405	207,686,414	775,313,078
Less Accumulated depreciation	(269,680)	(3,534,575)	(14,489,501)	(85,718,550)	(76,174)	(16,511,363)	(120,599,843)
Net book amount	68,661,772	55,890,759	15,461,305	321,757,506	35,231	191,175,051	654,713,235
For the year ended 31 December 2020							
Opening net book amount	68,661,772	55,890,759	15,461,305	321,757,506	35,231	191,175,051	654,713,235
Addition	-	-	3,698,878	1,561,981	-	-	40,036,833
Transfer in (out)	-	9,440,756	12,857,700	9,570,570	-	-	-
Disposal and write-off	-	-	(159,119)	(11,527,130)	-	-	(11,686,249)
- Cost	-	-	138,227	2,611,528	-	-	2,749,755
- Accumulated depreciation	-	-	(6,105,777)	(5,768,208)	(22,340)	(22,594,860)	(38,680,570)
Depreciation charged (Note 32)	(358,918)	(3,830,467)	-	-	-	(19,262,828)	(29,444,459)
Loss on impairment	-	(10,181,631)	-	-	-	-	25,015
Exchange differences	-	-	25,015	-	-	-	-
Group of assets of discontinued operations (Note 16)	-	-	-	(407,081,477)	-	-	(407,081,477)
- Cost	-	-	-	88,875,230	-	-	88,875,230
- Accumulated depreciation	-	-	-	-	-	-	-
Closing net book amount	68,302,854	51,319,417	25,916,229	-	12,891	149,317,363	299,507,313
At 31 December 2020							
Cost	68,931,452	68,866,090	46,327,565	-	111,405	207,686,414	396,561,485
Less Accumulated depreciation	(628,598)	(7,365,042)	(20,411,336)	-	(98,514)	(39,106,223)	(67,609,713)
Less Accumulated impairment	-	(10,181,631)	-	-	-	(19,262,828)	(29,444,459)
Net book amount	68,302,854	51,319,417	25,916,229	-	12,891	149,317,363	299,507,313

During the year 2020, Sea Oil Petrochemical Company Limited was impact by the economic condition. The selling price of the product has dropped which is inconsistent with the rising costs. This results in operating losses. Therefore, the subsidiary performed the impairment assessment of property, plant and equipment which has a cost of Baht 298.37 million. The subsidiary considered the recoverable amount using fair value less costs of disposal which based on market value and replacement cost of assets. The fair value less costs of disposal of property, plant and equipment is Baht 268.97 million. Therefore, the Group recognised impairment loss of assets in an amount of Baht 29.44 million in the consolidated financial statements, presented in administrative expenses.

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	Separate financial statements				
	Building and building improvements Baht	Fixtures and office equipment Baht	Vehicles Baht	Construction in progress Baht	Total Baht
At 1 January 2019					
Cost	-	9,564,471	111,405	711,360	10,387,236
Less Accumulated depreciation	-	(7,662,116)	(53,894)	-	(7,716,010)
Net book amount	-	1,902,355	57,511	711,360	2,671,226
For the year ended 31 December 2019					
Opening net book amount	-	1,902,355	57,511	711,360	2,671,226
Addition	-	298,200	-	47,100	345,300
Depreciation charged (Note 32)	-	(599,620)	(22,280)	-	(621,900)
Closing net book amount	-	1,600,935	35,231	758,460	2,394,626
At 31 December 2019					
Cost	-	9,862,671	111,405	758,460	10,732,536
Less Accumulated depreciation	-	(8,261,736)	(76,174)	-	(8,337,910)
Net book amount	-	1,600,935	35,231	758,460	2,394,626
For the year ended 31 December 2020					
Opening net book amount	-	1,600,935	35,231	758,460	2,394,626
Addition	-	3,273,930	-	26,178,554	29,452,484
Transfer in (out)	9,440,756	12,857,700	-	(22,298,456)	-
Depreciation charged (Note 32)	(475,918)	(2,188,158)	(22,341)	-	(2,686,417)
Closing net book amount	8,964,838	15,544,407	12,890	4,638,558	29,160,693
At 31 December 2020					
Cost	9,440,756	25,994,301	111,405	4,638,558	40,185,020
Less Accumulated depreciation	(475,918)	(10,449,894)	(98,515)	-	(11,024,327)
Net book amount	8,964,838	15,544,407	12,890	4,638,558	29,160,693

19 Right-of-use assets

Net book value of right-of-use assets relate to the following types of assets:

	Consolidated financial statements		Separate financial statements	
	31 December 2020 Baht	1 January 2020 Baht	31 December 2020 Baht	1 January 2020 Baht
Right-of-use assets				
Buildings	24,252,772	27,895,618	17,684,046	14,827,165
Solar panel installation plants	-	119,129,665	-	-
Motor vehicles	10,238,065	426,897	10,238,065	-
Total right-of-use assets	34,490,837	147,452,180	27,922,111	14,827,165

On 24 July 2020, the Group disposed discontinued operations which include right-of-use assets of equipment in an amount of Baht 117.27 million (Note 16).

For the year ended 31 December, amounts charged to profit or loss and cash flows relating to leases are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Depreciation charge of right-of-use assets (Note 32)				
Buildings	7,912,384	-	2,238,461	-
Solar panel installation plants	1,856,424	-	-	-
Motor vehicles	1,227,782	-	1,131,357	-
	10,996,590	-	3,369,818	-
Interest expense of lease liabilities	4,931,692	-	1,081,636	-
Expense relating to short-term leases	2,044,198	-	1,809,328	-
Expense relating to leases of low-value assets	595,483	-	425,959	-
Total cash outflow for leases	15,303,265	-	3,969,204	-

20 Intangible assets - net

	Consolidated financial statements	Separate financial statements
	Computer software	Computer software
	Baht	Baht
At 1 January 2019		
Cost	5,503,479	3,683,113
<u>Less</u> Accumulated amortisation	(3,093,244)	(2,696,035)
Net book amount	2,410,235	987,078
For the year ended 31 December 2019		
Opening net book amount	2,410,235	987,078
Amortisation charged (Note 32)	(447,057)	(279,441)
Exchange differences	(70,237)	-
Closing net book amount	1,892,941	707,637
At 31 December 2019		
Cost	5,401,461	3,683,113
<u>Less</u> Accumulated amortisation	(3,508,520)	(2,975,476)
Net book amount	1,892,941	707,637
For the year ended 31 December 2020		
Opening net book amount	1,892,941	707,637
Amortisation charged (Note 32)	(412,143)	(234,843)
Exchange differences	2,338	-
Closing net book amount	1,483,136	472,794
At 31 December 2020		
Cost	5,396,236	3,683,113
<u>Less</u> Accumulated amortisation	(3,913,100)	(3,210,319)
Net book amount	1,483,136	472,794

21 Deferred income tax

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

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Deferred tax assets:				
Deferred tax asset to be recovered within 12 months	1,127	-	1,127	-
Deferred tax asset to be recovered after 12 months	7,185,215	4,342,033	7,185,215	4,403,642
	7,186,342	4,342,033	7,186,342	4,403,642
Deferred tax liabilities:				
Deferred tax liabilities to be settled within 12 months	(223,444)	(88,952)	(223,444)	(88,952)
Deferred tax liability to be settled after 12 months	(113,210)	-	(113,210)	-
	(336,654)	(88,952)	(336,654)	(88,952)
Deferred income tax (net)	6,849,688	4,253,081	6,849,688	4,314,690

Movement of deferred income tax is as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
At 31 December	4,253,081	8,642,822	4,314,690	4,849,918
Adjustment from changes in accounting policies (Note 5)	1,100,760	-	1,100,760	-
At 1 January	5,353,841	8,642,822	5,415,450	4,849,918
Charged/(credited) to profit or loss	1,580,054	(4,184,519)	1,453,831	(391,615)
Charged/(credited) to other comprehensive income	(84,207)	(205,222)	(19,593)	(143,613)
At 31 December	6,849,688	4,253,081	6,849,688	4,314,690

Movement of deferred tax assets and liabilities is as follows:

	Consolidated financial statements				
	Loss allowance Baht	Employee benefit obligations Baht	Derivative liabilities Baht	Tax loss carry forward Baht	Total Baht
Deferred tax assets					
At 1 January 2019	1,710,403	1,619,924	-	6,241,614	9,571,941
Charged/(credited) to profit or loss	400,971	815,957	-	(6,241,614)	(5,024,686)
Charged/(credited) to other comprehensive income	-	(205,222)	-	-	(205,222)
At 31 December 2019	2,111,374	2,230,659	-	-	4,342,033
Adjustment from changes in accounting policies (Note 5)	1,103,532	-	-	-	1,103,532
At 1 January 2020	3,214,906	2,230,659	-	-	5,445,565
Charged/(credited) to profit or loss	1,570,744	253,113	1,127	-	1,824,984
Charged/(credited) to other comprehensive income	-	(84,207)	-	-	(84,207)
At 31 December 2020	4,785,650	2,399,565	1,127	-	7,186,342

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Consolidated financial statements					
	Discount of debentures Baht	Amortised interest of promissory notes Baht	Derivative assets Baht		Total Baht
Deferred tax liabilities					
At 1 January 2019	(929,119)	-	-		(929,119)
Charged/(credited) to profit or loss	840,167	-	-		840,167
At 31 December 2019	(88,952)	-	-		(88,952)
Adjustment from changes in accounting policies (Note 5)	-	-	(2,772)		(2,772)
At 1 January 2020	(88,952)	-	(2,772)		(91,724)
Charged/(credited) to profit or loss	88,952	(336,654)	2,772		(244,930)
At 31 December 2020	-	(336,654)	-		(336,654)
Separate financial statements					
	Loss allowance Baht	Employee benefit obligations Baht	Amortised interest of promissory notes Baht	Tax loss carry forward Baht	Total Baht
Deferred tax assets					
At 1 January 2019	1,710,403	1,619,924	-	2,448,710	5,779,037
Charged/(credited) to profit or loss	400,971	815,957	-	(2,448,710)	(1,231,782)
Charged/(credited) to other comprehensive income	-	(143,613)	-	-	(143,613)
At 31 December 2019	2,111,374	2,292,268	-	-	4,403,642
Adjustment from changes in accounting policies (Note 5)	1,103,532	-	-	-	1,103,532
At 1 January 2020	3,214,906	2,292,268	-	-	5,507,174
Charged/(credited) to profit or loss	1,570,744	126,890	1,127	-	1,698,761
Charged/(credited) to other comprehensive income	-	(19,593)	-	-	(19,593)
At 31 December 2020	4,785,650	2,399,565	1,127	-	7,186,342
Separate financial statements					
	Discount of debentures Baht	Amortised interest of promissory notes Baht	Derivative liabilities Baht		Total Baht
Deferred tax liabilities					
At 1 January 2019	(929,119)	-	-		(929,119)
Charged/(credited) to profit or loss	840,167	-	-		840,167
At 31 December 2019	(88,952)	-	-		(88,952)
Adjustment from changes in accounting policies (Note 5)	-	-	(2,722)		(2,722)
At 1 January 2020	(88,952)	-	(2,722)		(91,724)
Charged/(credited) to profit or loss	88,952	(336,654)	2,722		(244,930)
At 31 December 2020	-	(336,654)	-		(336,654)

22 Other non-current assets

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Refundable valued added tax	-	59,273,247	-	-
Prepaid withholding tax	327,003	-	327,003	-
Deposit	3,000	3,000	-	-
	330,003	59,276,247	327,003	-

Refundable valued added tax of Baht 59.27 million is of Sea Oil Petrochemical Company Limited for the years 2016 - 2020. The subsidiary received a refund in cash for the whole amounts in 2020.

23 Borrowings

23.1 Short-term borrowings from financial institutions

Detail of short-term borrowings from financial institutions is as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Short-term borrowings				
Promissory notes	33,000,000	69,800,000	33,000,000	69,000,000
Short-term borrowings	44,575,652	154,264,450	14,750,031	93,956,450
	77,575,652	224,064,450	47,750,031	162,956,450

Movement of short-term borrowings from financial institutions is as follows:

	Consolidated financial statements		
	Promissory notes Baht	Short-term borrowings Baht	Total Baht
At 1 January 2019	263,848,661	144,733,790	408,582,451
Addition	677,800,000	1,193,871,206	1,871,671,206
Repayment	(873,000,000)	(1,179,748,946)	(2,052,748,946)
Amortised transaction costs/interest	1,151,339	-	1,151,339
Exchange differences	-	(4,591,600)	(4,591,600)
At 31 December 2019	69,800,000	154,264,450	224,064,450
Addition	320,800,000	567,784,493	888,584,493
Repayment	(354,850,000)	(678,504,913)	(1,033,354,913)
Exchange differences	-	1,031,622	1,031,622
Liabilities of discontinued operations (Note 16)	(2,750,000)	-	(2,750,000)
At 31 December 2020	33,000,000	44,575,652	77,575,652

	Separate financial statements		
	Promissory notes Baht	Short-term borrowings Baht	Total Baht
At 1 January 2019	263,848,661	79,834,190	343,682,851
Addition	677,000,000	948,540,755	1,625,540,755
Repayment	(873,000,000)	(934,418,495)	(1,807,418,495)
Amortised transaction costs/interest	1,151,339	-	1,151,339
At 31 December 2019	69,000,000	93,956,450	162,956,450
Addition	311,000,000	472,554,559	783,554,559
Repayment	(347,000,000)	(551,760,978)	(898,760,978)
At 31 December 2020	33,000,000	14,750,031	47,750,031

Promissory notes

Promissory notes to financial institutions have interest rates are at MLR-1.25 per annum and fixed interest rate at 3.5% per annum. The maturities are 3 months.

Short-term borrowings

Short-term borrowings are credit facility agreements with financial institutions, which have floating interests rates as specified by financial institutions. The maturities are 3 months.

23.2 Long-term borrowings

Details of long-term borrowings are as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Long-term borrowings				
Borrowing from financial institutions				
- Current portion	129,882,778	116,326,000	129,882,778	60,000,000
- Non-current portion	174,433,951	278,570,000	174,433,951	115,000,000
Debentures				
- Current portion	-	399,555,239	-	399,555,239
	304,316,729	794,451,239	304,316,729	574,555,239

Movement of long-term borrowings is as follows:

	Consolidated financial statements		
	Borrowing from a parent Baht	Borrowings from financial institutions Baht	Debentures Baht
At 1 January 2019	50,000,000	273,452,000	396,505,743
Addition	-	175,000,000	-
Repayment	(50,000,000)	(53,556,000)	-
Amortised transaction costs/interest	-	-	3,049,496
At 31 December 2019	-	394,896,000	399,555,239
Addition	-	300,000,000	-
Repayment	-	(206,834,000)	(400,000,000)
Transaction costs	-	(3,000,000)	-
Amortised transaction costs	-	1,316,729	444,761
Liabilities of discontinued operations (Note 16)	-	(182,062,000)	-
At 31 December 2020	-	304,316,729	-
<u>Less</u> Current portion	-	(129,882,778)	-
Non-current portion	-	174,433,951	-
	Separate financial statements		
	Borrowing from a parent Baht	Borrowings from financial institutions Baht	Debentures Baht
At 1 January 2019	50,000,000	-	396,505,743
Addition	-	175,000,000	-
Repayment	(50,000,000)	-	-
Amortised transaction costs/interest	-	-	3,049,496
At 31 December 2019	-	175,000,000	399,555,239
Addition	-	300,000,000	-
Repayment	-	(169,000,000)	(400,000,000)
Transaction costs	-	(3,000,000)	-
Amortised transaction costs	-	1,316,729	444,761
At 31 December 2020	-	304,316,729	-
<u>Less</u> Current portion	-	(129,882,778)	-
Non-current portion	-	174,433,951	-

23.2.1 Long-term borrowings from financial institutions

Long-term borrowings from financial institutions in the amount of Baht 304.32 million comprise the following:

- 1) The Company's borrowing of Baht 115.00 million is from a financial institution. The borrowing per contract is amounting to Baht 175.00 million and bears interest at MLR-2.00 per annum. The annual repayments are made of 3 installments. The Company paid the first installment amounting to Baht 60.00 million on December 2020. The repayment term of the second and the last installments are amounting to Baht 60.00 million and Baht 55.00 million respectively.
- 2) The Company's borrowing of Baht 189.32 million. During the year 2020, the Company entered into a loan agreement with a financial institution in an amount of Baht 300.00 million. The Company received net cash amount of Baht 297.00 million, net transaction costs of Baht 3.00 million. The borrowing bears interest at MLR -1.00 per annum and the repayment term is every six months totalling 5 installments at Baht 60.00 million each. The first installment is on December 2020. During the year 2020, the Company made repayment on the borrowing before due date in an amount of Baht 109.00 million.

All borrowings from financial institutions are pledged by shares of a listed company that are held by Nathalin Company Limited, a parent company. The loan agreements require that the value of the borrowings shall not exceed 60% of the pledged shares value and also requires the Company to comply with certain debt covenants. For example, the loan agreements required the Company to maintain the debt-to-equity not more than 3:1. The Company has complied with these covenants.

23.2.2 Debentures

On 23 February 2018, the Company issued debentures, with the value of Baht 400.00 million for a private placement to institutional investors and high net worth. The fixed interest rate is 5.90% per annum. The debentures are due on February 23, 2020. The Company already redeemed the debentures.

Fair value

The fair value is determined at level 3 of fair value (Note 8), calculated by discounted cash flow model based on yield curve of risk-free bond plus risk premium in relevance with the Group's credit rating as disclosed by the Thai Bond Market Association. The fair value of the long-term borrowings is as follows:

	Consolidated financial statements			
	Fair value		Carrying value	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Long-term borrowings from financial institutions	312,304,780	400,479,030	304,316,729	374,976,000
	Separate financial statements			
	Fair value		Carrying value	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Long-term borrowings from financial institutions	312,304,780	179,725,437	304,316,729	175,000,000

Credit facilities

The Group has outstanding undrawn credit facilities as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Short term	1,502,290,548	742,112,645	771,299,969	390,680,645

24 Trade and other payables

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Trade payables				
- Other parties	316,258,088	479,327,432	44,607,569	22,016,768
- Related parties (Note 36.3)	-	648,370	-	-
Accrued expenses				
- Other parties	18,407,986	21,008,602	11,910,295	9,770,068
- Related parties (Note 36.3)	673,892	657,190	1,325,296	612,501
	335,339,966	501,641,594	57,843,160	32,399,337

25 Lease liabilities

Future payment under lease liabilities is as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2020 Baht	1 January 2020 Baht	31 December 2020 Baht	1 January 2020 Baht
Minimum finance lease liabilities payments				
Not later than one year	13,450,872	17,357,977	7,534,104	1,874,904
Later than 1 year but not later than 5 years	18,414,979	51,483,918	17,257,716	7,499,616
Later than 5 years	8,905,794	160,311,208	8,905,794	10,780,698
	40,771,645	229,153,103	33,697,614	20,155,218
<u>Less</u> Future finance changes on finance leases	(5,554,609)	(77,212,050)	(5,293,253)	(5,328,053)
Present value of finance lease liabilities	35,217,036	151,941,053	28,404,361	14,827,165
Lease liabilities				
- Current portion	11,934,870	10,082,204	6,268,931	1,012,826
- Non-current portion	23,282,166	141,858,849	22,135,430	13,814,339
	35,217,036	151,941,053	28,404,361	14,827,165
Present value of lease liabilities:				
Not later than one year	11,934,870	10,082,204	6,268,931	1,012,826
Later than 1 year but not later than 5 years	15,549,702	26,846,749	14,402,966	4,715,725
Later than 5 years	7,732,464	115,012,100	7,732,464	9,098,614
	35,217,036	151,941,053	28,404,361	14,827,165

On 24 July 2020, the Group disposed discontinued operations which include lease liabilities in an amount of Baht 121.65 million. (Note 16).

26 Employee benefit obligations

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Statement of financial position				
Post-employment benefit	12,724,348	12,704,514	11,997,825	11,461,342
Profit or loss				
Post-employment benefit	440,871	4,510,498	634,448	4,079,788
Other comprehensive income				
Remeasurement of post-employment benefit	(421,037)	(1,026,110)	(97,965)	(718,064)

The movement in the defined benefit obligation over the year is as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
At 1 January	12,704,514	9,220,126	11,461,342	8,099,618
Current service cost	1,917,925	1,789,216	1,413,361	1,526,057
Interest expense	410,371	341,259	369,783	316,552
Past service cost				
- Plan amendment	-	2,380,023	-	2,237,179
- Curtailment	(1,887,425)	-	(1,148,696)	-
	440,871	4,510,498	634,448	4,079,788
Remeasurement				
Gain from change in financial assumptions	(76,957)	(235,835)	(63,491)	(214,643)
Gain from change in demographic assumptions	(59,035)	-	(45,830)	-
Experience (gain) loss	(285,045)	(790,275)	11,356	(503,421)
	(421,037)	(1,026,110)	(97,965)	(718,064)
At 31 December	12,724,348	12,704,514	11,997,825	11,461,342

The principal actuarial assumptions used are as follows:

	2020	2019
Discount rate	1.81%	3.32%
Salary growth rate	3.50% - 7.50%	5.00% - 13.00%
Turnover rate of employees	0.00% - 14.00%	0.00% - 8.50%

The sensitivity analysis of the actuarial assumptions is as follows:

	Consolidated financial statements			
	Change in assumption		Impact on defined benefit obligation	
	2020	2019	Increase (decrease) in obligation 2020 Baht	2019 Baht
Discount rate	Increase 1%	Increase 1%	(1,915,972)	(2,104,661)
	Decrease 1%	Decrease 1%	2,336,144	2,614,993
Salary growth rate	Increase 1%	Increase 1%	2,088,526	2,617,196
	Decrease 1%	Decrease 1%	(1,762,808)	(2,138,009)
Turnover rate of employees	Increase 20%	Increase 20%	(1,504,023)	(1,848,368)
	Decrease 20%	Decrease 20%	1,763,380	2,220,168

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the statement of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

The weighted average duration of the defined benefit obligation is 20.3 years (2019: 23.1 years).

27 Share capital

	Number of shares Shares	Ordinary shares Baht	Share premium Baht	Total Baht
At 1 January 2019	553,559,662	553,559,662	933,170,699	1,486,730,361
Issue of share	-	-	-	-
At 31 December 2019	553,559,662	553,559,662	933,170,699	1,486,730,361
Issue of share	55,355,129	55,355,129	-	55,355,129
At 31 December 2020	608,914,791	608,914,791	933,170,699	1,542,085,490

On 22 April 2020, the Annual General Meeting of Shareholders 2020 has resolved the change of authorized share as follows:

- The decrease of the Company's authorised share capital from Baht 691,867,135 to Baht 553,559,662, by cancelling 138,307,473 authorised shares with a par value of Baht 1 each.
- The increase of the Company's authorised share capital from Baht 553,559,662 to Baht 608,915,628, by authorised new 55,355,966 ordinary shares with the par value of Baht 1 each to support the stock dividends. The stock dividend of 55,355,129 ordinary shares in the ratio of 10 existing shares per 1 share, totalling Baht 55,355,129. The Company registered the decrease share with the Ministry of Commerce on 7 May 2020.

As at 31 December 2020, the total number of authorised ordinary shares is 608,915,628 shares with a par value of Baht 1 per share (2019: 691,867,135 shares with a par value of Baht 1 per share). The issued shares were already paid in an amount of Baht 608,914,791 (2019: Baht 553,559,662).

28 Dividends

On 22 April 2020, the Annual General Meeting of Shareholders 2020 approved a stock dividend of 55,355,966 ordinary shares at par value of Baht 1 per share in the ratio of 10 existing shares per 1 share, totalling Baht 55,355,966 or Baht 0.10 per share. The cash dividend is at Baht 0.011111111111 per share, totalling Baht 6,150,663. Total proposed dividend is Baht 0.111111111111 per share, or Baht 61,506,629.

On 19 May 2020, the Company paid the stock dividend of 55,355,129 ordinary shares at par value of Baht 1 per share, totalling Baht 55,355,129 and cash dividend in an amount of Baht 6,151,499, totalling Baht 61,506,628.

29 Legal reserve

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
At 1 January	27,520,000	26,509,200	27,520,000	26,509,200
Appropriation during the year	1,060,000	1,010,800	1,060,000	1,010,800
At 31 December	28,580,000	27,520,000	28,580,000	27,520,000

Under the Public Limited Company Act., B.E. 2535, the Company is required to set aside as a legal reserve at least 5% of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10 percent of the registered capital. The legal reserve is non-distributable.

30 Other income

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Interest income	2,953,368	3,576,613	152,323,382	61,344,946
Dividend income (Note 17.1)	-	-	55,978,158	35,233,571
Management fee from subsidiaries (Note 36.1)	-	-	6,822,833	3,749,085
Fine from breach of trading agreement	9,159,720	27,349,466	-	-
Compensation from legal case	-	9,262,833	-	-
Compensation from delay of work	3,377,000	-	-	-
Others	6,364,779	6,136,694	2,012,564	424,422
Total	21,854,867	46,325,606	217,136,937	100,752,024

On 24 January 2020, Sea Oil Energy Limited paid interest for the long-term borrowings in an amount of Baht 95.40 million to the Company which is the interest that the Company ceased to recognise during 1 February 2018 to 5 January 2020. Hence the Company recognise interest received in full amount in January 2020. The Company started to recognise interest income for related borrowings on accrual basis during the first quarter of 2020.

Apart from dividend income presented above, during the third quarter of 2020, the Company received dividend in an amount of Baht 137.35 million from Living Energy Company Limited, presented as discontinued operations. The Company has presented such dividend income separately in profit or loss.

In total, the dividends received by the Company in 2020 are Baht 193.33 million.

31 Finance costs

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Interest - related party	-	1,554,795	129,906	1,554,795
Interest - financial institutions	23,350,288	20,374,613	22,075,047	17,589,861
Interest - debentures	3,936,269	26,649,496	3,936,268	26,649,496
Finance costs - lease liabilities	1,654,438	-	1,081,636	-
<u>Less</u> Cost of borrowings	-	(3,177,097)	-	-
	28,940,995	45,401,807	27,222,857	45,794,152

32 Expenses by nature

		Consolidated financial statements		Separate financial statements	
	Notes	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Purchase of goods		4,883,014,907	6,152,132,276	1,327,929,145	1,333,087,333
Changes in inventories		(7,148,325)	12,735,548	(7,148,325)	2,929,651
Changes in goods in transit		-	1,216,654	-	1,216,654
Direct cost for catering service on the accommodation vessel		91,710,415	29,855,895	91,710,415	29,855,895
Employee benefits expenses		146,092,119	110,743,957	95,763,602	66,442,645
Depreciation and amortisation	18, 19 & 20	28,946,499	41,370,152	2,921,260	901,341
Loss on impairment of plant and equipment	19	29,444,459	-	-	-
Transportation expenses		42,476,505	45,055,914	11,815,439	15,641,950
Commission expenses		28,276,307	22,020,223	1,276,851	3,824,060

33 Income tax

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Current tax:				
Current tax on profits for the year	21,227,725	13,280,358	4,558,924	1,353,847
Total current tax	21,227,725	13,280,358	4,558,924	1,353,847
Deferred tax:				
Origination and reversal of temporary differences	(1,580,055)	4,184,519	(1,453,831)	391,615
Total deferred tax	(1,580,055)	4,184,519	(1,453,831)	391,615
Total tax expense	19,647,670	17,464,877	3,105,093	1,745,462
Income tax expense attributable to:				
From continuing operation	18,226,792	17,464,877	3,105,093	1,745,462
From discontinued operation (Note 16)	1,420,878	-	-	-
	19,647,670	17,464,877	3,105,093	1,745,462

Sea Oil Public Company Limited
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The tax on the Group's profit before tax differs from the theoretical amount that would arise using the basic tax rate of the home country of the company as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Profit before income tax				
From continuing operation	27,332,558	81,899,956	24,284,442	21,958,939
From discontinued operation (Note 16)	23,855,996	8,707,194	-	-
	51,188,554	90,607,150	24,284,442	21,958,939
Tax calculated at a tax rate of 20% (2019: 20%).	10,237,711	18,121,430	4,856,888	4,391,788
Effect:				
Difference of tax rates	(2,246,275)	(3,900,674)	-	-
Share of profit from joint venture, net of tax	(8,137,130)	(22,347,955)	-	-
Income not subject to tax	(4,933,976)	(1,464,001)	(18,671,211)	(10,767,272)
Dividend not subject to tax	-	-	(36,065,460)	(1,490,442)
Expenses with double deductible for tax	(136,409)	(563,189)	(13,240)	(253,372)
Additional taxable income	5,555,425	15,369,100	-	9,812,827
Expenses not deductible for tax	10,884,565	4,221,292	53,390,795	51,933
Tax losses for which no deferred income tax asset was recognised	8,816,438	8,028,874	-	-
Utilisation of previously unrecognized deferred taxes	(392,679)	-	(392,679)	-
Tax charged	19,647,670	17,464,877	3,105,093	1,745,462

The Group's and Company's effective tax rates are 38.38% and 12.79%, respectively (2019: 21.32% and 7.95%, respectively). The effective tax rate changes from the previous year as the result of Group's business operation.

Deferred tax assets are recognised for tax loss carried forwards only to the extent that realisation of the related tax benefit through the future taxable profits is probable. Unrecognised deferred tax assets in the consolidated financial statements of Baht 8.82 million (2019: Baht 8.03 million) relate to unused cumulative losses of Baht 43.84 million (2019: Baht 40.16 million), to carry forward against future taxable income; these tax losses will expire in 2026.

34 Earnings (loss) per share

Basic earnings (loss) per share is calculated by dividing the net profit (loss) for the period attributable to shareholders of the parent by the weighted average number of ordinary shares in issue during the period.

On 22 April 2020, the Annual General Meeting of Shareholders 2020 approved a stock dividend of 55,355,129 ordinary shares at par value of Baht 1 per share totalling Baht 55,355,129. The number of outstanding ordinary shares was adjusted to reflect the stock dividend as if the event has occurred at the beginning of the earliest period presented.

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Profit (loss) attributable to the ordinary equity holders of the company (Baht)				
From continuing operations	(3,988,771)	52,142,785	21,179,349	20,213,477
From discontinued operations	22,434,871	8,707,112	-	-
	18,446,100	60,849,897	21,179,349	20,213,477
Weighted average number of paid-up and issued share capital (share)	608,915,628	608,915,628	608,915,628	608,915,628
Basic (loss) earnings per share (Baht)				
From continuing operations	(0.0066)	0.0856	0.0348	0.0332
From discontinued operations	0.0368	0.0143	-	-
Total basic earnings per share (Baht)	0.0302	0.0999	0.0348	0.0332

35 Reconciliation of liabilities arising from financing activities

			Non-cash transactions			
	1 January 2019 Baht	Cash flows (net) Baht	Amortised transaction costs/interest Baht	Exchange differences Baht	31 December 2019 Baht	
Consolidated financial statements						
Short-term borrowings						
from financial institutions	408,582,451	(181,077,740)	1,151,339	(4,591,600)	224,064,450	
Long-term borrowing from a parent	50,000,000	(50,000,000)	-	-	-	
Long-term borrowings						
from financial institutions	273,452,000	121,444,000	-	-	394,896,000	
Debentures	396,505,743	-	3,049,496	-	399,555,239	
Separate financial statements						
Short-term borrowings						
from financial institutions	343,682,851	(181,877,740)	1,151,339	-	162,956,450	
Long-term borrowing from a parent	50,000,000	(50,000,000)	-	-	-	
Long-term borrowings						
from financial institutions	-	175,000,000	-	-	175,000,000	
Debentures	396,505,743	-	3,049,496	-	399,555,239	

			Non-cash transactions				
	1 January 2020 Baht	Cash flows (net) Baht	Amortised transaction costs/interest Baht	Acquisitions – finance lease liabilities	Exchange differences Baht	Discontinued operations Baht	31 December 2020 Baht
Consolidated financial statements							
Short-term borrowings							
from financial institutions	224,064,450	(144,770,420)	-	-	1,031,622	(2,750,000)	77,575,652
Long-term borrowings							
from financial institutions	394,896,000	93,166,000	(1,683,271)	-	-	(182,062,000)	304,316,729
Debentures	399,555,239	(400,000,000)	444,761	-	-	-	-
Lease liabilities	151,941,052	(10,371,573)	-	16,464,764	(1,165,393)	(121,651,814)	35,217,036
Separate financial statements							
Short-term borrowings							
from financial institutions	162,956,450	(115,206,419)	-	-	-	-	47,750,031
Long-term borrowing from a subsidiary	-	81,821,330	-	-	-	-	81,821,330
Long-term borrowings							
from financial institutions	175,000,000	131,000,000	(1,683,271)	-	-	-	304,316,729
Debentures	399,555,239	(400,000,000)	444,761	-	-	-	-
Lease liabilities	14,827,165	(2,887,568)	-	16,464,764	-	-	28,404,361

36 Related party transactions

The Company is controlled by Nathalin Company Limited (incorporated in Thailand). Nathalin Company Limited and Panboonhom family hold 45.04% and 11.53% in Company's shares, respectively. The remaining 43.43% of the shares is widely held. Significant transactions with its related parties are as follows:

36.1 Sales of goods and services

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Sales of goods				
Subsidiaries	-	-	5,547	42,702,413
Entities under common control	287,049,787	318,437,804	205,789,280	248,138,848
	287,049,787	318,437,804	205,794,827	290,841,261
Sales of services				
Entities under common control	24,107,076	36,402,714	24,107,076	36,402,714
Interest income				
Subsidiaries	-	-	152,307,334	61,338,424
Dividend income				
Subsidiaries	-	-	193,327,293	35,233,571
Management fee				
Subsidiaries	-	-	6,822,833	3,749,084
Other income				
Subsidiaries	-	-	1,063,807	216,792
Entities under common control	316,148	265,195	316,148	-
	316,148	265,195	1,379,955	216,792

36.2 Purchases of goods and services

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Rental and service expense				
Parent company	1,933,487	3,821,051	1,933,487	3,821,051
Management fee				
Parent company	4,061,966	4,126,127	3,792,661	4,126,127
Entities under common control	480,200	-	480,200	-
	4,542,166	4,126,127	4,272,861	4,126,127
Other service expense				
Parent company	927,834	1,614,214	895,153	1,488,831
Entities under common control	-	245,203	-	245,203
	927,834	1,859,417	895,153	1,734,034
Finance costs				
Parent company	862,078	1,554,795	862,078	1,554,795
Subsidiaries	-	-	129,906	-
	862,078	1,554,795	991,984	1,554,795

36.3 Outstanding balances arising from sales/purchases of goods/services

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Trade receivables				
Subsidiaries	-	-	-	158,895
Entities under common control	45,907,267	39,698,484	26,257,543	26,771,962
	45,907,267	39,698,484	26,257,543	26,930,857
Other receivables				
Parent company	159,242	159,242	159,242	159,242
Subsidiaries	-	-	3,148,684	3,757,546
	159,242	159,242	3,307,926	3,916,788
Interest receivables				
Subsidiaries	-	-	20,048,985	-
Dividend receivables				
Subsidiaries	-	-	13,000,000	7,496,284
Trade payables				
Parent company	-	13,000	-	-
Other related parties	-	635,370	-	-
	-	648,370	-	-
Accrued expense				
Parent company	523,236	657,190	521,310	554,362
Subsidiaries	-	-	653,330	58,139
Entities under common control	150,656	-	150,656	-
	673,892	657,190	1,325,296	612,501
Other non-current liabilities				
Parent company	-	80,260	-	-
Other related parties	-	3,495,050	-	-
	-	3,575,310	-	-
Lease liabilities - current portion				
Parent company	1,075,295	-	1,075,295	-
Lease liabilities - non-current portion				
Parent company	12,739,044	-	12,739,044	-

36.4 Related-party transactions from discontinued operations

Purchases of goods and services

	Consolidated financial statements	
	2020 Baht	2019 Baht
Cost of sales		
Parent company	-	172,400
Entities under common control	131,276	7,483,888
	131,276	7,656,288
Management fee		
Parent company	246,475	776,275
Finance costs		
Parent company	53,178	-
Entities under common control	2,567,828	-
	2,621,006	-

36.5 Loans to subsidiaries

The loans were made to subsidiaries as follows:

	Separate financial statements	
	2020 Baht	2019 Baht
Short-term loans	8,100,000	220,000,000
Long-term loans	1,578,177,646	1,387,880,000
	1,586,277,646	1,607,880,000

The movement of loans to subsidiaries is as follows:

	Separate financial statements			
	Short-term loans		Long-term loans	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
As at 1 January	220,000,000	172,823,277	1,387,880,000	1,387,880,000
Addition	58,640,000	127,000,000	-	-
Repayment	(43,000,000)	(79,823,277)	(37,242,354)	-
Classification to long-term loans	(227,540,000)	-	227,540,000	-
As at 31 December	8,100,000	220,000,000	1,578,177,646	1,387,880,000

Short-term loans

The short-term loans are loans to Vega Twenty Company Limited at Baht 8.10 million. The interest rate is at 4.05% per annum and the repayment term is at call.

Long-term loans

Long-term loans in an amount of Baht 1,578.18 million comprise the following:

- 1) The long-term loans to Sea Oil Petrochemical Company Limited at Baht 227.54 million. The loans interest rates are at 4.05% - 4.80% per annum. The repayment term is at call. The Company made loan to the subsidiary of Baht 50.54 million and received repayment Baht 43.00 million during the year 2020. Furthermore, the Company has reclassify the loans from short-term loans to long-term loans.
- 2) The long-term loans to Sea Oil Energy Limited at Baht 1,350.64 million for the purpose to acquire Pan Orient Energy (Siam) Ltd. The loans interest rates are at 1.55% - 5.65% per annum and the repayment term is at call.

On 14 August 2020, the Company received repayment Baht 37.24 million.

The fair value of such loans was Baht 1,356.23 million (2019: Baht 1,389.62 million), determined in level 3 of fair value (Note 8), calculated by discounted cash flow model based on yield curve of risk-free bond plus risk premium in relevance with the Group's credit rating as disclosed by the Thai Bond Market Association.

36.6 Short-term borrowings from a subsidiary

The movement of short-term borrowings from a subsidiary is as follows:

	Separate financial statements Short-term loans Baht
As at 1 January 2020	-
Addition during the year	81,821,330
As at 31 December 2020	81,821,330

During the year 2020, The Company borrows Baht 81.82 million from Living Energy Company Limited. The interest is at 0.5% per annum. The repayment term is at call.

36.7 Key management compensation

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Short-term employee benefit	37,412,537	34,837,880	28,698,389	26,860,530
Post-employee benefit	886,416	2,009,585	886,416	2,009,585
	38,298,953	36,847,465	29,584,805	28,870,115

36.8 Guarantee

- The Company engages in letter of guarantees to subsidiaries for purchase agreement of petroleum product as follows:

Sea Oil Petroleum Pte. Ltd.

- Guaranteed amount not exceed USD 0.30 million for 1 year ended 30 November 2021.
- Guaranteed amount not exceed USD 0.70 million for 1 year ended 28 February 2021.

Titan Twenty Company Limited

- Guaranteed amount not exceed Baht 20.00 million for 1 month ended 31 January 2021.
- Guaranteed amount not exceed Baht 60.00 million for 1 year ended 19 November 2021.

- The Company and Nathalin Company Limited engaged in letter of guarantee for credit facility from a financial institution of Sea Oil Petrochemical Company Limited in an amount of Baht 100.00 million.

37 Commitments and contingent liabilities

37.1 Capital commitment

Capital commitment which is not recognised in the financial statement is as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Building and equipment	1,842,962	2,438,476	1,842,962	-

37.2 Contingent liabilities

37.2.1 Bank guarantees and letter of credit

The Group has bank guarantees and letter of credit issued by banks as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Guarantee for purchase of oil from suppliers	275,206,800	96,112,905	195,206,800	96,112,905
Guarantee for performance of the catering service agreement	54,700,104	-	54,700,104	-
Standby letter of credit (Note 15)	60,074,200	-	-	-
Guarantee for electricity used	320,000	320,000	-	-
	390,301,104	96,432,905	249,906,904	96,112,905

37.2.2 Litigation

On 28 November 2018, Sea Oil Petrochemical Company Limited together with the 2 insurance companies (joint defendants) was sued under Civil Lawsuit by an insurance company (plaintiff) to claim for damage occurred to the car insured with the Plaintiff from the fire incident occurred in the year 2017 for Baht 9.58 million. The insurance companies that are joint defendants had made claim payment to the subsidiary and the subsidiary has already released such claim payment to the car's owner.

On 10 October 2019, the Chonburi Provincial Court rendered the judgement to dismiss the plaintiff's complaint and the plaintiff submitted appealed to the Court of Appeal. On 8 September 2020, the Court of Appeals has ruled in accordance to the Chonburi Provincial Court. On 3 November 2020, the plaintiff submitted appealed to the Supreme Court. The subsidiary submitted the objection to the petition later. The case is in the consideration process of the Supreme Court.

As at 31 December 2020, The Group's management believes that there will not be a material impact from this case, therefore, the Group has not recorded provision for liability in the financial statements.

38 Subsequent events

- On 15 January 2021, Pan Orient Energy (Siam) Ltd., a joint venture, declared dividend payment to shareholders in an amount of CAD 5.20 million or equivalent to Baht 121.67 million. The dividend is for Sea Oil Energy Limited in an amount of CAD 2.60 million or equivalent to Baht 60.84 million. Sea Oil Energy Limited received this dividend on 18 January 2021.
- On 22 February 2021, the Board of Directors' meeting has resolved the following transactions to be proposed to the shareholders' meeting:
 - The decrease of the Company's authorised share capital from Baht 608,915,628 to Baht 608,914,791 by cancelling 837 authorised shares with a par value of Baht 1 each.
 - The increase of the Company's authorised share capital from Baht 608,914,791 to Baht 649,509,110 by increasing new 40,594,319 ordinary shares with the par value of Baht 1 each to support the stock dividends.
 - Payment of the stock dividend of 40,594,319 ordinary shares at par value of Baht 1 per share in the ratio of 15 existing shares per 1 share, totalling Baht 40,594,319 or Baht 0.0666667 per share. Payment of the cash dividend at Baht 0.0074074 per share, totalling Baht 4,510,480. Total proposed dividend is Baht 45,104,799.

Part 4 Report on the Board of Directors' Responsibility for Financial Report

The Board of Directors are responsible for the financial statement of Sea Oil Public Company Limited ("The Company") and its subsidiaries which has been prepared with correctness and essence according to Thai Financial Reporting Standard of Thailand by reviewing appropriate accounting policy, executing constantly, including sufficiently disclosing significant information in note to financial statement and having been audited by the Certified Auditor and expressed an unconditional opinion in the auditor's report shown in the annual report (Sector 3 Financial Statement)

The Board of Directors has adopted and maintained an appropriate risk management system, internal control system and compliance to reasonably assure the reliability and completeness of the financial statement, protection of the Company's assets in order to prevent fraud or materially irregular operation, including compliance with the relevant laws and regulations.

The Board of Directors has appointed the Audit Committee which comprised of 3 Independent Directors to ensure the reliability and accuracy of the financial report as well as evaluate the internal control system and internal audit to make it efficient and effective. The opinion of the Audit Committee has been disclosed in the report of the Audit Committee in the Company's annual report (Attachment 6).

The Board of Directors assure that overall internal control system of the Company is sufficient and appropriate and able to reasonably ensure the reliability of the consolidated financial statement and separated financial statement of Sea Oil Public Company Limited and its subsidiaries for the year ended 31 December 2020 presenting financial status, result of operations and cash flow in accordance with the Thai Financial Reporting Standard.



Mr. Apisit Rujikeatkamjorn,
Chairman



Miss Neeracha Panboonhom
President & Chief Executive Officer

Attachment 1

The Details of Directors, Executives, the Controlling Person, the Person taking the Highest Responsibility in Accounting and Finance, the Person Supervising Accounting and the Company Secretary.

Information of Directors and Executives

Name: Mr. Apisit Rujikeatkamjorn

Age: 75 years old

Position: Chairman

Appointed: September 5, 2013

Percentage of Shareholding: 3.12% (19,000,000 Shares)

Educational and Seminar:

Master of Civil Engineering Lamar University, Texas, USA

Bachelor of Engineer, Khon Kaen University

Director Certification Program (DCP) Class 166/2012

The Role of Chairman Program (RCP) Class 26/2011

Audit Committee Program (ACP) Class 22/2008

Understanding the Fundamental of Financial Statements Program (UFS) Class 5/2006

Finance for Non-Finance Director (FND) Class 24/2005

Director Accreditation Program (DAP) Class 27/2004



Other listed company as a Director/Executive:

2014 - Present	Chairman	Asia Biomass PCL.
2014 - Present	Chairman	Asia Green Energy PCL.
2008 - Present	Chairman	Siam Global House PCL

Other non-listed company as a Director/Executive:

2017 - Present	Chairman	Global House Co., Ltd (Cambodia)
2017 - Present	Chairman	Lao Agro Tech PCL.
2015 - 2020	Chairman	D.T.C. Enterprise Co., Ltd

Other company / Other special activity: (None)

Name: Mr.Taweep Soontornsingha

Age: 70 years old

Position: Vice-Chairman / Independent Director / Member of Audit Committee /

Chairman of Nomination, Remuneration and Corporate Governance Committee

Appointed: September 5, 2013

Percentage of Shareholding: (None)

Educational and Seminar:

Bachelor of Law, Thammasat University

Director Accreditation Program (DAP) Class 97/2012

Audit Committee Program (ACP) Class 42/2013

Financial Statements of Director (FSD) Class 20/2013

Advanced Audit Committee Program (AACP) Class 17/2015

Role of the Compensation Committee (RCC) Class 20/2015

The New Auditor Report: Understanding Key Audit Matters

Other listed company as a Director/Executive:

1992 - 2010 Manager Kasikorn Bank Public Co., Ltd.

Other non-listed company as a Director/Executive: (None)

Other company / Other special activity: (None)



Name: Prof. Dr.Ruth Banomyong

Age: 53 years old

Position: Independent Director / Chairman of Audit Committee

Appointed: September 5, 2013

Percentage of Shareholding: (None)

Educational and Seminar:

Doctor of Philosophy (International Logistics), Cardiff University, Wales, United Kingdom

Post-Graduate Diploma in Social Science Research Methods, Cardiff University, Wales, United Kingdom

Master of Laws (International Business Law), Universite de Paris I, Pantheon-Sorbonne, France

Bachelor of Law (International Law), Universite de Paris I, Pantheon-Sorbonne, France

Bachelor of Economics, Lycee Michelet, France

Diploma in translating English-French legal terms, Paris Institute of Comparative Law, France

Director Certification Program (DCP) Class 103/2008

Audit Committee Program (ACP) Class 13/2006

Director Accreditation Program (DAP) Class 44/2005

Advanced Audit Committee Program (AACP) Class 39/2021



Other listed company as a Director/Executive:

2014 - Present	Chairman of Audit Committee / Independent Director	Wice Logistic PCL.
2016 - 2019	Chairman of Audit Committee / Independent Director	C.P.L. Group PCL.

Other non-listed company as a Director/Executive:

2020 - Present	Director	AI CARE 2020 Co., Ltd.
2016 - Present	Director	Global Allsights Co., Ltd.
1996 - Present	Director	Living Head Quarter Co., Ltd.
2013 - 2015	Director	Wice Freight Services Co., Ltd.
2011 - 2013	Independent Director	Charoensin Property Co., Ltd.

Other company / Other special activity:

1993 - Present	Dean of Faculty of Commerce and Accountancy	Thammasat University
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Name: Dr.Chalermwit Chimtragoon

Age: 70 years old

Position: Independent Director / Member of Audit Committee /

Member of Nomination, Remuneration and Corporate Governance Committee

Appointed: September 5, 2013

Percentage of Shareholding: (None)

Educational and Seminar:

Doctoral of Educational Administration and Leadership, Saint John's University

Master of Technical Education, King Mongkut's University of Technology North Bangkok

Bachelor of Education, Srinakharinwirot University

Director Certification Program (DCP) Class 158/2012

Director Accreditation Program (DAP) Class 92/2011

Audit Committee Program (ACP) Class 42/2013

Financial Statements for Directors (FSD) Class 23/2014

Advanced Audit Committee Program (AACP) Class 17/2015

Role of the Compensation Committee (RCC) Class 20/2015

Supervision and Prevention of Cybercrime

Cybercrime - The Looming Threat to Global Economy

Other listed company as a Director/Executive: (None)

Other non-listed company as a Director/Executive: (None)

Other company / Other special activity:

2009 – Present Chairman of the Executive Development
Program Teachers and educational personnel

Rajapark Institute

2006 – Present Expert, Special Lecturer, Thesis Adviser
Master's Degree, Doctorate Degree

Public and private universities



Name: Mr.Suraphon Meesathien

Age: 67 years old

Position: Director / Member of Nomination, Remuneration
and Corporate Governance Committee

Appointed: September 5, 2013

Percentage of Shareholding: 0.53% (3,254,161 Shares)

Educational and Seminar:

Master of Public Administration Program, National Institute of Development Administration (NIDA)

Bachelor of Science, The Royal Thai Naval Academy

Diploma, Naval War College

Director Certification Program (DCP) Class 155/2012

Director Accreditation Program (DAP) Class 92/2011

Role of the Compensation Committee (RCC) Class 20/2015

Risk Management Certificate Program, Chulalongkorn University Class 10

Supervision and Prevention of Cybercrime

Anti-corruption: The practical guide

Enterprise Risk Management

IT Security Awareness and Enhancing Office 365

Safety Officer Management



Other listed company as a Director/Executive:

2007 - Present	Director	Prima Marine Co., Ltd.
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Other non-listed company as a Director/Executive:

2018 - Present	Director	Big Sea Co., Ltd.
2007 - Present	Managing Director	Nathalin Co., Ltd.
2014 - 2016	Director	N.T.L. Marine Co., Ltd.
2011 - 2018	Director	Nathalin Shipping Pte. Ltd. (Singapore)
2011 - 2017	Director	Khunnathee Co., Ltd.
2011 - 2016	Director	TMN Co.,Ltd.
2006 - 2016	Director	Golden Ship Supply Co., Ltd.

Other company / Other special activity:

2009 - Present	Chairman	Thai Ship Owners
2020 - Present	Director (Maritime Labor Committee)	Ministry of Labor

Name: Mr. Prompong Chaisrisawatsuk

Age: 54 years old

Position: Director

Appointed: September 5, 2013

Percentage of Shareholding: 0.26% (1,576,661 Shares)



Educational and Seminar:

Master in Finance, Thammasat University

Bachelor of Engineer, Chulalongkorn University

Director Accreditation Program (DAP) Class 97/2012

Anti-corruption: The practical guide

IT Security Awareness

Enterprise Risk Management

Important Thai Accounting Standards

Other listed company as a Director/Executive:

2015 - Present	President / Chairman of Executive Committee / Member of Risk Committee	Prima Marine PCL.
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Other non-listed company as a Director/Executive:

2020 - Present	Director	Singha Tankers Co., Ltd
2016 - Present	Director	Winchai Co., Ltd.
2012 - Present	Director	Nathalin Co., Ltd.
2012 - Present	Director	TATE Offshore Co.,Ltd. (Malaysia)
2011 - Present	Director	Nathalin Shipping Pte. Ltd. (Singapore)
2012 - 2016	Director	Top-NTL PTE Ltd. (Singapore)

Other company / Other special activity: (None)

Name: Mr. Kosit Fuangswasdi

Age: 61 years old

Position: Director

Appointed: April 24, 2019

Percentage of Shareholding: 0.05% (328,000 Shares)



Educational and Seminar:

Ph.D. Public Administration Maha Chulalongkorn Rajavidyalaya University

Master of Management Degree in Business Administration and Management,

Sasin Graduate Institute of Business Administration of Chulalongkorn University

Bachelor of Science Degree in Geology, Chulalongkorn University

Board Matters and Trends (BMT) Class 5/2561

Strategic Board Master Class (SBM) Class 3/2561

Boards that Make a Difference (BMD) Class 5/2560

Director Certification Program Class 247/2560

Director Accreditation Program Class 139/2560

Other listed company as a Director/Executive:

2559 – 2020 Independent Director / Audit Committee /
Chairman of Risk Management Committee

Prima Marine PCL.

Other non-listed company as a Director/Executive:

2020 - Present Director
2010 – Present Managing Director

Thachang Green Enery Co., Ltd.
KMAN Consult Co., Ltd.

Other company / Other special activity:

2018 – Present Chartered Director

Thai Institute of Director (IOD)

Name: Ms. Neeracha Panboonhom

Age: 39 years old

Position: Director / Chairman of Executive Committee / President and Chief Executive Officer

Appointed: September 5, 2013

Percentage of Shareholding: 0.79% (4,840,000 Shares)



Educational and Seminar:

Master of Business Administration, RMIT University, Melbourne, Australia

Bachelor of Business Administration, Assumption University

Director Accreditation Program (DAP) Class 92/2011

Director Certification Program (DCP) Class 170/2013

Risk Management program for Corporate Leader (RCL) Class 4/2016

Masterclass in Private Equity by London Business School (LBS) 2014

Modern Marketing Management (MMM) Class 40 by Faculty of commerce and accountancy, Chulalongkorn University

Fundamentals of petroleum economics, Petroleum Institute of Thailand

Energy Literacy for a Sustainable Future YTEA Class 7

Top Executive Program in Industrial Development and Investment in Class 2/2015 Institute of Business and Industrial Development

Anti-corruption: The practical guide

IT Security Awareness

Personal Data Protection Law

Other listed company as a Director/Executive:

2020 - Present Director

Prima Marine PCL.

Other non-listed company as a Director/Executive:

2020 - Present Director

Amity Asset Management Inc. (Panama)

2020 - Present Director

Vega Twenty Co., Ltd.

2020 - Present Director

Orion Twenty Co., Ltd.

2020 - Present Director

Titan Twenty Co., Ltd.

2019 - Present Director

Energon PTE. LTD. (Singapore)

2016 - Present Director

Sea Oil Petrochemical Co., Ltd.

2015 - Present Director

Sea Oil Petroleum PTE. LTD. (Singapore)

2015 - Present Director

Sea Oil Offshore Ltd. (Malaysia)

2014 - Present Director

Sea Oil Energy Ltd. (Bermuda)

2012 - Present Director

Nathalin Co., Ltd.

2017 - 2020 Director

Living Energy Co., Ltd.

2012 - 2015 Director

United Offshore Aviation Co., Ltd.

Other company / Other special activity:

2019 – Present Director

Oab-Boon Foundation

Name: Mrs. Suthida Karuedetkosol

Age: 39 years old

Position: Member of Executive Committee /

Vice President (Business Development and Investment)

Percentage of Shareholding: 0.01% (55,627 Shares)



Educational and Seminar:

Master of International Business Management, London South Bank University, London, UK

Bachelor of Business Administration, Assumption University

Corporate Governance for Executives (CGE) Class 6 / 2016

Director Accreditation Program (DAP) Class 132 / 2016

Director Certification Program (DCP) Class 245/2017

Risk Management program for Corporate Leader (RCL) Class 4/2016

Anti-corruption: The practical guide

People Management for Highest Performance

Cybercrime - The Looming Threat to Global Economy

Fundamentals of petroleum economics

Aligning Risk with Strategy and Performance

IT Security Awareness

Personal Data Protection Law

Safety Officer Management

Other listed company as a Director/Executive: (None)

Other non-listed company as a Director/Executive:

2020 - Present	Managing Director	Vega Twenty Co., Ltd.
2020 - Present	Managing Director	Orion Twenty Co., Ltd.
2020 - Present	Managing Director	Titan Twenty Co., Ltd.
2019 - Present	Director	Energion PTE. LTD. (Singapore)
2016 - Present	Managing Director	Sea Oil Petroleum PTE. LTD. (Singapore)
2016 - Present	Director	Sea Oil Offshore Ltd. (Malaysia)
2016 - Present	Managing Director	Sea Oil Energy Ltd. (Bermuda)
2016 - Present	Managing Director	Sea Oil Petrochemical Co., Ltd
2017 - 2020	Managing Director / liquidator	Living Energy Co., Ltd.
2014 - 2016	Managing Director	Srithai Capital Co., Ltd.
2014 - 2016	Business Development Director	Nathalin Co., Ltd.

Other company / Other special activity: (None)

Name: Mr. Kasidis Chareancholwanich

Age: 59 years old

Position: Member of Executive Committee / Vice President (Sales and Marketing)

Percentage of Shareholding: (None)

Educational and Seminar:

Master of Business Administration in Major Finance & Marketing,

George August University, Goettingen, Germany

Bachelor of Business Administration in Major Marketing, Assumption University

Bachelor of Law, Ramkhamhaeng University

Extraordinary Leader, Zenger & Folkman, USA

Extraordinary Coach, Zenger & Folkman, USA

Leadership Lab, Sim Talent, Germany

Change Essential, John Cotter, USA

Super Skill of Great Conversation, The Right Conversation, UK

Leadership Incubator: Executive Mentoring, Slingshot Group, Thailand



Other listed company as a Director/Executive:

2006 - 2016 Vice-Chief Operating Officer-Thailand

TIPCO Asphalt PLC.

Other non-listed company as a Director/Executive:

2007 - 2018 Chief Operating Officer

Thai City Electric Co.,Ltd.

Other company / Other special activity: (None)

Name: Mr.Chayawat Teekamitree

Age: 50 years old

Position: Sales and Marketing Manager

Percentage of Shareholding: 0.01% (76,175 Shares)

Educational and Seminar:

Master of Business Administration (Marketing), Sripatum University

Bachelor of Science, King Mongkut's University of Technology North Bangkok

Project Management Professional Training

Strategic Thinking and Planning

Anti-corruption: The practical guide

IT Security Awareness and Enhancing Office 365

Legal Compliance of export transport by truck

Aligning Risk with Strategy and Performance

Modern Presentation Design

Train the Trainer

Performance Appraisal implementation

Professional Sales

Personal Data Protection Law

Safety Officer Management

Family Relation with Management: (None)

Other listed company as a Director/Executive: (None)

Other non-listed company as a Director/Executive:

2015 - Present Director / Managing Director

Sea Oil Offshore Limited

Other company / Other special activity: (None)



Name: Mrs.Siranee Komintarachat

Age: 47 years old

Position: Supply Petroleum & Logistic Manager

Percentage of Shareholding: 0.07% (410,000 Shares)

Educational and Seminar:

Master of Social Administration, Thammasat University

Bachelor of Business Administration, Bangkok University

Strategic Thinking and Planning

Anti-corruption: The practical guide

IT Security Awareness and Enhancing Office 365

Legal Compliance of export transport by truck

ISO9001:2015 Internal Quality Assessment System

Accounting for Non-accountant Executives

People management for highest performance

Aligning Risk with Strategy and Performance

Efficient use of Microsoft Teams

HR for non-HR

5Sor System

Document Control system on BASSnet program

Personal Data Protection Law

Enterprise Risk Management

Family Relation with Management: (None)

Other listed company as a Director/Executive: (None)

Other non-listed company as a Director/Executive:

2015 - 2016 Director

Sea Oil Offshore Limited

Other company / Other special activity: (None)



Name: Mr.Vatchara Vutiputanunt

Age: 55 years old

Position: QSSHE Manager

Percentage of Shareholding: (None)

Educational and Seminar:

Bachelor of Business Administration (Marketing),

Assumption Business Administration College (ABAC)

Interpretation of HACCP / GMP Requirement

PSM Internal Audit of Chemical Hazard Management

IT Security Awareness and Enhancing Office 365

GMP/HACCP Internal Audit and Food Safety Audit Techniques

Performance Appraisal implementation

Anti-corruption

HRMS in use

5Sor System

Document Control system on BASSnet program

Personal Data Protection Law

Enterprise Risk Management

Family Relation with Management: (None)

Other listed company as a Director/Executive: (None)

Other non-listed company as a Director/Executive:

1997 - 2014	Area Manager, Business Consultant, OE/HES Specialist, Asset Transaction Specialist, Maintenance & Construction Specialist	Chevron (Thai) Co., Ltd.
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Other company / Other special activity: (None)



The Person taking the Highest Responsibility in Accounting and Finance

Name: Mrs.Kusuma Vannapruk

Age: 53 years old

Position: Member of Executive Committee / Chief of Financial Officer (CFO)

Percentage of Shareholding: (None)

Educational and Seminar:

Master of Business Administration (Executive), Chulalongkorn University

Bachelor of Political Science, Thammasat University

CFO Certification Program Class 17/2013

Investment Consultant Refresher

Basis Merger & Acquisition and Joint Venture

CFO Current Issue: Forward looking

Strategic CFO in Capital Market Program 5/2017

Orientation Course CFO

Anti-corruption: The practical guide

Enterprise Risk Management

Document Control system on BASSnet program

IT Security Awareness

Personal Data Protection Law

IC Refresher and CFO Refresher

Family Relation with Management: (None)

Other listed company as a Director/Executive:

2007 - 2012	Bank Manager	Bangkok Bank PCL.
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Other non-listed company as a Director/Executive:

2020 - Present	Director	Vega Twenty Co., Ltd.
2020 - Present	Director	Orion Twenty Co., Ltd.
2020 - Present	Director	Titan Twenty Co., Ltd.
2016 - Present	Director	Sea Oil Petrochemical Co., Ltd. Distillation
2016 - Present	Director	Sea Oil Energy Ltd. (Bermuda)
2015 - Present	Director	Sea Oil Petroleum PTE. LTD. (Singapore)
2015 - Present	Director	Sea Oil Offshore Ltd. (Malaysia)
2017 - 2020	Director / liquidator	Living Energy Co., Ltd.

Other company / Other special activity: (None)



The Person Supervising Accounting

Name: Ms. Titaphorn Namwicha

Age: 37 years old

Position: Accounting Manager

Percentage of Shareholding: 0.002% (13,420 Shares)

Educational and Seminar:

Master of Business Administration / Accounting, Ramkhamhaeng University

Bachelor of Management / Auditing, Walailak University

Foreign exchange rate risk analysis and management strategies

Changes in the three major financial reporting standards TFRS15 and Draft TFRS9, TFRS16

Discussion on the direction of Thai Financial Reporting Standards (TFRSs / TFRS for NPAEs)

Preparation of Transfer Pricing Documentation Support for audits and explanations with the Revenue Department

Summary of key operational statistics and analysis of financial statements for presentation to management on a single page.

Basic Deferred Tax Preparation

27 key strategies, comprehensive financial statement analysis

Industrial accounting

Compare the difference Financial Accounting and Tax Accounting

Filing of financial statements of the bookkeeper with the e-Filing service system

Consolidated financial statements PACK 5

Family Relation with Management: (None)

Other listed company as a Director/Executive:

2014 – Present Assist to Accounting Manager (Present – Accounting Manager) Sea Oil PLC.

Other non-listed company as a Director/Executive:

2008 - 2012 Head of Accounting Department, Nathalin Co., Ltd.

2012 - 2013 Head of Accounting Department Nathalin Offshore Pte. Ltd. (Singapore)

Other company / Other special activity: (None)



The Company Secretary

Name: Mrs. Saowanee Sutthitham

Age: 46 years old

Position: Compliance and Company Secretary Manager

Percentage of Shareholding: 0.002% (11,000 Shares)

Educational and Seminar:

Bachelor of Business Administration (Accounting) Ramkhamhaeng University

Company Secretary Program (CSP) Class 46/2012

Advance Corporate Secretary Class 1/2015

Anti-Corruption: The Practical Guide (ACPG) Class 31/2016

Effective Minutes Taking (EMT) Class 44/2019

Basic Merger & Acquisition and Joint Venture

Software IT Asset & Cyber Incident Management

People management for highest performance

Aligning Risk with Strategy and Performance

IT Security Awareness

Personal Data Protection Law

Enterprise Risk Management



Other listed company as a Director/Executive:

2004 - 2006	Head of Compliance and Internal Audit office	Dhanamitr Factoring PCL.
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Other non-listed company as a Director/Executive:

2009 - 2012	Accounting & Finance Manager	Educational Travel Center Co., Ltd.
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Other company / Other special activity: (None)

Duties and Responsibilities under the law and duties as assigned by the Company or the Board of Directors as follows

1) Prepare and maintain documents, as follows:

A. Register of Directors

B. Invitation letter to the meeting, minutes of the board of directors and shareholders

2) Maintain reports of interest reported by directors or executives. And send a copy of the report of interest under section 89/14 to the chairman of the board And the Chairman of the Audit Committee knows within 7 business days from the date the company receives the report.

3) Legal advice Relevant rules and supervisory practices in conducting activities of the committee to be in accordance with the law

4) Conducting the meeting of the Board of Directors Shareholder meeting to comply with the laws and regulations of the company

5) Contact and coordinate with the supervisory authorities, such as the Stock Exchange of Thailand Office of the SEC and oversee the disclosure of information and reporting information to regulators and the public in accordance with the law.

6) Contact and coordinate with departments within the company to comply with the resolutions of the Board of Directors and the resolutions of the shareholders' meeting.

7) Liaise with shareholders, investors and the media to provide information and news of the company.

8) Perform other acts as specified by the Capital Market Supervisory Board.

Number of shares held by the Directors, Management and Company Secretary (As of December 31, 2020)

Name	Number of Share			(%) December 31, 2020	Number of Shares and % held by Spouse and Children under legal age
	As of January 1, 2020	Shares increase (Decrease) during 2020	As of December 31, 2020		
Mr.Apisit Rujikeatkamjorn	16,900,000	2,100,000	19,000,000	3.12	None
Mr.Taweep Soontornsingha	-	-	-	-	None
Prof. Dr.Ruth Banomyong	-	-	-	-	None
Dr.Chalermwit Chimtragoon	-	-	-	-	None
Mr.Suraphon Meesathien	2,958,329	295,832	3,254,161	0.53	None
Mr.Prompong Chaisrisawatsuk	1,433,329	143,332	1,576,661	0.26	None
Ms.Neeracha Panboonhom	4,400,000	440,000	4,840,000	0.79	None
Mr.Kosit Fuangswasdi	38,500	260,500	328,000	0.05	None
Mrs.Suthida Karuedetkosol	50,570	5,057	55,627	0.01	None
Mr.Kasidis Chareancholwanich	-	-	-	-	None
Mrs.Kusuma Vannapruk	-	-	-	-	None
Mr.Chayawat Teekamitree	69,250	6,925	76,175	0.01	None
Mrs.Siranee Komintarachat	360,000	50,000	410,000	0.07	None
Mr.Vatchara Vutiputanunt	-	-	-	-	None
Mrs.Saowanee Sutthitham	10,000	1,000	11,000	0.002	None

Attachment 2

Details of Directors of Subsidiaries

(As of 31 December 2020)

Director Name	SOE	SOO**	SOP	SOC	LIV**	ENG	TTT	VGT	ORT	SOP AS
1. Ms. Neeracha Panboonhom	D	D	D	D	D	D	D	D	D	
2. Mrs. Suthida Karuedetkosol	MD / D	D	MD / D	MD / D	MD / D	MD / D	MD / D	MD / D	MD / D	
3. Mr. Chayawat Trikamitree		MD / D								
4. Mrs. Kusuma Vannapruk	D	D	D	D	D		D	D	D	
5. Mr. Chanarong Tungfung				D						
6. Mr. Koh Kuan Hua			D			D				
7. Mr. Kennet Bollerod										D

Remark:

D ("Director")

MD ("Managing Director")

** In the process of liquidation

Abbreviation	Company Name
SOE	SEA OIL ENERGY LTD.(Bermuda)
SOO	SEA OIL OFFSHORE LTD. (Labuan, Malaysia)
SOP	SEA OIL PETROLEUM PTE.LTD. (Singapore)
SOC	SEA OIL PETROCHEMICAL CO.,LTD. (Amata City, Chonburi)
LIV	LIVING ENERGY CO.,LTD.
ENG	ENERGON PTE.LTD (Singapore)
TTT	TITAN TWENTY CO.,LTD.
VGT	VEGA TWENTY CO.,LTD.
ORT	ORION TWENTY CO.,LTD.
SOP AS	SEAOIL PETROLEUM AS (Norway)

Attachment 3

Head of Internal Audit and Head of Compliance

The Company hired an external unit, KPS Audit Company Limited ("KPS Audit"), to audit the Company's internal control system and subsidiaries. The head of the internal control audit team has the qualifications, educational background and work experience as follows:

Name-Surname / Appointment date	Educational	Percentage of Shareholding (%)	Family Relation with Management	Work experience in the past 5 years		
				Time period	position	Name of organization / company / type of business
Mr. Wiwat Limnantasit (Person responsible for internal audit) KPS Audit Company Limited February 21, 2020	Educational <ul style="list-style-type: none"> Bachelor of Business Administration, Accounting Faculty of Business Administration, Ramkhamhaeng University Training & Seminar <ul style="list-style-type: none"> Certificate of Internal Audit Executive (Class 1) of the Federation of Accounting Professions Certificate Program Internal Audit of Thailand - CPIAT (Class 12) Member of the Association of Internal Auditors of Thailand (STAT) Anti-Corruption: The Practical Guided Tools and Techniques for the audit manager Assessing business risk for internal audit 	-None-	-None-	2015 - present	Managing Director	KPS Audit Co., Ltd. / Internal audit and consultancy service
				2015 - 2017	Internal Audit Manager	Iwealyh Group Co., Ltd. / Audit, internal audit and consulting services
				2011 - 2015	Internal Audit Manager	Thaicom Public Company Limited / Telecom business

Name-Surname / Appointment date	Educational	Percentage of Shareholding (%)	Family Relation with Management	Work experience in the past 5 years		
				Time period	position	Name of organization / company / type of business
	<ul style="list-style-type: none"> ■ Quality management System Auditor /Lead Auditor Training Course ■ Certificate QMS ISO9001:2000/2008/ ISO/IEC27001 :2005 Training Course ■ QMS Internal Audit Training Course ■ Effective Internal Control for Success IPO” by the Stock Exchange of Thailand ■ The latest internal control system guidelines COSO2013, Federation of Accounting Professions ■ Writing a new audit report ■ Risk Assessment for audit planning ■ Value Creation and Enhancement for Listed Companies with the New COSO 2017 Enterprise Risk Management (ERM), Faculty of Commerce and Accountancy Thammasat University and the Stock Exchange of Thailand 					

Responsibility:

1. Prepare an annual audit plan according to the risk basis (Risk Based Audit) with appropriate risk assessment by Management and presented to the Audit Committee for approval Including regular presentation of audit results and audit activities.
2. Perform audit according to the plan. Including conducting special audit as requested by Management and the Audit Committee.
3. Follow up on remediation results from observed observations and suggestions given to each department and report directly to the Audit Committee.
4. Conduct an audit in accordance with the international standard for the practice of internal audit.
5. Develop knowledge, capability and auditing skills of internal auditors to be able to perform their work effectively.

The Audit Committee has considered the qualifications of KPS Audit Co., Ltd and Mr. Wiwat. Limnantasit, saw that since he is suitable enough for the performance of such duties. He is independent and has a total of 26 years of experience in performing internal audits. Also, He has a good understanding of the Company's activities and operations.

In this regard, the consideration and approval of the appointment, removal, transfer of the person holding the position of the head of the internal audit unit of the company, must be approved or has been approved from the audit committee.

The company has assigned Compliance and Company Secretary Manager is the supervisor of the operation with the duties as follows:

Name-Surname / Appointment date	Educational	Percentage of Shareholding (%)	Family Relation with Management	Work experience in the past 5 years		
				Time period	position	Name of organization / company / type of business
Mrs.Saowanee Sutthitham / Compliance and Company secretary manager	Educational <ul style="list-style-type: none"> Bachelor of Business Administration (Accounting) Ramkhamhaeng University 	11,000 Shares (0.002%)	-None-	2009 - 2012	Accounting & Finance Manager	Educational Travel Center Co., Ltd. (Tourism business)
	Training & Seminar <ul style="list-style-type: none"> Company Secretary Program (CSP) Class 46/2012 Advance Corporate Secretary Class 1/2015 Anti-Corruption: The Practical Guide (ACPG) Class 31/2016 Effective Minutes Taking (EMT) Class 44/2019 Basic Merger & Acquisition and Joint Venture Software IT Asset & Cyber Incident Management People management for highest performance Aligning Risk with Strategy and Performance IT Security Awareness Document Control system on BASSnet program Personal Data Protection Law Enterprise Risk Management 					
				2004 - 2006	Head of Compliance and Internal Audit office	Dhanamitr Factoring PCL. (Factoring business)

Responsibility:

1. Supporting governance and advice to all departments to comply with the rules, regulations of Organizational, to ensure that all departments of the organization Support the implementation of operational governance in accordance with the criteria of SET, SEC and TSD.
2. Make a development plan for good corporate governance, sustainable development and report on the development of CG of the organization to the Nomination, Remuneration and Corporate Governance Committee.
3. Contact In activities related to internal auditing, corporate governance and compliance with corporate regulations with other agencies.
4. Develop policies and programs that encourage employees to operate according to the policy and report anomalies or corruption to the Audit Committee.

Attachment 4

Business Assets and Details on Assets Valuation

Detail of Asset	Consolidated financial statements 31 December 2019 (Baht)	Consolidated financial statements 31 December 2020 (Baht)
Land and land improvements	68,661,772	68,302,854
Building and building improvements	55,890,759	51,319,417
Fixtures and office equipment	15,461,305	25,916,229
Solar power equipment	321,757,506	-
Vehicles	35,231	12,891
Machinery and equipment	191,175,051	149,317,363
Construction in progress	1,731,611	4,638,559
Total	654,713,235	299,507,313

The estimated useful life of the assets are as follows.

Building	20 years
Building improvements	5 years
Fixtures and office equipment	3 - 5 years
Solar power equipment	5 - 25 years
Vehicles	5 years
Machinery and equipment	8 - 15 years

During the year 2020, Sea Oil Petrochemical Company Limited was impact by the economic condition. The selling price of the product has dropped which is inconsistent with the rising costs. This results in operating losses. Therefore, the subsidiary performed the impairment assessment of property, plant and equipment which has a cost of Baht 298.37 million. The subsidiary considered the recoverable amount using fair value less costs of disposal which based on market value and replacement cost of assets. The fair value less costs of disposal of property, plant and equipment is Baht 268.97 million. Therefore, the Group recognized impairment loss of assets in an amount of Baht 29.44 million in the consolidated financial statements, presented in administrative expenses.

Trade receivables - net For year ended 2020	Consolidated financial statements (Million baht)	Separate financial statements (Million baht)
Trade receivables – related parties	45.91	26.26
Trade receivables – other parties	529.94	135.91
<u>Less</u> Loss allowance	(33.18)	(23.93)
Total	542.67	138.24

Investment Policy in Subsidiaries and Associated company

The Company adopts the investment policy in subsidiaries and associated company to ensure the company's investment is carried out with appropriate principles by specifying businesses that are entitled to generate consistent revenue stream and profit based on a thorough feasibility analysis , sufficient cash flow to pay off debt and interest expenses, can generate reasonable returns on investment under an acceptable risk appetite set forth by the Company. The Company shall assign experienced staff and management team with specific expertise in the subsidiary or associated company's operations. The Company shall not invest in businesses with unethical or illegal business practices. The investments in subsidiaries and Associated company shall be approved by the Board of Directors or shareholders of the Company under the relevant laws and rules and regulations of the Company. The subsidiaries or Associated company have the duty to submit its operating financial performance to the Board of Directors on a quarterly basis.

In overseeing the business operations of the Company's subsidiaries and associated company, the company shall appoint company representatives to be directors in the subsidiaries and Associated company. The Company's representative has qualified experiences in the business field without any conflict of interest with the subsidiaries and associated company. The representatives shall manage the subsidiaries and affiliated companies based on rules and regulations set forth by the Company and the laws governing the subsidiaries and associated company companies.

Attachment 5

Policy and Guideline for Corporate Governance and Business Code of Conduct

Sea Oil Public Company Limited (“the Company”) is committed to managing and operating to achieve goals to the vision and mission of the Company, adhering to management to the provisions of the law, policy, regulations, rules as important, The company continues to comply with 1) the good corporate governance principles for listed companies of the Securities and Exchange Commission, 2) the criteria under the corporate governance survey project of listed companies of the Thai Institute of Directors Association, and 3) the corporate governance principles for listed companies of the Stock Exchange of Thailand. Adjusted to be a policy and practice of corporate governance and the Company's business code of conduct.

The Board of Directors and the management attach importance to good corporate governance. This will enable the company to have an efficient, transparent, verifiable and fair management system such as shareholders, investors, stakeholders and all related parties. It also builds credibility, increase the competitiveness of the company and add value to the shareholders in the long term within the framework of ethical and social responsibility, which creates a stable and strong foundation for the company.

The Board of Directors Meeting No. 2/2020 on February 21, 2020, the Company passed a resolution approving the formulation of the corporate governance policy as a guideline for the practice and corporate governance of the company. It is divided into 5 categories which can be summarized as follows.

Section 1: Shareholder Rights

Section 2: Equitable Treatment of Shareholders

Section 3: Roles to Stakeholders

Section 4: Disclosure of Information and Transparency

Section 5: Responsibilities of the Board

In addition, the company is committed to conducting business according to ethical principles, manage with transparency, accountability, and treat stakeholders equitably and fairly. In accordance with the good corporate governance policy in order to be the standard for the business operations of the group companies. Therefore, the business code of conduct has been established. This is to be the best practice for all directors, executives and employees of the Group to conducting business as a standard within the framework of ethics, morality and honesty. The company requires directors, executives and employees at all levels of the group must give importance and adhere to the performance of duties assigned by the company with responsibility, treat all stakeholders equally and fairly in order to achieve business operations in accordance with the vision, create long-term value, there is continuous and sustainable growth.

Policy and practice of corporate governance, directors and Executives Nomination Policy, Board charter, Audit Committee Charter, Nomination, Remuneration and corporate governance charter and the business code of conduct. The Company has published such documents on the Company's website at www.seaoilthailand.com

Attachment 6

Report of the Audit Committee and Other Sub-Committee's Report

Auditor Committee Report

The Audit Committee of Sea Oil Public Company consists of 3 Independent Directors who have expertise and experience in accounting and finance, law and administration and have qualification as required under the Notification of the Office of Securities and Exchanges Commission. The Audit Committee duly performed its duties within the scope and responsibilities as assigned by the Board of Directors which are prescribed in the Audit Committee Charter and in line with the regulations of the Stock Exchange of Thailand.

In year 2020, the Audit Committee has conducted meeting 6 times in total and reported its performance to the Board of Directors on quarterly basis, the details of attendance of each Audit Committee are shown below.

1.	Prof. Dr. Ruth Banomyong	Chairman of Audit Committee	attended 6 out of 6
2.	Mr. Teweeep Soontornsingha	Audit Committee	attended 6 out of 6
3.	Dr. Chalermwit Chimtragoon	Audit Committee	attended 6 out of 6

Which every meeting was the meeting with the Auditor, Internal Auditor, President and Chief Executive Officer, Chief Finance Officer and other relevant executives in accordance with relevant agendas, including 1 time meeting with the Auditor without attendance of any managements for independent consultations on significant matters as well as acknowledgments of performances and recommendations, including complications and difficulties during performing of duties. The Audit Committee independently reported, made an opinion and gave recommendation to the Board of Directors of which it can be summarized as follows:

Financial Statement Review

The Audit Committee considered and reviewed material financial information of quarter financial statement and annual financial statement of the Company and its subsidiaries for the year 2020 by holding the meeting together with the Auditor to review the financial statement of the Company, inquiring and receiving clarification from managements and the Auditor which the Audit Committee shared the same view with the Auditor that the financial statement ended at 31 December 2020 of the Company was duly prepared in all material aspects in accordance with Thai Financial Reporting Standard (TFRS) and had disclosing in sufficient.

Internal Control and Internal Audit

The Audit Committee reviewed and assessed the sufficient of annual internal control system of the Company and subsequently proposed to the Board of Directors in order to ensure that the Company had an appropriate and sufficient internal control for the Company business with consideration from the internal audit report in connection with the Company's significant performances, inquiries from the Auditor& Management.

Regarding the supervision of the internal audit system The Audit Committee has considered and selected the appointment of the Company's internal auditors. By considering the independence performance, quality of audit work, professional knowledge as well as to consider and approve the annual internal audit plan whereby using risk assessment and internal control pursuant to COSO standard. The Audit Committee considered the outcome of internal audit on quarterly basis including the supervision and follow up the adjustment or change of the performance in accordance with the Internal Audit's recommendation on quarterly basis.

Review of risk management

The Audit Committee annually reviewed the framework for organizational risk management. Acknowledge the risk management report from the Risk Management Committee every quarter. As well as provide suggestions to improve the risk management process appropriately. To ensure that the risk management is effective. Cover all risk factors and at appropriate levels.

Review of compliance with applicable laws and regulations

The Audit Committee reviewed the Company's performance through compliance unit to ensure that the Company's performance is compliance with the laws concerning securities and exchanges, the Stock Exchange of Thailand's regulations and relevant laws in connection with the Company's business. The Audit Committee opined that the Company had internal control on the compliance with relevant laws and regulations in sufficient and effectiveness.

Consider the Related transactions and Conflict of Interest

The Audit Committee considered related party transactions or transactions with conflict of interest to comply with the laws and the Stock Exchange of Thailand's regulations of which the Audit Committee opined that the Company entered into related party transactions in accordance with general trading condition and reasonable price as entry into the same transaction with general person and for the highest benefits of the Company's business. In addition, the Company fully complied with policy and disclosed information pursuant to the Stock Exchange of Thailand.

Consider the selection, propose to appoint the Auditor and determine the audit fee

The Audit Committee has considered to select & appoint the company's Auditor and determine the annual Audit fee, Consider qualifications, quality of audit work, independence in performance, professional knowledge and experience in audit of similar or related businesses of the Company. For the Auditor's remuneration, it should consider the scope of responsibility of the Auditor and appropriation in comparing with another auditors' remuneration. The Audit Committee considered to appoint Price water house Cooper ABAS Limited as the Company's Auditor for the year 2021 and to determine the appropriate remuneration for proposing the Board of Directors to propose to the shareholders' meeting for further appointment.

Consider the report on the implementation of the Anti-Corruption policy

In 2020, the Audit Committee reviewed the implementation of the Anti-Corruption Policy. In addition to reviewing risks from operational processes that may cause to corruption both of the company and subsidiaries along with finding control measures , establishing a system for monitoring and reporting on policy compliance ,training and educating the employees as well as supporting in determination of No Gift policy, Reviewing the procurement system to be transparent and fair to comply with the anti-corruption policy The Audit Committee is of the opinion that The company has adequate measures and internal control systems to effectively combat and detect corruption.

In conclusion, the Audit Committee has performed its duties with prudent and independent in giving opinions and advices for the highest benefit of the Company and also performed all duties in accordance with the Audit Committee Charter and assignments by the Board of Directors in full. There is continuous development of knowledge to promote the performance of duties more efficiently. The Audit Committee has the overall opinion that the company has an internal control system and Internal audits that are adequate and suitable for business operations including the company conduct the business with good governance to ensure that the preparation of financial information fully and duly presented facts in material part in compliance with the general accounting standard, the disclosure of information was in accordance with laws, regulations and covenants in connection with the Company's business. In addition, the Company and its subsidiaries commit to develop its operation, human resources and enterprise risk management to be more efficient continuously for the organization to have sustainable growth.

On behalf of the Audit Committee



(Prof. Dr. Ruth Banomyong)

The Chairman of the Audit Committee

The Nomination Remuneration and Corporate Governance Committee Report

Sea Oil Public Company Limited's Nomination, Remuneration and Corporate Governance Committee ("NRCGC"), which were appointed by the Board of Directors, consist of 2 independent directors and 1 non-executive director:

- | | |
|-------------------------------|--|
| 1) Mr. Taweep Soontornsingha | Chairman of NRCGC (Independent Director) |
| 2) Dr. Chalermwit Chimtragoon | NRCGC (Independent Director) |
| 3) Mr. Suraphon Meesathien | NRCGC (Non-Executive Director) |

The Nomination Remuneration and Corporate Governance Committee have obligations to support the implementation of the Board of Directors in promotion of good corporate governance principles, determine the criteria and policies regarding nomination, remuneration and corporate governance of the Board of Directors and sub-committee as well as search for, select and nominate a qualified person according to the prescribed criteria and procedure to nominate for the director and executive position of the Company. In addition, NRCGC also have the obligations to determine the criteria and guidelines for good practices in various aspects of the Company in accordance with the corporate governance policy and in compliance with the principles of good corporate governance of listed companies in the Stock Exchange of Thailand, as well as promote and support personnel at all levels of the Company, adhere to and follow the principles of corporate governance and business ethics for the organization to have sustainable growth.

In 2020, there were 2 times of NRCGC meetings which all committees have attended both times. The important details are summarized as follows:

1. Consider the election of the directors to replace ones who retire by rotation and propose to the Board of Directors and the Annual General Meeting of Shareholders based on the nomination criteria that the nominated directors qualified under the Public Limited Company Act BE 2535 with knowledge, ability and experience in relevant businesses which will be advantage to the Company's operations and has fully met the qualifications as required by the regulations of the Capital Market Supervisory Board and be able to express an opinion freely.
2. Determine the remuneration of the directors and sub-committees for year 2020 according to the remuneration policy and propose the Board of Directors and the Annual General Meeting of Shareholders. In consideration of the remuneration, the directors' obligations, business size, business environment and performance must be taken into account. Also, such remuneration has to be compared to the remuneration rate of the companies with the same industries and business size.
3. Consider the performance evaluation and the remuneration of the President & Chief Executive Officer.
4. Review a succession plan and suggest guideline to develop the successor to be more efficient.

5. Consider the corporate governance plan for year 2020 to define the guidelines for the development of corporate governance in various areas to cover every groups of stakeholders in accordance with good corporate governance principles and sustainable business practices.
6. Consider the arrangement plan for the Annual General Meeting of Shareholders for year 2021 in order to make the meeting transparent and effective and take care of the rights of the shareholders to be equal.
7. Review the development of management system for corporate sustainability in economy, social and environment.
8. Consider the stipulation of measures and guidelines for Anti-Corruption practice such as reviewing the procurement system to be transparent and fair, reviewing the system for disbursement of expenses at risk of corruption including promote campaigns concerning anti-corruption in the organization To confirm the intention of participating as part of the Private Sector Collective Action Coalition Against Corruption.
9. Review the Corporate Governance policy, Business Code of Conduct, Anti-corruption policy ,QSSHE policy and CSR policy including encourage education and training for employees and arrange various activities to raise awareness of environment conservation and utilization of resources that are worthwhile and maximum efficiency

The Nomination Remuneration and Corporate Governance Committee will still continue to strive the development of the corporate governance to comply with the Business Code of Conduct and good corporate governance policy and believe that management under the good governance principles, including giving priority to the responsibility to all stakeholders will make the organization grow sustainably and build confidence for the shareholders and all stakeholders.

On behalf of the Nomination Remuneration and
Corporate Governance Committee



(Mr. Taweeep Soontornsingha)
Chairman of the Nomination Remuneration
and Corporate Governance Committee

Attachment 7

Charter of the Board of Directors and the Sub-Committees

Sea Oil Public Company Limited ("The Company") has been determined the scope of roles, duties and responsibilities of the Board of Directors and Sub-committees which is the following as The Charter of the Board of Directors, The Charter of Audit Committee, The Charter of Nomination Remuneration and Corporate Governance and The Charter of Executive Committee. The Company has published such documents on the Company's website at www.seaoilthailand.com

Energy for Sustainable Development



Sea Oil Public Company Limited

88 Soi Bangna - Trad 30, Debaratna Road,
Bangna - Tai, Bangna, Bangkok 10260
Tel: (662) 398-9850-1 Fax: (662) 398-9852

www.seaoilthailand.com