



บริษัท เอ็นเอฟซี จำกัด (มหาชน)
NFC PUBLIC COMPANY LIMITED



2022 Annual Report

Form 56-1 One Report



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Message from Chairman and Chief Executive Officer

The year 2022 is still another year for NFC Public Company Limited that faced with COVID-19 Pandemic which has affected to all sectors, particularly the Omicron outbreak at the beginning of the year, which has once again raised concerns about the economic recovery. Although NFC and many businesses are still affected, the company has adapted well to the "new normal" or working conditions in the situation related to the pandemic, with our employees being dedicated, enthusiastic, resilient and ready for the pressures and challenges of the ever-changing situation. This allows us to effectively meet the needs of customers.

The Company's operations over the past year have continued focusing on growing its business continuously and sustainably to create long-term value for shareholders and all relevant stakeholders. By adhering to the principles of business model innovation by looking for business partners who can meet the needs of the company's existing infrastructure and the expertise of existing employees to create sustainable profits and expand the proportion of revenue to provide more services. The company has also begun studying joint ventures with companies specializing in integrated marine services to provide marine services in Thailand, with a clear conclusion expected in 2023.

In 2022, NFCW Co., Ltd. ("NFCW"), a subsidiary in which the Company holds a 100% stake, has begun providing space and utilities to structural and piping operators and pipeline dismantling/disassembly operators. Although the COVID-19 Pandemic has led to the construction of a fuel depot to provide liquid storage services for oil storage and logistics services to transport oil through the Company's pipeline system. NFCT Co., Ltd. ("NFCT"), a subsidiary in which the Company holds a 100% stake, will require slightly more construction time than previously estimated, but expects to be able to start providing services to Shell of Thailand Co., Ltd. in mid of 2023.

In terms of chemical distribution and liquid warehousing services; the Company will continue to strive to improve the quality of Customer service, develop safety standards and Supply Chain Management to be the most efficient in order to provide quality products to customers on time, ensure customer satisfaction, as well as oversee risks and good governance throughout the supply chain in order to enhance the potential of the organization and its partners towards sustainable business operations. The Company has a sustainable procurement policy and a partner code of conduct, which covers ethical issues in business operations, human rights, Labor rights, safety, occupational health and environment, as well as communicating and checking for suppliers to strictly comply.

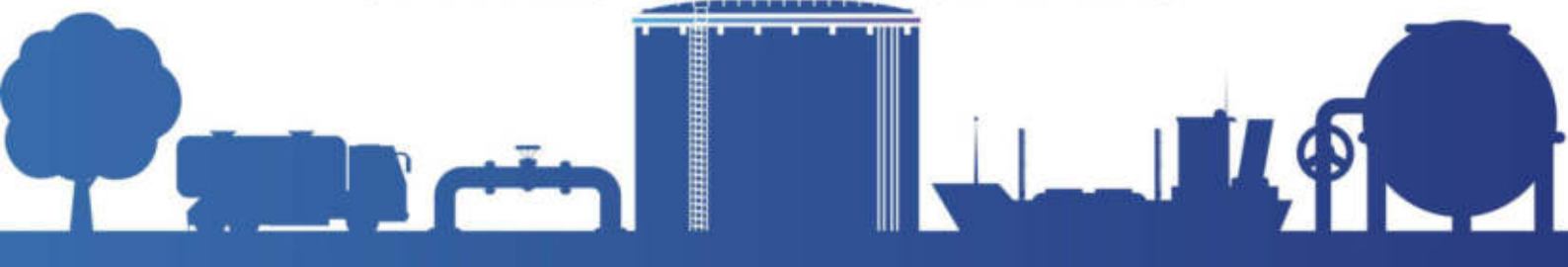
Although the Company faces challenges continuously in 2023, the Company is still confident that the situation will improve. We have adapted and implemented various strategies to ensure efficient operation and profitability according to the target. On this occasion, Directors, Executive Committee and Employees would like to thank all business alliances, business partners, shareholders, financial institutions and all stakeholders for their trust in supporting the Company's operations. We will conduct our business with full power and ability to conduct business based on good corporate governance principles, focusing on creating the right balance in 3 dimensions: economy, society and environment. Be attentive and responsible to stakeholders in all sectors and commit to develop the organization to grow sustainably.



Mr. Nuttaphob Ratanasuwanthawee
(Chairman of the Board)



Mr. Nataphong Ratanasuwanthawee
(Chief Executive Officer)



Audit Committee's Report



The Audit Committee of NFC Co., Ltd. has been appointed by the company's Board of Directors, comprising three independent qualified members who fully meet the requirements stipulated in the company's Audit Committee Charter and are in compliance with the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand. The names of the committee members are as follows:

Mr. Kurujit Nakornthap	Independent Director / Chairman of Audit Committee
Mr. Poomchai Wacharapong	Independent Director / Member of the Audit Committee
Mrs. Aree Termwattanapakdee	Independent Director / Member of the Audit Committee

The audit committee has performed its duties independently and fairly within the scope of responsibilities assigned by the company's board of directors. At the fiscal year 2022, the audit committee held a total of 4 meetings, which it discussed and share opinions with executive management, internal auditors, and external auditors. The important matters related to the committee's duties for the year 2022 are summarized as follows:

Financial Report Audit

The audit committee has audited and considered the significant data from the financial reports, including quarterly and yearly financial reports for 2022 of the company and its subsidiaries, which were prepared in accordance with the Thai Financial Reporting Standards. The committee has examined the key accounting policies, special items, and observations of the external auditors, as well as the disclosure of information in the notes to the financial statements, which have been audited and verified by the external auditors. The committee has also received explanations from management and external auditors, and is satisfied that the financial statements have been prepared in compliance with the laws and standards of financial reporting. Therefore, the audit committee approves the financial statements as audited and verified

by the external auditors, which have been properly presented in accordance with the Thai Financial Reporting Standards, and adequately disclosed information to meet the needs of investors and financial statement users, in line with the company's policies and goals.

Assessing Risk Management

The Risk Committee has assessed the effectiveness and suitability of the risk management process from both internal and external sources overall to ensure that the company's risk management process is in line with international standards, covering key internal and external risk factors, has effective risk management plans and strategies to prevent or reduce the impact on business operations. The Risk Committee is comment that the company has an efficient risk management system in place that is consistent with the changing internal and external environment, including during the COVID-19 outbreak, enabling the company to manage risks related to strategy, operations, financial management, business continuity, and compliance at an acceptable and appropriate level to enable the group's operations and business to be conducted consistently with the established plan.

Internal Control System

The audit committee has reviewed and approved the internal control system evaluation report of the entire operations management and information technology system, using the internal control system assessment form as prescribed by the Securities and Exchange Commission's office. Additionally, the internal audit department and external auditors' reports were also reviewed quarterly, with no significant issues or defects found that could impact the company. Furthermore, the management has made adjustments and improvements based on the suggestions of the audit committee, external auditors, and internal audit units, to ensure compliance with relevant laws and regulations. The audit committee has determined that the company's internal control system is appropriate and effective for conducting business under the current environmental conditions, with no significant issues that could affect the objectives or goals of the department or the company.

Related-Party Transaction

The audit committee has reviewed related items or items that may cause conflicts of interest or potentially affect the company's benefits in accordance with the regulations of the Securities and Exchange Commission's office and the Stock Exchange of Thailand. Reports on related items were monitored quarterly, and it was concluded that the significant items and related items of the company's business operations, both normal and unusual, were appropriately evaluated and disclosed in the financial statements. Additionally, it was found that all related transactions were conducted at arm's length and at fair market value.

Internal Audit Oversight

The audit committee has overseen internal audit units to ensure that their internal audit activities are independent, effective, and meet international standards, as well as add value to the organization. The committee has reviewed the internal audit charter annually, approved the internal audit plan for the year based on the significant risks of the company, and ensured the appropriateness of the budget and sufficient personnel in the internal audit unit. In addition, the committee has supported the development of internal audit quality by encouraging internal auditors to attend various training courses to enhance

their knowledge and skills, and to improve their performance. The committee considers that the company's internal audit system is appropriate, sufficient, and effective, as the internal audit department has achieved its goals, and the quality of the internal audit has been continuously supported in terms of personnel and operational practices.

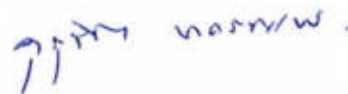
Good Governance Assessment

The audit committee promotes and provides recommendations to the company to manage and oversee its operations in accordance with good corporate governance principles, complying with the laws regarding securities and securities markets, the regulations of the Office of the Securities and Exchange Commission, the requirements of the Stock Exchange of Thailand, and other related laws. The committee has also supported the company's management to assess its compliance with good corporate governance principles, and provided suggestions for improvement.

Consideration for proposing the appointment of the auditor and proposing the remuneration of the auditor for the year 2022

The Audit Committee has considered the selection of the auditor based on performance, experience, independence, and suitability of the audit fee, with the resolution passed by them and it was proposed to the Company's Board of Directors for consideration and approval at the annual general meeting of shareholders for the appointment of Karin Audit Co., Ltd. as auditor for the year 2022 and to approve the audit fee for the year 2022.

In summary for the year 2022, the Audit Committee has fulfilled its duties and responsibilities as specified in the Audit Committee Charter approved by the Company's Board of Directors, using its knowledge, prudence, and independence in monitoring the company's operations, as well as providing constructive feedback and suggestions for the benefit of all shareholders equally. The Audit Committee believes that the Company's Board of Directors and management team are committed to fulfilling their duties in achieving their goals, emphasizing the importance of operating under internal control and risk management, adequate supervision of operations, and continuous development and improvement of work systems for maximum benefit to all shareholders in a fair manner.



(Mr. Kurujit Nakornthap)
Chairman of Audit Committee





Part

1

Business Operations and Operating Results

1. Structure and operation of the group of companies
2. Risk Management
3. Sustainable Development
4. Management Discussion and Analysis
5. General and Key Information

1. Structure and operation of the group of companies

Policy and Overview of Business Operations

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

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

In 1993

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

In 1997

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

In 2004

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

In 2005

In 2005, the Company began to face a problem of depreciated condition of the machinery, and the products made from the factory had no consistent quality, lack of working capital to invest for repair the major machinery. The Company stopped producing chemical fertilizer from the main machinery temporarily in early 2006 as a result, the Company had a financial position in 2007 which had been audited by the auditor stated the equity was lower than zero and the auditor did not express an opinion on the financial statements of the Company for the consecutive years from 2007 to 2014.

In 2008

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

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

In 2015

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

In 2016

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

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

In 2017

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

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

In 2018

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

In August 2018

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

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

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

In 2019

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

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

On July 2019

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

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

In November 2019

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

In October 2020

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

In November 2020

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

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

In December 2020

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

In 2021

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

1st	installment on December 3, 2020,	total amount 78 million baht,	share value 40 baht
2nd	installment on December 18, 2020,	total amount 39 million baht,	share value 20 baht
3rd	installment dated 14 January 2021	total amount 5.85 million baht,	share value 3 baht
4th	installment dated July 7, 2021,	amounting to 9.75 million baht,	with a par value of 5 baht per share.
5th	installment dated November 1, 2021,	amounting to 25.35 million baht,	with a par value of 13 baht per share.

In May 2021

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

In December 2021

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



Vision, Mission, Organization Culture and Business Plan

Vision

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



In order to achieve the vision, we would sustainably, continuously, and constantly grow and develop.



We consistently implement our business based on the social responsibility.

Mission



In order to acquire the proper investment return, we would transparently implement our business.

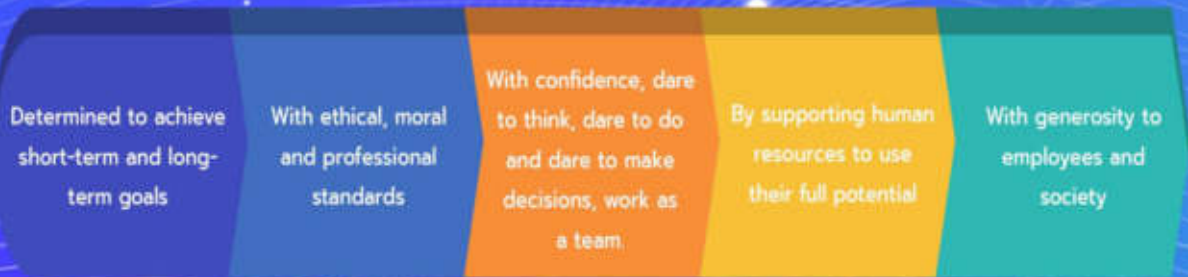


Continuously develop personnel to be on par with ASEAN



Value

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



Business Plan

Distributing chemical products

Ammonia
Ammonium oxide
Sulfuric Acid

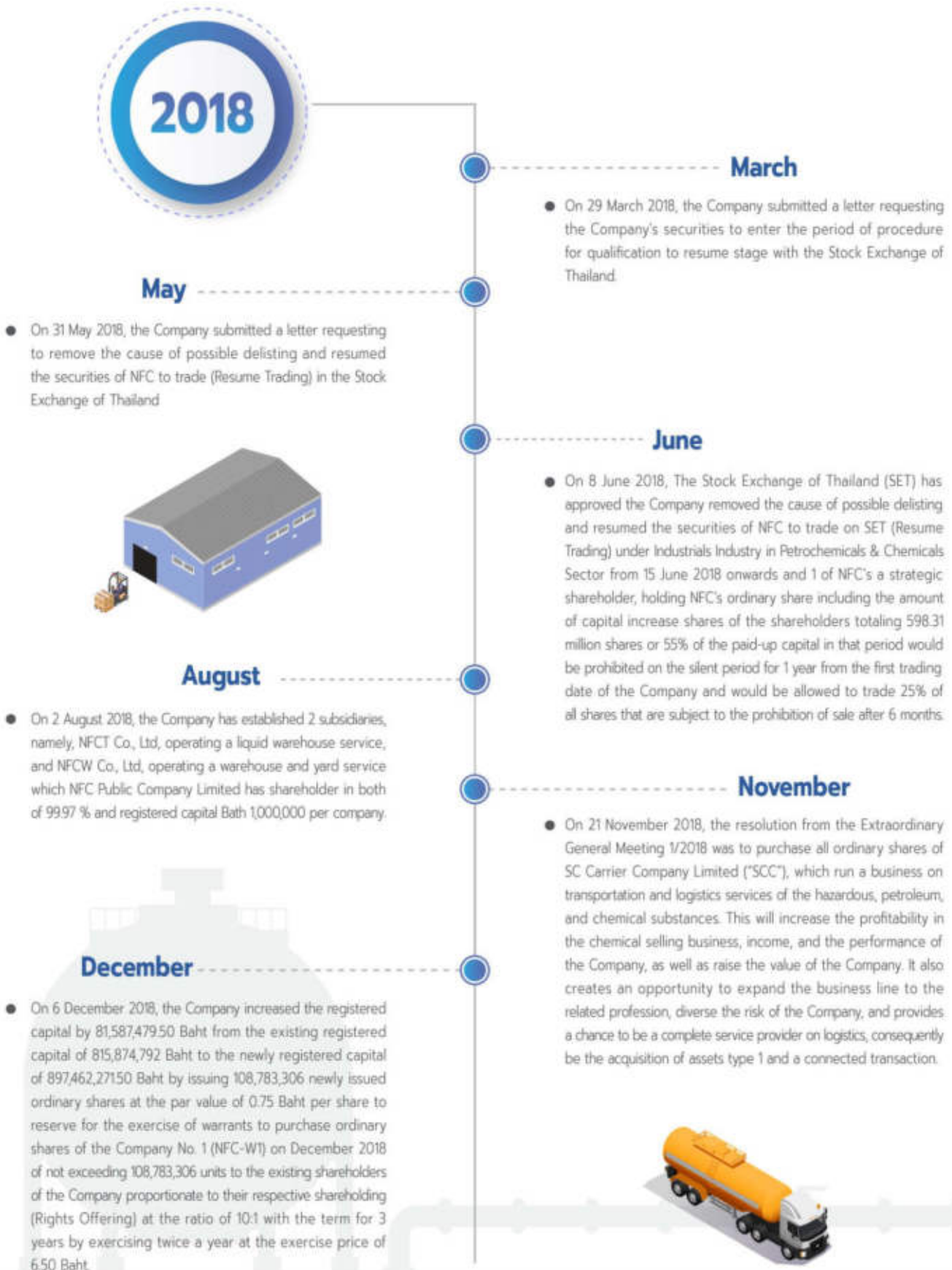
Providing services

Warehouse
Logistics
Liquid storage
Port services



Major changes and developments

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



2019



June

- On 21 June 2019, there was approval in the Extraordinary General Meeting for the NFCT Co., Ltd, held 100% shares by the Company, to invest in the Fuel Tank Farm Project which located in a general industrial area; No.2 Map Ta Phut Industrial Estate, I-2 road, Map Ta Phut Sub-District, Mueang Rayong District, Rayong Province, in order to provide services on fuel liquid storage and logistics by transporting through the pipeline.
- On 21 June 2019, there was also a decision from the Board of Directors meeting on raising the registered capital and paying for the full value of NFCT shares for 325 million Baht to support the Fuel Tank Farm Project. Furthermore, NFCT Co., Ltd has got approval in the Extraordinary General Meeting on the same day.

November

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

April

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

July

- On 19 July 2019, the Company made a payment for paid up capital 325 million Baht to NFCT Co., Ltd.
- On 23 July 2019, NFCT Co., Ltd has increased their registered capital by 325 million Baht, from 1 million Baht to 326 million Baht, and issued newly ordinary shares for 3,250,000 shares at par value 100 Baht per shares, to support the capital increasing from the Company.
- On 25 July 2019, NFCT Co., Ltd signed the land lease agreement for industrial, at Map Ta Phut Industrial Estate, to run the Fuel Tank Farm for The Shell Company of Thailand Ltd. according to Storage Facility Services Agreement with a service of 12.5 years.





October

- On 19 October 2020, there was approval in the Extraordinary General Meeting for the NFCW Co., Ltd, held 100% shares by the Company, to invest in area development to support and service for the operators of structure assembly and pipe system yard and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig structure Project which located in a general industrial area; No.2 Map Ta Phut Industrial Estate, I-2 road, Map Ta Phut Sub-District, Mueang Rayong District, Rayong Province, in order to provide area development service for customers who want to use area behind the port, operators of structure assembly and pipe system yard, and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig project with full facilities.
- On 19 October 2020, there was also a decision from the Board of Directors meeting on raising the registered capital of NFCW shares for 195 million Baht to support the area development to support and service for the operators of structure assembly and pipe system yard and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig structure Project.
- On 20 October 2020, NFCW Co, Ltd has increased their registered capital by 195 million Baht, from 1 million Baht to 196 million Baht, and issued newly ordinary shares for 1,950,000 shares at par value 100 Baht per shares, to support the capital increasing from the Company.

November

- On 27 November 2020, NFCW Co., Ltd signed the land lease agreement for industrial, at Map Ta Phut Industrial Estate, phase 1 in area approximately 50-144 rai to area development service for customers who want to use area behind the port, operators of structure assembly and pipe system yard, and the operators of dismantling/cutting yard for the conveying pipe parts of oil rig project with full facilities.
- On November 27, 2020, the Company also signed the memorandum of understanding attached the land lease agreement for industrial, Map Ta Phut Industrial Estate to return partial leasehold rights approximately 30 rai to the IEAT, subject to the public port management, Map Ta Phut Industrial Estate.



December

- On 3 December 2020, the Company made a payment for paid up capital (1st installment) 78 million Baht to NFCW Co., Ltd., totaling paid-up capital 79 million Baht for the Project.
- On 18 December 2020, the Company made a payment for paid up capital (2nd installment) 39 million Baht to NFCW Co., Ltd., totaling paid-up capital 118 million Baht for the Project.

2021

May

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

July

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

November

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

December

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

2022

November

- On November 8, 2022, Rayong Bal Terminal Co., Ltd. has been liquidated to dissolve the company.

June

- On June 15, 2022, NFCT Co., Ltd. officially opened a fuel depot "NFCT Fuel Tank Farm" at Map Ta Phut Industrial Estate, Rayong Province.
- On June 23, 2022, the Extraordinary General Meeting of Shareholders resolved to approve the entering into a transaction to renew the land lease agreement of NFC Public Company Limited with the Industrial Estate Authority of Thailand for a period of 30 years for land plot I-20. /1 General Industrial Zone Approximate area of 276 rai-0-ngan 37.16 square wah, which is the assets acquisition transaction.



Relationship with the major shareholder's business.

The Company's major shareholder is Mr. Nuttaphob Ratanasuwanthawee, the major shareholders of the SC Group which, the Company relies on and operates a business related to its major shareholders, due to Financial Statement as of December 31, 2022 as follows:

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

Company	Type of Business	Relationship
Songkhla Seaboard Realestate Co., Ltd.	Buying and selling of on own account of non-residential buildings	Co-shareholders and directors team
Vodoke (Thailand) Co., Ltd.	Beverage serving activities in store, of mostly non-alcoholic beverages	Co-shareholders and directors team
SC Sirapat Co., td.	Sea and coastal freight water transport	Co-shareholders
QuickPrime Co., Ltd.	Co-shareholders	Co-shareholders
N Holding Co., Ltd.	Office space rental service and facilities to use the office space.	Co-shareholders and directors team
Coastal Port Link Co., Ltd.	Land transport and freight service	Co-shareholders and directors team

Nature of Business Operations

Revenue's Structure

Unit: Million Baht	For the year ended		For the year ended		For the year ended	
	December 31, 2020		December 31, 2021		December 31, 2022	
	Amount	%	Amount	%	Amount	%
Revenue from Sale chemical products	615.68	85.60	1,265.58	92.77	2,496.52	90.91
Ammonia	271.85	44.15	351.27	27.76	584.66	23.42
Ammonium Hydroxide	28.67	4.66	40.27	3.18	72.88	2.92
Sulfuric acid	315.16	51.19	874.04	69.06	1,838.98	73.66
Revenue from Services	103.61	14.40	98.57	7.23	249.77	9.09
Warehouse services	39.85	38.46	33.88	34.37	38.31	15.34
Logistics and Liquid storage service	54.96	53.05	55.78	56.59	54.96	22.00
Port service	8.80	8.49	8.91	9.04	8.44	3.38
Service	0.00	0.00	0.00	0.00	148.05	59.28
Total revenue	719.29	100.00	1,364.15	100.00	2,746.29	100.00
Others income						
Gypsum revenues net of related expenses	0.06	0.37	0.06	0.01	0.13	0.26
Profit from disposal of fixed assets	0.00	0.00	2.83	0.60	0.00	0.00
foreign exchange profit	2.96	17.97	12.68	2.68	23.03	47.92
Profit (Loss) lease agreement	0.00	0.00	0.00	0.00	21.54	44.82
Income from bank deposit interest	1.12	6.83	0.39	0.08	0.94	1.96
Reverse back-up items, damaged or obsolete inventories.	0.00	0.00	0.43	0.09	0.00	0.00
Profit from disposal of investment	0.00	0.00	0.00	0.00	0.00	0.00
Income from the sale of leasehold rights	0.00	0.00	452.92	95.62	0.00	0.00
Allowance for doubtful accounts (reversal)	0.00	0.00	0.00	0.00	0.12	0.26
Accrued expenses (reversal)	9.72	59.03	0.00	0.00	0.00	0.00
Other miscellaneous income (for example, scrap sales)	2.60	15.80	4.36	0.92	2.30	4.78
Total Others income	16.46	100.00	473.67	100.00	48.05	100.00

Types of Products and Services

Economic and industrial conditions affecting operations

Ammonia

Thailand cannot produce Ammonia. Therefore, it must be imported from abroad by vessels. The importers must invest for their own storage tank and product discharging system or having a contract to rent the storage tank for of Ammonia especially in industries that use Ammonia as the main raw material, such as the production of Caprolactam which computed to 80 % of the total Ammonia import volume. However, the quantity of imported product will be increased or decreased depending on the situation of the price and demand of Caprolactam in the world market.

Apart from the import for production, it is imported for distribution in various manufacturing industries, such as Monosodium Glutamate, latex and refrigerant industry etc. Especially, the Monosodium glutamate manufacturer which has been improved the production system to be more effective while applied Ammonia less than the ordinary production system which is the main factor of the reduced domestic demand. While the world price of materials has broken the historical record world price, the competition begins to change from the former to a semi-monopoly market, becoming a more free-market causing customers to have more negotiation power since the customers can access more information on market. In addition, the competition on pricing is on higher level. As a result, the trend of import and distribution of Ammonia may be reduced from both the market share and the selling price which do not match to the increased material cost.

Ammonium hydroxide

The demand quantity for Ammonium Hydroxide in the country is constant. The customers mainly focus on the product price as the main factor for purchasing. As a result, the Company has applied pricing strategies to maintain the customer base and also market share. In the future, there may be more demand if customers have established a new factory and some factories might change the chemical material in production process.

Sulfuric Acid

The Company is selling Sulfuric Acid for 2 potential customers which has been distributed both in domestic and abroad. Due to the reduced quantity to abroad and also the reduced quantity for domestic production, the quantity for distribution to customers is at decreased rate.

In 1st quarter of Y2022, the situation of COVID-19 was getting better, the world price of Sulfuric Acid quickly increased. Regarding the increased world price of raw material, this mainly affected to the price of whole consumer goods and raw materials in the market while the demand of Sulfuric Acid was consistent. In 4th quarter of Y2022, the price of Sulfuric Acid was decreased to normal situation and the price trend of 1st quarter on Y2023 will be decreased.

Distribution of Chemical Products

The Company is the importer and distributor of chemical products which are stored in the storage tank of the Company in Map Ta Phut Industrial Estate to sale and distribute to domestic customers. Currently, the main chemical products of the Company are Ammonia, Ammonium Hydroxide, and Sulfuric Acid.

Ammonia the Company mainly imports Ammonia from Malaysia to sell to domestic customers for Monosodium Glutamate industry, Latex industry, Refrigerant industry and Chemical industry by distribution through customer group of Trader and also directly distributed to end users.

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

Sulfuric Acid the Company imported Sulfuric acid from Japan, South Korea, China PRC and Australia to sell to the customer group of Trader in domestic.

Services

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

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

Port Service the Company provides the dedicated port service for the products of Company including services to customers in the Map Ta Phut Industrial Estate due to bulk cargo and liquid cargo that can accommodate 60,000 DWT cargo vessels but port must be approved by the Industrial Estate Authority of Thailand ("IEAT") from time to time, such as cold rolled coils, hot rolled coil, structural steel, coal, gypsum, etc., as well as jetty and utilities services provided.

Marketing and Competition

Target customers

Distribution of chemicals

Currently, the Company is selling 3 chemical products which are Ammonia, Ammonia Hydroxide and Sulfuric Acid which the 47 number of customers divided into the following groups:

Ammonia

In the year 2022, Ammonia revenue was 584.66 million Baht or 23.42 percentage of the total chemical sales of revenue. There are 38 customers, including Trader and End User, which can be divided into industry segments as follows:

Industry group	Amount (Million Baht)	(%)
1. Monosodium glutamate	354.61	60.65
2. Latex	194.12	33.20
3. Refrigerant	20.78	3.56
4. Chemicals	6.44	1.10
5. Others	8.71	1.49
Total	584.66	100.00

The major customer is IVICT(Thailand) Co.,Ltd. representing to 58.26 percentage of income from Ammonia sales.



Ammonium Hydroxide

In the year 2022, Ammonium Hydroxide revenue was 72.88 million Baht or 2.92 percentage of the total chemical sales of revenue. There are 14 customers, including Trader and End User, which can be divided into industry segments as follows:

Industry group	Amount (Million Baht)	(%)
1. Power plants/Gas separation plants	15.29	20.98
2. Pollution Control	32.46	44.54
3. Chemical producers	22.19	30.45
4. Rubber products	1.45	1.98
5. Rubber planters	0.85	1.17
6. Others	0.64	0.88
Total	72.88	100.00

The major customer is Purac (Thailand) Co.,Ltd., representing 27.79 percentage of the income from Ammonium Hydroxide sales.

Sulfuric acid

In the year 2022, Sulfuric Acid revenue was 1,838.98 million Baht or 73.66 percentage of total chemical sales of revenue. There are 2 customers of Trader, which can be divided into industry segments as follows:

Customer	Income (Million Baht)	(%)
1. Saksri Industry Co., Ltd	1,553.72	84.49
2. Sumitomo Corporation Thailand Co., Ltd	285.26	15.51
Total	1,838.98	100.00

2 Services

In the year 2022, the Company provides the following services to the customers:

▶ Target customer of warehouse services

In 2022, the revenue from warehouse services was 38.33 million Baht, representing 17.81 percentage of total service revenue. There are 16 customers who are customers in Map Ta Phut Industrial Estate. The major customer is GC Logistics Solution Co., Ltd., which is 67.57 percentage of total revenue from warehouse services.

▶ Target customer of logistics and liquid storage service

In 2022, the revenues from logistics and liquid storage service was 54.96 million Baht, representing 25.55 percentage of total service revenue. There are 2 customers who are customers in Sulfuric Acid section. The major customer is Saksri Industry Co., Ltd., which is 81.88 percentage of logistics and liquid storage service.

▶ Target customer of port service

In 2022, the revenues from port service was 8.44 million Baht, representing 3.92 percentage of total service revenue. There are 31 customers who are customers in Map Ta Phut Industrial Estate. The major customer is SC Management Co., Ltd. which is 72.56 percentage of total revenue from port service.

▶ Target customer of area service

In 2022, the revenues from area service was 148.19 million Baht, representing 59.33 percentage of total service revenue. There are 2 customers. The major customer is SC Management Co., Ltd. which is 76.54 percentage of total revenue from area service.

B. Distribution

Distribution of Chemical Products

Ammonia

In the year 2022, there are 38 customers were sold through the Trader and End User segments, which were classified as follows.

Customer Group	Income (Million Baht)	(%)
1. Trader	387.45	66.27
2. End User	197.21	33.73
Total	584.66	100.00

The distribution was made through the 10 Traders, representing 66.27 percentage of the total revenue from Ammonia sales. The Company and Suppliers plan together to forecast the quantity of Ammonia annually and monthly delivery plan. The disposal of 28 end users, which is 33.73 percentage of the revenues from Ammonia sales. The Company sells the Ammonia to various customers and delivery according to customer's requirement. The Company has facilitated the supply and installation of storage tanks for customers which can make a good relationship for customer loyalty. At present, the Company has the storage tanks which are ready for installation service of new customers to meet the needs of customers.

Ammonium Hydroxide

In the year 2022, there are 14 customers were sold through the Trader and End User segments, which were classified as follows.

Customer Group	Amount (Million Baht)	(%)
1. Trader	36.83	50.53
2. End User	36.05	49.47
Total	72.88	100.00

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

Sulfuric Acid

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



Services

Warehouse services and logistics and liquid storage service had a period contract which agreed with the customer. In the port service, the Company provides services to customers located in Map Ta Phut Industrial Estate which is the type of bulk cargo such as cold rolled coils, hot rolled coil, structural steel, coal, gypsum, etc., that the Company has a team of experienced and proficient in providing business services on berths.

Competition

Distribution of Chemical Products

Ammonia

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

In the years 2018 – 2022, Thailand imported 481,642 tons, 428,473 tons, 343,922 tons, 438,462 tons and 317,498 tons of Ammonia respectively, mainly imported from Malaysia, Indonesia, Australia and Saudi Arabia (Source: www.customs.go.th). Most Ammonia is imported by operators which applying Ammonia in their production process of Caprolactam Acrylonitrile and Methyl Methacrylate. The rest are imported Ammonia for sales to other industrial operators such as Monosodium Glutamate industry and Latex industry.

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

Ammonium Hydroxide

Ammonium Hydroxide or Ammonia Solution is the main raw material for production to react with water, the concentration of Ammonium Hydroxide depends on the proportion of Ammonia mixed. Ammonium hydroxide is used in the Textile Industry, Pharmaceuticals, Rubber, Detergents, Gas separation plants, Power plants, Dyes and cleaning agents, etc. Ammonium Hydroxide used in Thailand mostly produced locally from imported Ammonia. For direct import of Ammonium Hydroxide in 2018 - 2022, Thailand imported 59 tons, 177 tons, 414 tons, 338 tons and 474 tons of Ammonium Hydroxide respectively, mainly from China approximately 91% of total import volume during year 2022 (Source: www.customs.go.th).

The Company has imported Ammonia to sell and have the raw materials used for the production of Ammonium Hydroxide, and also can produce Ammonium Hydroxide with the concentration as per customers' requirement. The Company has the potential to expand the customer base.

Sulfuric Acid

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

Sulfuric Acid is the raw material for many basic industries such as Fertilizers, Batteries, Textiles, Pulp, Tissue, Alum, Rubber, etc. In Thailand, Sulfuric Acid is not sufficient to domestic demand so it also depends on the import. For direct import of Sulfuric Acid in 2018 – 2022, it imported 790,737 tons, 681,054 tons, 649,087 tons, 681,495 tons and 707,985 tons of Sulfuric Acid respectively, mainly from Japan, South Korea, the Philippines and China PRC (Source: www.customs.go.th).

In 2022, The Company imported Sulfuric acid for sale, representing 53% of total Sulfuric acid import quantity.

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

2 Services

Warehouse services

During year 2022, Thailand's economy had gradually recovered from COVID-19 crisis while there was the pressure of inflation on demand especially the price of consumer products that is effected from Russia-Ukraine War. The inflation rate of year 2022 was increased highest by breaking record of these 14 years. Most countries' economy discovered including Thailand's economy. The warehouse service market is still gradually increased. However, the warehouse market depends on the economy and trading trend which will be as per the trend of international trade. In year 2022, the import and export was increased. In this regard, the Economic Intelligence Center: EIC by SCB forecasts the trend of Thailand's export will reduced to growth at rate of 3.4% due to the decreased export value and investment. (Source: www.sceic.com). However, the company is still able to maintain its existing customer base, the response was therefore as expected, as a result, the Company is less affected.

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

Logistics and Liquid storage service and Port services

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

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

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

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

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

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

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

Products and Services Supply

Distribution of Chemical Products

Ammonia

The Company imported Ammonia from 1 oversea supplier such as Petronas Group, Malaysia which the seller is an agent located in the country, which imported from Malaysia computing to 100% of the total import volume. The Company has a license to import Ammonia hazardous substances from various sources of reserves totally 8 sources and manufacturing plant licenses to operate Ammonia filling business including a business license that is harmful to health.

Ammonium Hydroxide

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

Sulfuric Acid

The Company imported Sulfuric Acid from 4 overseas suppliers such as Switzerland, Korea, Japan and United Arab Emirates which most of them are yearly contract which mainly imported from South Korea and Japan representing 31.47 and 29.75 percentage respectively of total import volume. The Company has a license to import hazardous materials, Sulfuric acid from 18 different reserved sources.

Services

For Warehouse Services, Logistics and Liquid storage service and Port services are located on the area of 274 Rai 0 Ngan 38.76 Square wah of land lease agreement for industry, Map Ta Phut Industrial Estate. The lease agreement already signed for renting with IEAT for the next 30 years, according to the rental rates and conditions that notified by IEAT. The Company has also entered into a Joint Operation Agreement for the construction of a Port with IEAT where the terminal area is approximately 265 meters in length for 30 years, by ending in 2026 and before the expiry date less than 1 year, the Company has the right to apply to IEAT to ask IEAT consider expansion the duration of use in the development area and such port. The Company and IEAT will agree on the details of the period and such benefits to be received in the next order.

Investment plan for the future

Although the continuous outbreak of the COVID-19 virus situation until the year 2022 shows signs of improvement, the economic situation is expected to improve slowly, which affects future investment planning and business strategies. Company need to prepare important measures and investment plans in the future that can provide sustainable long-term returns, as well as manage financial risks and liquidity.

The company has been implementing policies and long-term business plans to develop the potential of the business and continuously increasing the value of the company. Investments have been made in new projects that create value for the company in order to increase revenue and improve the company's profitability. The company has considered investment proportions based on the policy of sustainable and consistent growth, potential risks that may arise, profitability, and financial status of the company before making investment decisions in various projects.

Investment decisions must be approved by the Board of Directors and/or shareholders' meetings, as appropriate. This can be seen from the fact that NFCW Company, Limited. ("NFCW"), a subsidiary of the company with 100% equity holding, has invested in providing space services to operators of structural and piping modular systems (Steel Fabrication and Modular Assembly) and to operators of decommissioning of petroleum platform (De-Commissioning) ("the Project"), which is located on leased land in the Map Ta Phut Industrial Estate, with a lease term of 30 years to provide space, buildings, and structures to customers interested in the project. Customers entered in using the space, buildings, and structures have begun to receive partial services since May 2022 and are expected to receive full services in the first quarter of 2023.

Including other subsidiaries such as NFCT Co., Ltd., which is a wholly-owned subsidiary, held 100 percent shares by the company, held a ceremony to inaugurate the fuel tank farm project on June 15, 2022. It is expected that full-scale operations will begin in the second quarter of 2023.

In addition, in 2022, the company also developed joint projects with partners such as participating in a consortium to bid for the concession of the Map Ta Phut Industrial Port for a 30-year period to support the transportation of goods from factories in the Map Ta Phut Industrial Estate, which is expanding. This project will also help to reduce greenhouse gas emissions from transportation by trucks, improve the environment, and reduce PM2.5 dust emissions from truck transportation. The company also conducted a feasibility study for investment in tugboat services to provide long-term services for customers outside the Map Ta Phut Industrial Estate. Additionally, the company is pursuing opportunities to provide additional port services to enhance the utilization of its land.

However, the company's investment expansion is still based on the policy of sustainable and consistent growth. Therefore, the company has tasked the management team with studying the details of the economy, industry, laws and regulations, business operations, and potential risks in order to achieve the highest possible returns on investment while maintaining an acceptable level of risk. This will be done in accordance with risk management policy.

Assets used in business

Land, Buildings and Machinery

NFC Public Company Limited and its subsidiaries have assets for business use, which has a net book value as of December 31, 2022, with details as follows:

Assets	Location	Nature of ownerships	Book Value (Baht)
1. Land improvemen	Map Ta Phut Industrial Estate Rayong	Company owned	72,211,630
2. Buildings and Building improvements	Map Ta Phut Industrial Estate Rayong	Company owned	14,728,829
3. Port and Buildings	Map Ta Phut Industrial Estate Rayong	Company owned	34,100,507
4. Machinery and Equipment	Map Ta Phut Industrial Estate Rayong	Company owned	55,555,695
	Head Office	Company owned	1,603
	Rangsit Warehouse	Company owned	6,584,839
	Ammonia Customers Central Region	Company owned	4,490,863
	Ammonia Customers Western Region	Company owned	72,640
	Ammonia Customers Eastern Region	Company owned	108,583
	Ammonia Customers Southern Region	Company owned	11,178,538
5. Furniture Fixtures and Appliances	Head Office	Company owned	5,866
	Rangsit Warehouse	Company owned	4,311
	Map Ta Phut Industrial Estate Rayong	Company owned	753,359
6. Office Equipment	Head Office	Company owned	129,409
	Rangsit Warehouse	Company owned	2,788
	Map Ta Phut Industrial Estate Rayong	Company owned	513,950
7. Vehicles	Head Office	Company owned	181,906
	Map Ta Phut Industrial Estate Rayong	Company owned	632,276
8. Construction in progress	Map Ta Phut Industrial Estate Rayong	Company owned	2,082,360,077
9. Factory spare parts	Map Ta Phut Industrial Estate Rayong	Company owned	127,307
10. Right of Use Assets (Land Leasehold Right)	Map Ta Phut Industrial Estate Rayong	Long-term lease with Industrial Estate of thailand	4,212,549,926*
11. . Right of Use Assets (Lease of Land with Buildings)	Surat Thani Warehouse	Long-term lease with NP Marine Company Limited	1,614,578*
12. Right of Use Assets (Lease of Land with Buildings)	Rangsit Warehouse	Long-term lease with SC Management Company Limited	2,421,869*
13. Right of Use Assets (Lease and Service of Office Building)	Head Office	Long-term lease with N Holding Company Limited	4,231,769*

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

Shareholding Structure of the Group

The Company has 3 subsidiary companies as follows:

Business name	Type of business	registered capital (million baht)	paid-up capital (million baht)	proportion investment
NFCT Company Limited	which is operated in the business of a liquid warehouse service.	326	326	100.00%
NFCW Company Limited	which is operated in the business of a warehouse and yard service.	196	196	100.00%
NFCT Songkhla Company Limited	Provide liquid warehousing and transportation services.	1	1	100.00%



Investment Policy in Subsidiaries and associated companies

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

On July 23, 2019, NFCT Company Limited registered a capital increase of 325 million baht from the capital. The original registered amount of 1 million baht to a new registered capital of 326 million baht by issuing 3,250,000 new ordinary shares with a par value of 100 baht per share to support the capital increase from the company.

On October 20, 2020, NFCW Company Limited registered a capital increase of 195 million baht from the capital. The original registered amount of 1 million baht to a new registered capital of 196 million baht by issuing new ordinary shares of 1,950,000 shares with a par value of 100 baht per share to support the capital increase from the company.

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

Subsidiary supervision

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

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

Registered and paid-up capital

As of December 31, 2022, the company has a registered capital of 897.46 million baht and a paid-up capital of 815.87 million baht, divided into 1,087.83 million ordinary shares with a par value of 0.75 baht per share, using the name of the offering of securities as "NFC".

Dividend Policy

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

2. Risk Management

Performance report of the Risk Management Committee for the year 2022

Dear shareholders The Board of Directors has appointed the Risk Management Committee of NFC Public Company Limited, comprising 3 qualified members, namely Mr. Weerakorn Ongsakul is the Chairman of the Risk Management Committee. and 2 risk management committees is Mr.Poomchai Wacharapong and Mr. Wiboon Rasmeepaisarn The roles, duties and responsibilities of the Risk Management Committee is to formulate and review the organization's risk management policy. Supervise and monitor risk management plans and support cooperation in risk management at all levels in the organization. This ensures that NFC has a comprehensive risk management system covering all core activities. as well as in line with the strategic direction and goals of NFC.

In 2022, there were 3 meetings, which can be summarized as follows:

- Review the organization's risk management framework and policies to propose to the Board of Directors for approval.
- Consider, review and approve improvements to the organization's risk assessment criteria to be appropriate and consistent with the NFC business context.
- Determine the organization's key risks and review Key Risk Indicators to be appropriate and consistent with the acceptable risk level of the organization (Risk Appetite).
- Monitor the risk status, progress of risk management and changing corporate risks.
- Assess the adequacy of risk management measures, including the efficiency of the company's risk management and giving suggestions for improvement in accordance with the framework and risk management policy.
- Consider, review and approve the Business Continuity Plan to be consistent with the current situation.
- Report the performance of the Risk Management Committee to the Board of Directors every quarter The Risk Management Committee is committed to performing its duties responsibly. Manage risks in accordance with corporate governance principles and good internal control principles to ensure that NFC have risk management productive and control risks to an acceptable level for NFC business to operate, according to strategic plans and achieve objectives throughout the organization including being able to adapt to With the changes in the current situation, in order for NFC to be able to conduct business continuously and grow sustainably, the NFC Risk Management Policy and Framework refer to the risk management guidelines according to the COSO international standard. (The Committee of Sponsoring Organizations of the Treadway Commission), which covers the following five components:

Control environment

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

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

Risk assessment

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

Control activities

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

Information and communication

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

Follow-up evaluation

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

Risk factor

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

Strategic Risk

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

Human Resources Risk

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

Business continuity risk

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

3. Business Driving for Sustainability

About the content under this heading

Sustainability is at the heart of NFC's mid- and long-term business strategy and is integrated into every corner of the organization. important to the society, environment and corporate governance of NFC corporate strategy and expectations of stakeholders The NFC Sustainability Report 2022 is based on international reporting standards such as Global Reporting Standard (GRI) and the SEC's Guidelines, Form 56-1 One Report.

Reporting guidelines

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

Content scope

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

Stakeholder Engagement and Significant Issues

stakeholder participation

Throughout 2022, NFC has worked with various stakeholders. to maintain a good relationship and receive feedback or guidance on their expectations of NFC by the five main stakeholder groups listed in the table below. It reflects the NFC ecosystem, where each stakeholder has a key role to play in creating long-term value and sustaining NFC business growth.



Stakeholder group	Participation guidelines	Issues of Interest/Expectations	NFC's response to those issues
1. Customers	<ul style="list-style-type: none"> customer interview/ service inspection 	<ul style="list-style-type: none"> quality of service Data Protection customer's personal 	<ul style="list-style-type: none"> Commitment and relentlessness. in providing quality service Best with transparency and honesty Secret Classification and access to data (Data Classification)
2. Staff	<ul style="list-style-type: none"> Channels for submitting suggestions and complaints (via the company website) Ways to contact Personnel Development Agency satisfaction survey 	<ul style="list-style-type: none"> Compensation and fair benefits and able to compete with the market Career Advancement Employee competency development Safety and Occupational Hygiene 	<ul style="list-style-type: none"> Compensation, promotion, and welfare that are fair and motivating. Leadership Development Program and ability according to the responsibilities Safety at work
3. Business partners	<ul style="list-style-type: none"> Business visit and joint meeting Channels for submitting suggestions, and complaints 	<ul style="list-style-type: none"> Ability development business partner Fair business practices. Building strategic partnerships. 	<ul style="list-style-type: none"> Training and development business partner Fair purchasing policy Collaboration Strategic with potential partners
4. Community and Society	<ul style="list-style-type: none"> Opportunity visits. Organizing activities with the community 	<ul style="list-style-type: none"> Opportunity to work with NFC Community well-being 	<ul style="list-style-type: none"> Provide an opportunity to work with NFC Donations, community development and support
5. Government	<ul style="list-style-type: none"> Opportunity to meet and visit 	<ul style="list-style-type: none"> Compliance with the law. and related regulations Good Corporate Governance 	<ul style="list-style-type: none"> Supervise the compliance with laws and regulations. Related Building a foundation good corporate governance

Important issues

Materiality Assessment

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

Important issues

	Responsive Strategy	Target
Environmental		
Climate change	Driving business through innovation environmentally friendly	Supporting Global Goals and Goals of the country according to the Paris Agreement on Climate change to try control the global temperature to a maximum 2 degrees Celsius by driving business with environmentally friendly innovations.
Social		
Occupational Safety and Health	Raise awareness of road safety participatory and sustainable	Improved framework according to the safety and occupational policy Health care to be more intense. • Accidents on the road. Road Zero (0)

	กลยุทธ์ในการตอบสนอง	เป้าหมาย
Social (continued)		
Community well-being	Create equal opportunities and promote knowledge to the community	E-commerce business support and social commerce in the country
Potential and Leadership Development of employees	<ul style="list-style-type: none"> • Develop employees to be ready to support business needs • Drive to develop the potential of employees. • Increase employee productivity. 	Have employee development strategies and courses that correspond to business needs
Human rights and practices per employee	<ul style="list-style-type: none"> • Build knowledge on human rights and labor rights • Promote example employees • Treat employees fairly. 	<ul style="list-style-type: none"> • No sexual abuse and no Discrimination in the workplace • Achieve campaign objectives. • HI STEP The Idol • Employee Engagement Score towards the organization equivalent to the average of Thailand
Corporate Governance		
Build business standards ethical	Promote policies and practices in good corporate governance throughout the organization	The number of employees who pass the ethics assessment according to the Sunshine training program 100%
Promote the quality of service excellence	Offer excellent service beyond customer expectation	Speed and punctuality in the delivery of services and products
Protection of customer personal	Requires data retention Personal is a matter of organization, must be focused and contained in NFC risk management	<ul style="list-style-type: none"> • Update the policy accordingly, with the Personal Data Protection Act • No leakage of personal information of customers.
Sustainable business cooperation	Promote sustainable business cooperation	<ul style="list-style-type: none"> • Fair procurement. • Promote cooperation with partners, potential business



Performance in 2022

Environmental

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

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

Social

Safety Priority and occupational health of employees

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

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

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

Personnel development

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

Soft Skill Development Course

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

Focus on human rights

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

Good corporate governance

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

Protection of customer personal information

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

4. Management Discussion and Analysis

Management Discussion and Analysis for year ended 31 December 2022

Operating Performance

For the year ended 31 December 2022, the Company's net profit attributable to equity holders of the Company was 150.36 MB., net profit decreased 202.53 MB. or 57.39% compared to last year.

- Other Income decreased by 425.62 MB. or 89.86% as during the year 2021 the Company realized sales of leasehold rights by 452.62 MB
- Gross Profit increased by 138.76 MB. or 100.60 %
- Total Expenses decreased by 42.39 MB. or 25.45%
- Financial Cost increased by 35.67 MB. or 134.25%
- Tax expenses decreased by 77.68 MB or 117.22%
- Portion of non-controlling interests in subsidiaries loss decreased by 0.09 MB. or 13.04%

Details are as followings:

Revenues from sales and services

For the year ended 31 December 2022, the Company had total revenue from sales and services of 2,746.29 MB., increased by 1,382.14 MB. or 101.32% compared to last year because

- ▶ Revenue from sales of chemical products was 2,496.52 MB., increased by 1,230.94 MB. or 97.26% compared to last year due to
 - Sales of Sulfuric acid increased by 964.94 MB. or 110.40%. due to the global market price increased. The average sale price per ton increased by 104.69% and sale volume increased by 10,132 tons or 2.79%.
 - Sales of Ammonia increased by 233.40 MB. or 66.44%. due to the global market price increased. The average sale price per ton increased by 67.18% and sale volume slightly decreased by 60 tons or 0.44%
 - Sales of Ammonium Hydroxide increased by 32.60 MB. or 80.93%. The average sale price per ton increased by 90.13% and sale volume decreased by 397 tons or 4.84%.
- ▶ Total service income was 249.77 MB., increased by 151.20 MB. or 153.39% compared to last year due to
 - Revenue from warehouse service increased by 4.44 MB. or 13.10% due to expansion of service area.
 - Revenue from Logistic & Liquid warehouse service decreased by 0.82 or 1.47%.
 - Revenue from Port Service decreased by 0.68 MB. or 7.58% due to the decrease of company's terminal traffic.
 - Revenue from space service area increased by 113.50 MB. due to the new service contract acquired during the year 2022.
 - Revenue from space service area of a Subsidiary Company of 34.76 MB. during the year 2022.

Cost of sales and services and gross margin

For the year ended 31 December 2022, the Company's cost of sales and services was 2,469.60 MB., increased by 1,243.38 MB. or 101.40% compared to last year while gross margin was decreased to 10.08% against last year at 10.11% due to

- ▶ Cost of chemical products increased by 1,207.43 MB. or 99.97% compared to last year due to
 - Cost of sale Sulfuric acid increased by 953.95 MB. or 105.21% due to the increased in the price of imported chemical products in accordance with the market price trend.
 - Cost of sale Ammonia increased by 221.42 MB. or 85.59%
 - Cost of sale Ammonium Hydroxide increased by 32.09 MB. or 75.53%

- ▶ The gross margin of chemical products increased by 23.50 MB. or 40.70%, however the gross margin ratio decreased to 3.25% compared to last year at 4.56%. As a result, the cost of chemical products is higher than the revenue of chemical products.
- ▶ Cost of services increased by 35.93 MB. or 195.48% compared to last year due to increased service cost.

Other income

For the year ended 31 December 2022, the Company had other income that not related to the main business of 48.05 MB., decreased by 425.62 MB. or 89.86% compared to last year, resulting from

- During the year 2021 the Company realized sales of leasehold rights by 452.62 MB.
- Gain from change of lease agreements by 21.54 MB.
- Gain from exchange rate increased by 10.35 MB.
- Gain from disposal of assets decreased by 2.83 MB.
- Reversal of the reserve for obsolete inventories decreased by 0.43 MB.
- Interest income increased by 0.55 MB.
- Other income decreased by 1.88 MB.

Total expenses

For the year ended 31 December 2022, the Company had total expenses of 124.16 MB., decreased by 42.39 MB. or 25.45% compared to last year due to

- ▶ Selling expenses decreased by 2.05 MB. or 5.73%, due to transportation cost to the customer decreased.
- ▶ Administrative expenses decreased by 40.34 MB. or 30.84% resulting from
 - For the year 2021,
 - the company had realized the loss of disposal on assets by 30.58 MB.
 - Provision for impairment of assets decreased by 4.65 MB.
 - Depreciation on under-utilized assets decreased by 14.70 MB.
 - Employee expenses increased by 7.86 MB.
 - Provision for impairment of investments increased by 1.08 MB.
 - Other administrative expenses decreased by 0.65 MB.

Financial Costs

For year ended 31 December 2022, the Company had Financial Costs of 62.24 MB., increased by 35.67 MB. or 134.25% when compared to last year from right of use according to TFRS#16 increased by 34.55 MB. Interest expenses and Bank charges from Financial Institutions increased by 1.12 MB.

Tax expense

For year ended 31 December 2022, the Company recognized Tax Revenue of 11.41 MB. consisted of the decrease of deferred tax assets of 2.63 MB. and the decrease of deferred tax liabilities of 12.09 MB. net of the actual paid of additional corporate income tax in year 2022 of 3.31 MB.

Financial Position

From the Company's financial position statement as at ended 31 December 2022, the Company had total assets of 7,673.53 MB., total liabilities of 6,247.45 MB., and shareholders' equity of 1,426.08 MB. or book value of 1.31 Baht per share, and at the end of 2021, the Company had total assets of 3,696.94 MB., total liabilities of 2,420.06 MB., Non-controlling interests of subsidiaries loss 2.86 MB. and shareholders' equity of 1,279.74 MB. or book value of 1.18 Baht per share.

As at 31 December 2022, the Company had a working capital in cash of 619.57 MB., with enough for current operation business and able to support future business expansion. The significant changed for financial position of the Company are as follows.

- ▶ As of 31 December 2022, the Company's total assets were 7,673.53 MB., increased by 3,976.59 MB. or 107.56% compared to the end of year 2021 as per following details
 - Cash and cash equivalents of 619.57 MB., increased by 394.91 MB. or 175.78% from net cash flow provided from operating activities compared to last year.
 - Trade accounts receivable and other current account receivables were by 188.30 MB., decreased by 424.21 MB. or 69.26% from other current receivables decreased by 467.84 MB. from the receipt of leasehold right disposal in year 2021, Net trade accounts receivable increased by 43.63 MB.
 - Inventories were 153.53 MB., increased by 51.95 MB. or 51.13% from the decrease of Sulfuric acid goods in transit by 40.74 MB., Ammonia increased by 91.26 MB. Ammonium Hydroxide increased by 0.26 MB., Supplies and others increased by 1.17 MB.,
 - Current tax assets 20.01 MB. due to the Company and its subsidiaries have the withholding tax deducted at source during the year 2022 but there is no tax liabilities for the year 2022 since the Company had realized the tax loss from disposal of investment in a subsidiary company and the remaining subsidiaries have not started their full operation and carried on with loss carried forwarded in their books.
 - Others current financial asset of 10.66 MB., decreased by 11.18 MB. or 51.19% from the decrease of Deposit as collateral for Trade Credit Facilities with Financial Institutions.
 - Property, plant and equipment (PPE) of 2,283.74 MB., increased by 491.80 MB. or 27.45% due to from Purchase and investment of PPE during the year of 539.92 MB., which consists of invest Fuel Tank Farm project of NFCT about 195.82 MB., Open-Yard Space Service project of NFCW by 335.51 MB. the purchase of assets and equipment of NFC 8.59 MB., Depreciation during the period is 47.38 MB. and net impact on disposal of fixed assets by 0.74 MB.
 - Right of use asset of 4,220.82 MB., increased by 3,372.45 or 397.52% as during the year the Company and its subsidiaries had entered into an additional contracts of long-term lease therefore the Company had to record Right of Use according to TFRS 16.
 - Other non-current asset of 38.84 MB. decreased 17.10 MB. or 30.57% due to amortized for the advance of subsidiary's construction Fuel Tank Farm project.
- ▶ As of 31 December 2022, the Company had total liabilities of 6,247.45 MB., increased by 3,827.39 MB. or 158.15% compared to the end of year 2021.
 - Bank overdraft and short-term loan from financial institution of 484.12 MB., increased by 263.25 MB. or 119.19% from increased usage credit facilities (LC/TR) with financial institutions by 29.85 MB. and promissory note (P/N) from Fuel Tank Farm project of NFCT by 233.40 MB.
 - Trade accounts payable and other current account payable of 437.64 MB., increased by 243.32 MB. or 125.23% due to net trade account payable decreased by 58.12 MB., Other trade payables increased by 301.44 MB. of Project NFCW increased by 201.46 MB., advance service income increased by 143.32 MB., Construction payable decreased by 23.38 MB., accrued benefit expenses decreased by 2.02 MB., and other account payable decreased by 17.94 MB.

- Current portion of long - term loans by 66.47 MB. from Fuel Tank Farm project of NFCT.
 - Current portion of lease liabilities decreased by 14.13 MB. or 49.41%.
 - Long-term loans from financial institutions increased by 1.18 MB. or 0.12% from Fuel Tank Farm project NFCT.
 - Lease liabilities by 4,186.17 MB. increased by 3,395.95 MB. or 425.75% from the additional long-term lease.
- ▶ As of 31 December 2022, the Company had shareholders' equity of 1,426.08 MB., increased by 149.20 MB. or 11.68 % compared to the end of year 2021 due to the Company's comprehensive profit of 149.80 MB. and a portion of non-controlling interests in subsidiaries of loss 0.60 MB. The Company has a paid-up capital 815.87 MB. ordinary shares 1,087.83 million shares at par value 0.75 Baht.

Cash flow Statement of the Company

For the year ended 31 December 2022, the Company had net increased in cash flow by 394.91 MB., cash and cash equivalents at the beginning of the period was by 224.66 MB. As a result, cash and cash equivalents at the end of the period was 619.57 MB. due to.

- Cash flow used in from the operating 747.64 MB. resulting from net profit before income tax of 138.34 MB. other current receivables decreased by 430.26 MB., trade and other payables increased by 301.35 MB., depreciation and amortization 155.24 MB. and other current working capital increased by 277.55 MB.
- Cash flow used in investing 394.64 MB., mostly due to investment in the Fuel Tank Farm project NFCT 126.46 MB., Open-yard Space Service Project of NFCW by 260.99 MB., purchase of assets and equipment of NFC 8.59 MB., purchase intangible assets by 0.19 MB. and proceed from sale of assets and interest income by 159 MB.
- Net cash flow provided from financing activities 41.91 MB. resulting from received long-term loans from financial institutions for NFCT project and net received on trade credit facilities LC/TR to Financial Institutions 263.25 MB. and payment for lease liabilities of 180.42 MB.

NFC PUBLIC COMPANY LIMITED AND SUBSIDIARY

Summary of financial position	For year ended		For year ended		For year ended	
	December 31, 2020		December 31, 2021		December 31, 2022	
	(Thousand Baht)	%	(Thousand Baht)	%	(Thousand Baht)	%
ASSETS						
CURRENT ASSETS						
Cash and cash equivalents	108,768	3.82	224,659	6.08	619,574	8.07
Trade and other current receivables	179,030	6.29	612,509	16.57	188,298	2.45
Inventories	41,767	1.47	101,585	2.75	153,533	2.00
Current tax assets	2,109	0.07	0.00	0.00	20,011	0.26
Other current financial assets	9,389	0.33	21,839	0.59	10,656	0.14
Other current assets	1,702	0.06	12,407	0.34	9,667	0.13
Non-current assets or disposal groups classified as held for sale	13,980	0.49	-	-	-	-
Total Current Assets	356,745	12.52	972,999	26.32	1,001,739	13.05
NON - CURRENT ASSETS						
Other non - current financial assets	12,129	0.43	11,963	0.32	110,448	1.44
Property, plant and equipment	1,318,934	46.31	1,791,937	48.47	2,283,745	29.76
Right of use assets	976,968	34.30	848,369	22.95	4,220,818	55.00
Other intangible assets other than goodwill	1,519	0.05	936	0.02	511	0.01
Deferred tax asset	20,199	0.71	14,799	0.40	17,432	0.23
Other non - current assets	161,816	5.68	55,937	1.51	38,837	0.51
Total Non - Current Assets	2,491,565	87.48	2,723,941	73.68	6,671,790	86.95
TOTAL ASSETS	2,848,310	100.00	3,696,940	100.00	7,673,530	100.00

NFC PUBLIC COMPANY LIMITED AND SUBSIDIARY

Summary of financial position	For year ended		For year ended		For year ended	
	December 31, 2020		December 31, 2021		December 31, 2022	
	(Thousand Baht)	%	(Thousand Baht)	%	(Thousand Baht)	%
LIABILITIES AND SHAREHOLDERS' EQUITY						
CURRENT LIABILITIES						
Bank overdraft and short-term loan from financial institutions	93,508	3.28	220,875	5.97	484,121	6.31
Trade and other current payables	374,696	13.16	194,312	5.26	437,636	5.70
Current portion of long - term liabilities	0.00	0.00	66,233	1.79	66,468	0.87
Current portion of lease liabilities	41,793	1.47	28,602	0.77	14,465	0.19

Corporate income tax payables	0.00	0.00	54,188	1.47	0.00	0.00
Current provisions for employee benefits	7,303	0.26	6,647	0.18	2,312	0.03
Other - current liabilities	0.00	0.00	0.00	0.00	6,805	0.09
Total Current Liabilities	517,300	18.16	570,857	15.44	1,011,807	13.19
NON - CURRENT LIABILITIES						
Long - term loans from financial institutions	489,164	17.17	1,021,048	27.62	1,022,230	13.32
Lease liabilities	884,238	31.03	790,218	21.37	4,186,170	54.55
Deferred tax liabilities	8,690	0.30	12,192	0.33	0.00	0.00
Non - current provisions for employee benefits	1,762	0.06	3,891	0.11	3,191	0.04
Other non - current provisions	18,367	0.63	18,306	0.50	18,290	0.24
Other non - current liabilities	3,445	0.12	3,545	0.10	5,759	0.08
Total Non - Current Liabilities	1,405,666	49.35	1,849,200	50.02	5,235,640	68.23
TOTAL LIABILITIES	1,922,967	67.51	2,420,057	65.46	6,247,447	81.42
SHAREHOLDERS' EQUITY						
Share capital - ordinary share						
Authorized share capital	897,462	31.51	897,462	24.28	897,462	11.70
Issued and paid share capital	815,875	28.64	815,875	22.07	815,875	10.63
Surplus (Deficit) from business combination under the common control	(255,264)	(8.96)	(255,264)	(6.90)	(255,264)	(3.33)
Retained earnings						
Legal reserve	24,380	0.86	47,136	1.28	58,000	0.76
Unappropriated	274,955	9.65	632,562	17.11	788,007	10.27
Other components of shareholder's equity	67,566	2.37	39,432	1.06	22,926	0.30
Total equity attributable to owners of the company	927,512	32.56	1,279,741	34.62	1,429,544	18.63
Non-controlling interests of subsidiaries	(2,168)	(0.08)	(2,858)	(0.08)	(3,462)	(0.05)
TOTAL SHAREHOLDERS' EQUITY	925,344	32.49	1,276,883	34.54	1,426,082	18.58
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	2,848,310	100.00	3,696,940	100.00	7,673,529	100.00

NFC PUBLIC COMPANY LIMITED AND SUBSIDIARY

Summary of Operating Results	For year ended		For year ended		For year ended	
	December 31, 2020		December 31, 2021		December 31, 2022	
	(Thousand Baht)	%	(Thousand Baht)	%	(Thousand Baht)	%
REVENUES						
Revenue from sales of chemical products	615,676	85.60	1,265,584	92.77	2,496,522	90.91
Revenue from services	103,609	14.40	98,568	7.23	249,768	9.09
Total Revenues from Sales and Services	719,285	100.00	1,364,151	100.00	2,746,290	100.00
COSTS OF SALES AND SERVICES						
Cost of chemical products sold	525,259	73.03	1,207,848	88.54	2,415,284	87.95
Cost of services	23,415	3.25	18,375	1.35	54,313	1.98
Total Costs of Sales and Services	548,674	76.28	1,226,223	89.89	2,469,596	89.92
Gross profit	170,611	23.72	137,928	10.11	276,694	10.08
Other income	16,456	2.29	473,666	34.72	48,054	1.75
Profit Before Expenses	187,067	26.01	611,594	44.83	324,748	11.82
Selling expenses	34,480	4.79	35,768	2.62	33,717	1.23
Administrative expenses	149,516	20.79	130,787	9.59	90,447	3.29
Financial costs	15,220	2.12	26,570	1.95	62,244	2.27
Total expenses	199,216	27.70	193,125	14.16	186,408	6.79
Profit (Loss) Before income Tax expense						
Income (Expense) Tax	(12,149)	(1.69)	418,469	30.67	138,340	5.04
NET PROFIT (LOSS) FOR THE YEAR	2,896	0.40	(66,270)	(4.86)	11,412	0.42
Financial costs	(9,253)	(1.29)	352,199	25.81	149,752	5.45

Summary Statement of Cash Flows	Ended December 31		
	2020	2021	2022
	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)
Net Cash provided from (Used in) Operating Activities	386,451	(102,852)	748,581
Net Cash provided from (Used in) Investing Activities	(805,377)	(418,530)	(395,577)
Net Cash provided from (Used in) Financing Activities	440,195	637,272	41,911
NET INCREASE (DECREASE) CASH AND CASH EQUIVALENTS	21,269	115,890	394,915
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	87,500	108,769	224,659
CASH AND CASH EQUIVALENTS AT END OF PERIOD	108,769	224,659	619,574

Statement of Cash Flows	Ended December 31		
	2020	2021	2022
	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)
Cash Flows from Operating Activities			
Profit (Loss) before income Tax expense	(12,149)	418,469	138,340
Cash Flows from Operating Activities	0	0	0
Profit (Loss) before income Tax expense	(12,149)	418,469	138,340
Adjustments to reconcile profit (Loss) to net cash provided (Used)			
Adjustment on financial costs	15,220	26,570	62,244
Adjustment on Trade receivable (Increase) Decrease	3,189	(26,891)	(38,914)
Adjustment on Other receivable from other operations (Increase) Decrease	16,390	(408,222)	430,260
Adjustment on Inventories (Increase) Decrease	102,719	(59,390)	(51,937)
Adjustment on Other assets (Increase) Decrease	(34,270)	24,506	(125,065)
Adjustment on Trade payable Increase (Decrease)	(18,649)	62,652	(58,617)
Adjustment on Other payable from other operations Increase (Decrease)	252,997	(256,457)	301,354
Adjustment on Other liabilities (increase) decrease	0	100	(53,768)
Depreciation Depletion and Amortisation charge	122,157	109,839	155,235
Adjustment of loss on Impairment Asset (Reverse)	(30,236)	(2,691)	1,274
Adjustment on Provisions liabilities (Reverse)	12,290	13,783	567
Adjustment on Unrealized (Gain) loss on exchange rate	(5)	418	500
Adjustment on Bad debt and allowance for doubtful accounts (Reverse)	0	770	0
Adjustment on loss from inventories devaluation (Reverse)	(66,000)	(429)	(11)
Other adjustments with non-cash	(449)	1,255	0
Adjustment on loss (Gain) on disposal of non-current assets	51,710	(3)	80
Adjustment other on cash from investment or borrowings	(7,306)	(391)	478
Net Cash provided from (Used in) Operating Activities	407,608	(96,112)	762,021
Interest expenses	(18,735)	(6,630)	(8,208)
Other cash provided (Used) - Provisions for employee benefit	(2,422)	(110)	(6,171)
Net Cash provided from (Used in) Operating Activities	386,451	(102,852)	747,641
Cash Flows from Investing Activities			
Proceeds from disposal of Equity Instruments or debt Instruments from other parties	0	0	0
Investment in subsidiaries Increase	(808,497)	(418,503)	(396,039)
Cash paid for purchase of intangible assets	(36)	(32)	(193)
Loans to related parties	2,032	5	654
Cash paid for deposit Assets in progress	0	0	0
Loans to other persons or related parties	(27,000)	0	0
Cash received from loans to unrelated parties or related parties	27,000	0	0
Other Proceeds (cash paid) from Operating Activities-Provision for employee benefit	0	0	0
Proceeds from Interest received	1,124	0	940
Net Cash provided from (Used in) Investing Activities	(805,377)	(418,530)	(394,638)

Cash Flows from Financing Activities			
Proceeds from long term loans	495,346	598,118	0
Cash received (paid) from short - term loans	10,428	127,367	263,246
Dividends paid	0	0	0
Cash paid for decreasing lease liabilities	(56,972)	(51,753)	(180,423)
Interest expenses	(8,607)	(36,460)	(40,912)
Net Cash provided from (Used in) Financing Activities	440,195	637,272	41,911
NET INCREASE (DECREASE) CASH AND CASH EQUIVALENTS	21,269	115,890	394,915
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	87,500	108,769	224,659
CASH AND CASH EQUIVALENTS AT END OF YEAR	108,769	224,659	619,574

Financial Ratios

NFC PUBLIC COMPANY LIMITED AND SUBSIDIARY

	For the Year Ended December 31		
	2020	2021	2022
(LIQUIDITY RATIOS)			
Current Ratio (Times)	0.69	1.70	0.99
Quick ratio (times)	0.45	1.32	0.67
Cash Ratio (Times)	1.03	(0.19)	0.95
Account Receivable Turnover (Times)	4.21	3.89	28.58
Average collection period (days)	85.60	92.57	12.59
Inventory turnover (times)	8.74	16.85	18.93
Receivable conversion period (days)	41.21	21.36	19.01
Account Payable Turnover (Times)	8.94	14.67	40.78
Payable convention period (days)	40.29	24.54	8.83
Cash Cycle (Days)	86.52	89.39	22.78
(PROFITABILITY RATIOS)			
Gross Profit Margin (%)	23.72%	10.11%	10.08%
Operating Profit Margin (%)	4.27%	28.26%	5.13%
Cash to Profit Ratio (%)	1,258.01%	(26.68)%	534.10%
Net Profit Margin (%)	(1.22)%	25.87%	5.45%
Return on Equity (%)	(0.94)%	31.98%	10.21%
(EFFICIENCY RATIOS)			
Return on Assets (%)	0.15%	13.60%	3.53%
Return on Fixed Assets (%)	14.69%	35.67%	17.46%
Total Assets Turnover (Time)	0.36	0.42	0.48
(FINANCIAL POLICY RATIOS)			
Debt to Equity Ratio (Time)	2.08	1.90	4.38
Interest Coverage Ratio (Time)	26.58	(5.37)	12.91
Obligation coverage Ratio (cash basis) (Time)	0.47	(0.23)	1.64
Dividend Payout Ratio (%)	0.00	0.00	0.00

Summary of financial position and operating Performance of subsidiary

(Unit: Million Baht)

Item	Rayong Bulk Terminal Co., Ltd.			NFCT Co., Ltd.			NFCW Co., Ltd.		
	2020	2021	2022	2020	2021	2022	2020	2021	2022
Total Assets:	53.24	22.40	0.00	1,917.45	2,324.47	2,504.69	615.21	551.07	2,430.64
Total Liabilities	66.18	39.46	0.00	1,597.17	2,007.34	2,186.02	502.09	422.71	2,186.02
Total Shareholders' Equity	(12.95)	(17.06)	0.00	320.28	317.13	318.68	113.12	128.36	165.61
Net Income	0.01	0.00	0.00	0.05	0.00	(0.00)	0.00	0.00	34.76
Net Profit	(2.93)	(4.12)	0.00	(4.95)	(3.18)	0.95	(4.84)	(25.71)	0.20
Book value per share (Baht)	(0.17)	(0.22)	0.00	98.24	97.28	97.75	57.71	65.49	84.49

Item	NFCT Songkhla Co., Ltd.		
	2020	2021	2022
Total Assets	0.00	0.98	0.97
Total Liabilities	0.00	0.00	0.00
Total Shareholders' Equity	0.00	0.98	0.97
Net Income	0.00	0.00	0.00
Net Profit	0.00	(0.02)	(0.02)
Book value per share (Baht)	0.00	9.82	9.82

5. General and Key Information

General Information

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



Litigation

In 2021, Rayong Bulk Terminal Co., Ltd., a subsidiary, has to cease its business operation as a result of the termination of the joint operating agreement with Industrial Estate Authority of Thailand ("IEAT") according to an order granted by the Central Bankruptcy Court.

However, after concerned parties jointly agreed to develop and manage the port in the original subsidiary's territory, the subsidiary had proceed with the withdrawal of all lawsuits or petitions against IEAT in order to settle the cases. On November 30, 2021, all debtors requested the Central Bankruptcy Court to discharge in bankruptcy of the subsidiary which, on December 7, 2021, was granted an order to discharge in bankruptcy publication and published in the Government Gazette on February 15, 2022. Rayong Bulk Terminal Co., Ltd. is registered its dissolution with the Department of Business Development on July 12, 2022.



Part
2 Corporate
Governance





6. Corporate Governance Policy
7. Governance Structure and Management and important information about the board Sub-committees, executives, employees and others
8. Report on key performance in corporate governance
9. Internal Control and related party transaction

6. Corporate Governance Policy

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

- Build trust for shareholders and trust for those around you to lead to sustainable growth.
- Set guidelines for conducting business with ethics, respect for rights and be responsible. to shareholders and stakeholders
- Create transparency. responsibility (Accountability) of the Board of Directors
- Create values that are beneficial to society and the environment.

Performance

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

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

Principle 1:

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

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

- Be able to compete and have good operating results, taking into account the long-term impact. (Competitiveness and Performance with Long-term Perspective)
- Conduct business with ethics. Respecting rights and being responsible To shareholders and stakeholders (Ethical and Responsible Business)
- Benefit to society and develop or mitigate negative impacts Environmental (Good Corporate Citizenship)
- Able to adapt in every situation. Changes (Corporate Resilience)

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

Principle 2:

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

Principle 3:

Strengthen the Board of Directors productive

The Board of Directors consists of 11 members who are diverse in terms of skills, experience and knowledge and are able to perform their duties efficiently in accordance with Business factors such as business size, type of business and business complexity, with one third being independent directors and non-executive directors.

The chairman of the board is a non-executive director and has a role to play. The duties are clearly separated from the Chief Executive Officer. check which is independent to help consider the agenda meeting to ensure that the agenda is appropriate have enough information and have proper balance

- The Company's director has a term of office of 3 years
- At the annual general meeting of shareholders The number of directors is one-third of the total number of directors in the position. the longest must be out of the agenda If the number of directors cannot be divided into 3 parts, the number closest to one-third shall be used as the number of directors who vacate office may be re-elected for another term.
- Shareholders have equal rights in electing directors by stipulating that 1 share is equal to 1 vote.
- Any director who wishes to resign from office must submit a resignation letter, which will be effective from the date the resignation letter reaches NFC.
- The Board of Directors has the power to appoint directors. Instead of the director who asked to resign and NFC had to notify the resignation or the appointment of directors to investors through channels of the Stock Exchange of Thailand

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

- Holding no more than 1% of the number of shares with voting rights % of the number of shares with voting rights
- Do not be a director who takes part in the management, employee, employee, consultant who receives a regular salary. Persons with control over the previous 2 years, except in the case of termination of government service. or an advisor to a government agency which is a major shareholder or The controlling person may not be more than 2 years.
- Do not be a person who has a blood relationship or by Legal registration with directors or executive
- Do not engage in transactions or be a significant shareholder. or authority Controlled entities do transactions with the company with a transaction value of not more than 20 million baht or 3% of NTA, whichever is lower than in the previous 2 years.
- Do not be an auditor of the company, parent company, subsidiary company, associated company, major shareholder Controlling authority during the previous 2 years
- Do not be a provider of other professional services or be a significant shareholder. controlling authority Partners of legal entities that provide services that have Services exceeded 2 million baht in the previous 2 years.

Board of Directors Meeting and sub-committees

The Board of Directors requires at least 6 meetings per year, for subcommittees to hold at least 4 meetings per year and meetings for non-executive directors. Have a meeting at least once a year by planning meetings and regulations. The meeting agenda must be made at least 3 months in advance of the year-end closing date of each year. For each meeting, the agenda must be sent at least 7 days in advance, while if there is a special agenda, it must be sent at least 14 days in advance. However, if there is an urgent case, NFC may call a meeting. Board of Directors and sub-committees in order to In accordance with good corporate governance principles, directors can request details about meetings or Further NFC operations can be obtained by contacting the company secretary. or management via email or other channels provided by NFC voting at the meeting The Board of Directors sets a quorum for the meeting. The minimum must be at least half of the total number of directors. Directors can choose to attend the meeting via the system. electronic as prescribed by the Royal Decree on Meetings through electronic media B.E. 2563 has also set forth in any meeting agenda that directors may have conflicts benefit That director will not be allowed access. Documents supporting the agenda of the said meeting, including not participating in decision making and consideration of giving opinions

Director's Remuneration

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

Director development and evaluation performance of duties of directors

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

Supervision of Subsidiaries and Associated Companies

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

Principle 4:

Recruiting and developing top executives and personnel management

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

Human resource development policy

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

Succession Plan Policy

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

Remuneration Structure for Directors, Executives and Employees

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

Understanding the structure and the relationship of shareholders

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

Personnel development

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

Principle 5:

Promote innovation and business responsibly

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

- Support for innovation
- Research and Development
- Creating benefits for customers and stakeholder groups
- Reflecting on social and environmental responsibility. in the Operation Plan and Strategies to create sustainability in the business value chain
- Corporate Governance to have corporate governance. Information Technology (IT Governance)
- Resource allocation and management. which takes into account the impact and resource development throughout the business value chain

Principle 6:

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

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

Operational supervision

The Board of Directors has assigned the Company Secretary Department to supervise. Supervise the operation of NFC, the Board of Directors, executives and employees in accordance with the Public Limited Companies Act B.E. 2535, the Securities and Exchange Act B.E. and the Securities and Exchange Commission for other laws relating to business Legal and Quality Management and Management Agencies The risk is the caretaker.

Conflict Management Monitoring of benefit

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

Anti-Corruption and Guidelines

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

Principle 7:

Maintain financial credibility and disclosure

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

Disclosure approval

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

- The results of the sufficiency assessment of the internal control system\
- The auditor's opinions on the financial reports and the auditor's observations regarding the internal control system, including the auditor's observations through other communication channels (if any).
- Opinion of the Audit Committee
- Consistency with the objectives, key goals, strategies and policies of the organization.

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

Monitoring of liquidity adequacy financial and debt repayment ability

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

Channels for disseminating information to the public

The Board of Directors requires that information be disclosed on the website, of regulatory agencies, such as the website of the stock exchange of Thailand and the Securities and Exchange Commission stock market including the NFC investor relations website, holding events for investors and analysts. Quarterly and annually (Analyst Meeting) Organizing Opportunity Day and Road Show both domestically and internationally to shareholders Retail investors, analysts and institutional investors

Agencies and Persons Responsible for Disclosure

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

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

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

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

- Vision, Mission and Values
- Nature of business
- List of the Board of Directors and Executives
- Financial statements and reports on financial status. and the operating results of both the current and the previous year
- Form 56-1 One Report, which can be downloaded.
- Any other information or documents that NFC provides to analysts. fund manager or various media
- Group structure including subsidiaries, associated companies, joint ventures
- Direct and indirect shareholding of directors major shareholder senior management
- Invitation to the General and Extraordinary General Meeting of Shareholders
- Company Articles of Association memorandum
- Good Corporate Governance Policy Anti-Corruption Policy Governance and Management Policy
- information technology Risk Management Policy including how to manage various risks
- Charter or duties and responsibilities, qualifications, term of office of the Board of Directors. including matters that must be received Board of Directors' approval, charter or duties, responsibilities, qualifications, tenure of office Audit Committee and other sub-committees
- Code of Conduct for Employees and Directors of the Company, including Investor Relations Code of Conduct.
- Agency contact information or complaint or the person responsible for investor relations Company secretary, such as the name of the person who can provide information phone number e-mail

Principle 8:

Encourage participation and communication with shareholders

With the Board of Directors attaching importance to the rights and Equity of Shareholders in Any Participation with NFC The Board of Directors ensures that shareholders, both large and small, are involved in making important decisions. including access to the information necessary for consideration Agenda for the Annual General Meeting of Shareholders.

Disclosure of accurate, complete and sufficient information and exercise of shareholders' rights

The Board of Directors has ensured that all important legal issues and that may affect the direction of business operations to be considered and/or the approval of shareholders. The aforementioned issues will be included in the meeting agenda. Shareholders who will ensure that the notice of the shareholders' meeting contains accurate, complete and sufficient information for the exercise of shareholders' rights. along with relevant documents which will be published in both Thai and English which will be published on the website 30 days in advance of the meeting date according to the principle good corporate governance and will be sent out to shareholders at least 21 days prior to the meeting date.

Shareholder meeting

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

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

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

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

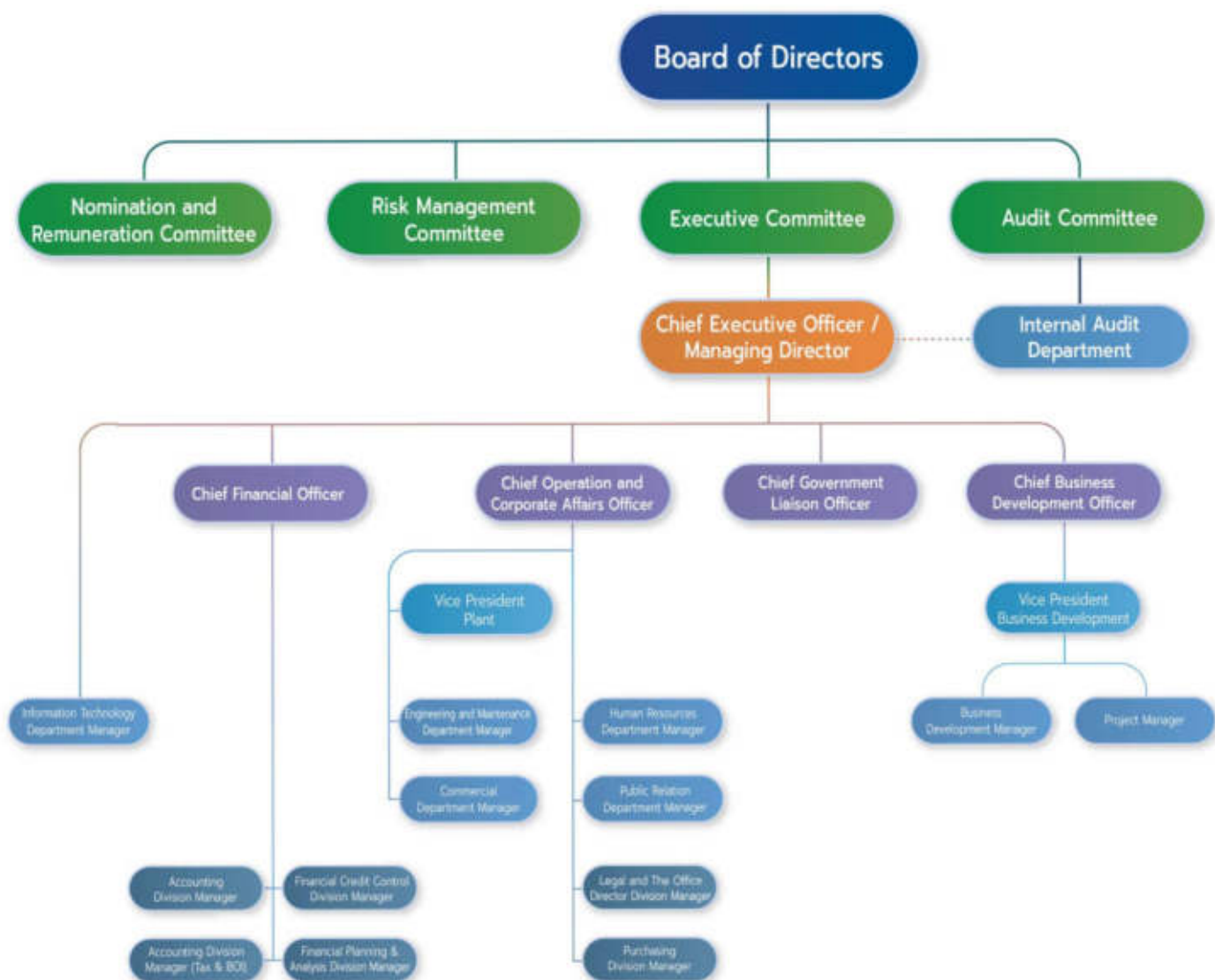
All directors and senior management will attend the meeting, so that shareholders can ask questions on various issues relevant before the meeting. The company secretary has informed the shareholders. Know the number and proportion of shareholders attending the meeting, for himself and for the shareholders who appoint proxies. Meeting method, vote and vote counting in the election of directors require shareholders to vote individually.

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

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

7. Corporate Governance Structure and important information about the board Sub-committees, executives, employees and others

Organization Chart



Board of Directors



Mr. Nuttaphob Ratanasuwanthawee

Chairman of the Board



Mr. Nataphong Ratanasuwanthawee

Vice Chairman of the Board
Chairman of the Executive Committee
Chief Executive Officer



Mr. Kurujit Nakornthap

Independent Director
Chairman of the Audit Committee



Mr. Weerakorn Ongsakul

Independent Director / Chairman of the Risk Management Committee / Chairman of the Nomination and Remuneration Committee



Mr. Poomchai Wacharapong

Independent Director / Member of the Audit Committee / Member of the Risk Management Committee / Member of the Nomination and Remuneration Committee



Mrs. Aree Termwattanapakdee

Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee



Mr. Wiboon Rasmeepaisarn

Director / Member of the Risk Management Committee



Mrs. Bongkot Rungkornpaisarn

Director / Member of the Executive Committee / Chief Government Liaison Officer



Miss Danupha Suwanchavee

Director / Member of the Executive Committee / Chief Operation and Corporate Affairs Officer
(Resigned effective from February 23, 2023)

Mr. Nuttaphob Ratanasuwanthawee

Chairman of the Board

Education

- Honorary Doctorate of Business Administration, Rajamangala University of Technology Krungthep
- Master Degree, Master of Arts-Political Science, Ramkamhaeng University
- Bachelor Degree, Bachelor of Arts-Political Science, Ramkamhaeng University



Diploma

- Thai Institute of Directors Association (IOD)
- Directors Accreditation Program (DAP) 28/2004
- Directors Certification Program (DCP) 53/2005
- Financial Statement for Directors 17/2005
- Senior Executive Program of the Capital Market Academy (CMA) Class 29

Current position

- 2022 - present : Director and Chairman of Board of Director, NFC Public Company Limited.
- 1985 - present : Chairman and Managing Director of SC Group
 - SC Management Co., Ltd.
 - SC Offshore Services Co., Ltd.
 - SC Offshore Co., Ltd.
 - SCENA Offshore Co., Ltd.
 - SC Carrier Co., Ltd.
 - NP Marine Logistics Co., Ltd.
 - Strategic Port link Co., Ltd.
 - SC Auto Logistics Co., Ltd.
 - PKR Logistics Co., Ltd.
 - SCG Logistics Co., Ltd.
 - Chemical and Aromatic (Thailand) Co., Ltd.
 - Liquid Gas Supply Co., Ltd.
 - SC Corporation Co., Ltd.
 - SC Groups Co., Ltd.
 - SC Groups Holding Co., Ltd.
 - Thai International Dockyard Co., Ltd.
- 2002 - present : Director of Roong Natee Co., Ltd.
- 2018 - present : Chairman of NFCT Company
- 2018 - present : Chairman of NFCW Company

Experience

- 2006 - 2022 : Chief Executive Officer of NFC Public Company Limited.
- 2015 - 2017 : Chairman and Managing Director of Thai Pipe Line Network Co., Ltd
- 1995 - 2017 : Chairman and Managing Director of NP Marine Co., Ltd.
- 2013 - 2016 : Vice Chairman and Executive Committee of Begistics Public Company Limited (Formerly Bangpakong Terminal Public Company Limited)
- 2012 - 2017 : Chairman and Managing Director of Neco-Trans Siam Co., Ltd. (Formerly AMT-SC (Thailand))



Mr. Nataphong Ratanasuwanthawee

Vice Chairman of the Board / Chairman of the Executive Committee / Chief Executive Officer

Education

- Bachelor Degree, Public Administration, Ramkhamhaeng University

Diploma

- Directors Accreditation Program (DAP) Class 132/2016, Thai Institute of Directors (IOD)

Current position

- Chief Executive Officer and Managing Director of NFC Public Company Limited.
- Managing Director of N Holding Co., Ltd.
- Director and Managing Director of NFCT Co., Ltd.
- Director and Managing Director of NFCW Co., Ltd.
- Director of Coastal Port Link Company Limited.
- Director of Port Operation and Service Company Limited.
- Director of SC Group
 - Chemical and Aromatic (Thailand) Company Limited.
 - SC Carrier Company Limited.
 - SCG Logistics Company Limited.
 - SC Management Company Limited.
 - SC Offshore Service Company Limited.
 - NP Marine Logistics Company Limited.
 - Strategic Portlink Company Limited.
 - SC Group Holding Company Limited.
 - PKR Logistics Company Limited.
 - SC Auto Logistics Co., Ltd.
 - SCENA Offshore Company Limited.
 - Thai International Dockyard Company Limited.
 - SC Group Company Limited.
 - Liquid Gas Supply Company Limited.
 - Eastery Mall Co.,Ltd. (SC Oil & Gas Supply Co.,Ltd).
 - SC Corporation Company Limited.
 - SC SIRAPAT COMPANY LIMITED.
 - NP Songkhla Port Co., Ltd.
 - NP Samui Port Co., Ltd.

Experience

- 2014 - July 2018 : Director of Thai Pipeline Network Co., Ltd.
- 2014 - 2017 : Director of NP Marine Company Limited.

Mr. Kurujit Nakornthap

Independent Director / Chairman of the Audit Committee

Education

- Ph.D. in Petroleum Engineering, University of Oklahoma, U.S.A.
- Master of Engineering in Petroleum Engineering, University of Oklahoma, U.S.A.
- Bachelor of Engineering in Petroleum Engineering, University of Oklahoma, U.S.A.



Diploma

- Training Record with Thai Institute of Directors (IOD)
- Director Accreditation Program (DAP 64/2007)
- Audit Committee Program (ACP 32/2010)
- Role of Compensation Committee (RCC 12/2011)
- R-CF-Chairman Forum (R – CF 2/2013)
- Collective Action Against Corruption Conference (C – Conference 1/2014)
- Advance Audit Committee Program (AACP 43/2022)
- Financial Reporting Cases: A Monitoring Guide for Board (RFP 6/2022)

Current position

- Independent Director / Chairman of the Corporate Governance Committee / Member of the Audit Committee (Non-Executive Director), Global Power Synergy Public Co., Ltd.
- Independent Director, Bound And Beyond Public Company Limited
- Member of the Council of State
- Co-Chairman (Thailand), Malaysia - Thailand Joint Authority
- School Councilor, Vajiravudh College
- Executive Director and Petroleum Institute of Thailand Foundation.

Experience

- Oct, 2015 - Aug, 2017 : Chairman of Energy Affairs Committee and Member of the National Reform Steering Assembly (NRSA)
- Feb, 2016 - Oct, 2016 : Executive Member of the National Research Council of Thailand
- Jun, 2015 - Sep, 2015 : Permanent Secretary, Ministry of Energy
- Oct, 2014 - Jun, 2015 : Deputy Permanent Secretary, Ministry of Energy
- Oct, 2014 - Sep, 2015 : Member of National Reform Steering Assembly
- Jul, 2014 - Sep, 2014 : Director - General, Department of Mineral Fuels, Ministry of Energy
- 2011 - 2014/2015 : Director and Chairman of the Board, Electricity Generating Authority of Thailand (EGAT)



Mr. Weerakorn Ongsakul

Independent Director / Chairman of the Risk Management Committee / Chairman of the Nomination and Remuneration Committee

Education

- Ph.D. Electrical Engineering, Texas A&M University
- Master of Science, Electrical Engineering, Texas A&M University
- Bachelor of Engineering, Electrical Engineering, Chulalongkorn University

Diploma

- The Executive Program in Energy Literacy for a Sustainable Future, Thailand Energy Academy Class 16
- Super Series Batch 2: Leadership & Effective Corporate Culture, IRDP & Judge Business School, University of Cambridge, Institute of Research and Development for Public Enterprises (IRDP)
- Director Certification Program (DCP) Class 272/2019
- Director Accreditation Program (DAP) Class 21/2004
- Senior Executive Program of the Capital Market Academy (CMA) Class 29
- CFA Level I : CFA Institute
- CFA Level II : CFA Institute
- CFA Level III : CFA Institute
- ERP Level I (Energy Risk Professional) : Global Association of Risk Professional (GARP)
- ERP Level II (Energy Risk Professional) : Global Association of Risk Professional (GARP)
- The Program on Experience Japan for PEA Management Executives: The Association for Overseas Technical Cooperation and Sustainable Partnerships

Current position

- 2022 - Present : Independent Director / Chairman of Risk Management Committee, NFC PLC
- 2020 - Present : Chairman / Independent Director / Chairman of Audit Committee / Chairman of Remuneration Committee / Member of Nomination Committee, Sri Trang Gloves (Thailand) PLC.
- 2019 - Present : Member of Audit Committee / Member of Remuneration Committee / Member of Risk Management Committee, Sri Trang Gloves (Thailand) PLC.
- 2021 - Present : Director, Salo Tech (Thailand) Co., Ltd.
- 2018 - Present : Chairman / Chairman of Risk Management Committee, Jitta Wealth Asset Management Co., Ltd.
- 2017 - Present : Professor, Asian Institute of Technology
- 2017 - Present : Director, Star Energy Services Co., Ltd.
- 2011 - Present : Director, Mitr Samphan Narathiwat Co., Ltd.

Experience

- 2021 - 2022 : Director, Thai Encom Co., Ltd.
- 2018 - 2022 : Director / Chairman of Risk Management and Internal Control Committee, PEA ENCOM International Co., Ltd.
- 2018 - 2021 : Director, Provincial Electricity Authority
- 2017 - 2020 : Independent Director, Information Technology Group Co., Ltd.

Mr.Poomchai Wacharapong

Independent Director / Member of the Audit Committee /
Member of the Risk Management Committee /
Member of the Nomination and Remuneration Committee



Education

- Master (Economics) North Texas State University, U.S.A.
- Bachelor of Economics, Kasetsart University.

Diploma

- Certificate, Senior Executive Program (SEP), Sasin Graduate Institute of Business Administration of Chulalongkorn University.
- Certificate, Director Certification Program (2008): IOD
- Certificate, Roles of the Chairman Program (2008): IOD

Current position

- Nov 2022 - Present : Independent Director of the NFC PCL
: Member of the Audit Committee of the NFC PCL
: Member of the Risk Management Committee of the NFC PCL
: Member of the Nomination and Remuneration Committee of the NFC PCL
- May 2018 - Present : Executive Director of the Matching Maximize Solution PCL
- May 2018 - Present : Director of the Media Studio Co., Ltd.
- Jun 2016 - Present : Advisor of the HR Pro Security and Services Co.,Ltd.
- Mar 2015 - Present : Director of the Baansuay Group Co., Ltd. (Suratthani)
: Executive Director of the Baansuay Group Co., Ltd. (Suratthani)
- Jan 2014 - Present : Director of the Matching Maximize Solution PCL
- Feb 2014 - Present : Director of The Studio Park (Thailand) Co.,Ltd.
- Feb 2014 - Present : Director of the Gear Head Co., Ltd.
- Oct 2013 - Present : Director of the TV Digital HR Co., Ltd.
- Oct 2010 - Present : Director of the Grand Larn Luang Co., Ltd.

Other Companies/ Organizations

- Nov 2018 - Nov 2020 : Director of the TSP Production Service Co., Ltd.
- Nov 2018 - Jan 2020 : Chairman of the Board of Director, Transformation Film Co., Ltd.
- Jul 2014 - Mar 2020 : Director of the Time Lapse Co., Ltd.
- Jul 2014 - Jan 2020 : Director of the Transformation Film Co., Ltd.
- Nov 2017 - Dec 2019 : Chief Executive Officer of the Gear Head Co., Ltd.
- Jan 2014 - Dec 2019 : Chief Executive Officer of the Matching Maximize Solution PCL
- Jan 2014 - May 2018 : Chief Executive Officer of the Matching Maximize Solution PCL
: Chairman of the Executive Committee of the Matching Maximize Solution PCL
- Feb 2014 - Jan 2018 : Director of the Book Maker Co., Ltd.



Mrs. Aree Termwattanapakdee

Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee

Education

- Master Degree / Master of Business Administration from Chulalongkorn University
- Bachelor Degree / Bachelor of Business Administration in Accounting from Ramkhamhaeng University

Diploma

- Training the Trainer from Anti-Money Laundering officer (AMLO)
- Director Accreditation Program (DAP) 112/2014 organized by Thai Institute of Directors Association (IOD)
- Laundering office of Anti-Corruption: The Practical Guide (ACPG) 1/2012 organized by Thai Institute of Directors Association (IOD)
- Effective Minutes Taking (EMT) 18/2010 organized by Thai Institute of Directors Association (IOD)
- Board Reporting Program (BRP) 4/2010 organized by Thai Institute of Directors Association (IOD)
- Monitoring Fraud Risk Management (MFM) 2/2010 organized by Thai Institute of Directors Association (IOD)
- Monitoring the System of Internal Control and Risk Management (MFM) 8/2010 organized by Thai Institute of Directors Association (IOD)
- Company Secretary Program (CSP) 26/2008 organized by Thai Institute of Directors Association (IOD)
- Audit Committee Program (ACP) 22/2008 organized by Thai Institute of Directors Association (IOD)
- Senior Executive Program of the Capital Market Academy (CMA) Class 1

Current position

- Chief of Compliance & Internal Audit Department and secretary of Audit Committee, Krungthai Xspring Securities Company Limited
- Chairperson of Compliance Club Association of Thai Securities Companies

Experience

- 2014 - 2018 : Independent Director and Audit Committee of Begistics Public Company Limited (Formerly Bangkok Terminal Public Company Limited)

Mr. Wiboon Rasmeepaisarn

Director / Member of the Risk Management Committee

Education

- Master Degree (Business Administration),
Thammasat University (M.B.A.)
- Bachelor Degree (Accounting),
Chulalongkorn University (B.A., Accounting)



Thai Institute of Directors (IOD)

- Directors Accreditation Program 28/2004
- Directors Certification Program 147/2011
- Role of the Compensation Committee 13/2011
- Monitoring Fraud Risk Management 8/2012
- Monitoring of the Quality of Financial Reporting 16/2012
- Monitoring the Internal Audit Function 13/2012
- Monitoring system of Internal Control and Risk Management 13/2012
- Audit Committee Program 41/2012
- Anti-Corruption for Executive Program 13/2014
- Role of the Chairman Program 35/2014

Training Courses by others Institute

- Techsauce Global Summit 2019
- Exponential Manufacturing Thailand 2019
- Sustainability in the digital age : Know quickly and Usage
- The Impact of Financial Reporting Standards : Financial Instruments
- TFRS 16 : Lease
- Transfer Pricing Act

Current position

- Independent Director / Audit Committee / Risk Management Committee /
Nomination and Remuneration Committee of Ananda Development Property Public Company Limited.
- Director of Mena Transport Public Company Limited.
- Director and Executive committee of Eltek Power Company Limited.
- Director and Managing Director of Warach Paisarn Company Limited.
- Director of Professional Laboratory Management Corp Public Company Limited.

Experience

- 2018 - Jul 2020 : Director of Mena Transport Company Limited.
- 2013 - Sep 2019 : Director of Technor Company Limited.



Mrs. Bongkot Rungkornpaisarn

Director / Member of the Executive Committee /
Chief Government Liaison Officer

Education

- Master Degree, Master of Business Administration, Chulalongkorn University
- Bachelor Degree of Accounting, Chulalongkorn University

Diploma

- Directors Accreditation Program 28/2004
- Company Secretary Program 74/2016

Current position

- Director and Chief Government Liaison Officer of NFC Public Company Limited.
- Director of NFCT Co., Ltd.
- Director of NFCW Co., Ltd.
- Director of Rayong Bulk Terminal Company Limited
- Director of SC Group
- Director of Consulting by KP Co., Ltd.
- Director of D Medical Instrument Co., Ltd.
- Director of Thai Herb Recipe Company limited
- Director of Better Earth Co., Ltd.

Experience

- 2013 - Sep 2019 : Director of Technor Company Limited

Miss Danupha Suwanchavee

Director / Member of the Executive Committee /
Chief Operation and Corporate Affairs Officer



Education

- Master of Business Administration, National Institute of Development Administration.
- Bachelor of Business Administration, Information and Computer Management, Saint John's University
- Diploma of Business Administration computer major, Rajamangala Institute of technology campus bophit phimuk mahamek

Diploma

- Directors Accreditation Program (DAP) Class 199/2022, Thai Institute of Directors (IOD)
- Company Secretary Program (CSP) Class 132/2022, Thai Institute of Directors (IOD)

Current position

- Chief Operation and Corporate Affairs Officer of NFC Public Company Limited.
- Executive Vice President of NFCT Company Limited.
- Executive Vice President Human Resources and Procurement receives certificate of N Holding Co., Ltd.
- Senior Vice President, Marine logistics, SC Group of companies.
- Executive Vice President, Land Logistic, SC Group of companies.
- Managing Director of SC Auto Logistics Co., Ltd.
- Managing Director of SC Carrier Co., Ltd.

Experience

- 2019 - 2020 : Executive Vice President of SC Auto Logistics Co., Ltd.
- 2012 - 2019 : Senior Vice President, Land Logistic of SC Carrier Co., Ltd.
- 2007 - 2012 : Director of Operations, Good Team Enterprise Co., Ltd.
- 1993 - 2007 : Thailand Fleet Supervisor of Esso (Thailand) Public Co., Ltd.

Note: Resigned effective from February 23, 2023

INFORMATION REGARDING THE BOARD OF DIRECTORS

Management structure of the Company consists of the Board of Directors and four subcommittees namely:

- 1) Executive Committee
- 2) Audit Committee
- 3) Nomination and Remuneration Committee
- 4) Risk Management Committee

Information of the Board of Directors

As at 31 December 2022, the Board of Director consists of nine following qualified persons:

Name		Position	Type of Directors
1. Mr.Nuttaphob	Ratanasuwanthawee	Chairman of the Board	Executive Director
2. Mr.Nataphong	Ratanasuwanthawee	Vice Chairman of the Board / Chairman of the Executive Committee	Executive Director
3. Mr.Kurujit	Nakornthap	Director / Chairman of the Audit Committee	Independent Director
4. Mr.Weerakorn	Ongsakul	Director / Chairman of the Risk Management Committee / Chairman of the Nomination and Remuneration Committee	Independent Director
5. Mr.Poomchai	Wacharapong	Director/ Audit Committee/ Risk Management Committee / Nomination and Remuneration Committee	Independent Director
6. Mrs.Aree	Termwattanapakdee	Director/ Audit Committee / Nomination and Remuneration Committee	Independent Director
7. Mr.Wiboon	Rasmeepaisarn	Director/ Risk Management	Non-Executive Director
8. Mrs.Bongkot	Rungkornpaisarn	Director	Executive Director
9. Miss Danupha	Suwanchavee	Director	Executive Director

Remarks

In 2022, the Director resigned from the position as follows:

1.1 Effective since 1 May 2022 onwards.

- 1.1 Dr.Sunee Sornchaitanasuk Director , Risk Management Committee

2. Effective since 1 September 2022 onwards

- 2.1 Gen. Montree Sungkasap Chairman of the Board of Directors and Director
- 2.2 Mr. Virasak Sutanthavibul Independent director, Chairman of the Audit Committee
- 2.3 Mr. Yongyos Palanitisena Director, Risk Management Committee
- 2.4 Mr. Kijja Smunyahirun Director

Duties and Responsibilities of the Board of Directors

1. To oversee the Corporate Governance with an ethic, for example, making Code of Business Conduct for Directors, Management and employees of the Company as well as acknowledge rules and follow up on the implementation.
2. To consider approval of the business policies, targets, operation plans, business strategies and annual budgets of the Company.
3. To consider the appointment of a person who possesses qualifications and does not possess any characteristics prohibited under the Public Company Act B.E. 2535 (1992) and the laws governing securities and exchange and any relevant rules, regulations and/or notifications to be Director in case there is a vacancy due to a cause other than retirement by rotation.
4. To consider the appointment of Independent Directors by taking into consideration qualifications and prohibited characteristics under the laws governing securities and exchanges, notifications of the Capital Market Supervisory Board, including relevant rules, regulations and/or notifications of the Capital Market Supervisory Board, SET or propose to a shareholders' meeting for such appointment.
5. To consider the appointment of Audit Committee members who have qualifications under the laws governing securities and exchange notifications of the Capital Market Supervisory Board, including rules, regulations and/or notifications of the SET.
6. To consider the appointment of Executive Directors from among the directors or the management of the Company and prescribe their roles, powers, duties and responsibilities.
7. To consider the appointment of sub-committee to assist in the operation according to the Board of Director's responsibilities
8. To appoint and change the names of Directors who can have the power to sign to bind the Company.
9. To nominate other people to manage the operations of the Company under the control of the Board or authorize the person to have power for the period of time, as the Board deems appropriate. The Board may remove or change the power of the person.
10. To consider approval of transactions relating to acquisition or disposition of assets, except where such transactions require approval by a shareholders' meeting. Such approval must comply with the notifications of the Capital Market Supervisory Board, and/or SET's relevant rules, regulations and/or notifications.
11. To consider approval of connected transactions, except where such transactions require approval from a shareholders' meeting. Such approval must comply with the Capital Market Supervisory Board and/ or SET's relevant rules, regulations and/or notifications.
12. To consider approval for interim dividend payment when it considers that the Company has sufficient profits to do so and to report such payment to the following shareholders' meeting. The Board of Directors shall elect a Director to be the Chairman. If it is deemed appropriate, the Board of Directors may consider electing one or many directors to be Vice Chairman, who shall be assigned by the Chairman to perform duties to conduct the Company's business according to the Articles of Association. The Board of Directors shall meet at least once every three months.
13. To perform with responsibility, caution, and faithfulness and conduct the Company's business according to the laws, Company's objectives, Articles of Association, and resolutions of the shareholders' meeting, except for matters required by law to be approved at shareholders' meetings, entering into connected transactions, and any purchase or sale of material assets under the regulations of the SET or those prescribed by other government authorities.
14. To perform duties with responsibility and caution, like a person with common sense, it will conduct business under the same situation.
15. To perform duties with honesty, the highest beneficially of the Company. The aim is appropriate and it will not conduct conflicts with the benefit of the Company significantly.
16. To provide with the Company's Secretary which he/she will respond on behalf of the Company or the Board of Directors in regard to the registration committee, the notice of the meeting, the meeting report of the Board of Directors and/or Shareholders of including with the annual report.

17. To determine the Company's visions, missions, directions and strategy by fully express opinions and share information that is beneficial for the determination of the Company's direction.
18. To review and approve the Company's key strategies, policies, objectives, plans, and financial goals as well as oversee and monitor the management team to consistently follow the set out plans to ensure effective and efficient implementation of visions, direction, and strategies.
19. To oversee that the Company has a credible accounting system, financial statements and audit system as well as efficient and effective internal auditing process
20. To consider key risk factors and determine comprehensive risk management strategy as well as oversee that the management teamwork under an efficient risk management system and predict possible risks from new business opportunities.
21. To established guidelines for the careful consideration of transactions involving possible conflicts of interest for the Company and its shareholders, whereby anyone having an interest in any agenda item must disclose such interest to the meeting, and foregoes the right to take part in deciding on that item.
22. Must have a self-evaluation annually in order to be a guideline to examine the performance of the Board of Directors
23. To provide each group of shareholders with communication channels as well as monitor that the Company has accurate, transparent, and credible information disclosure with high standard.

Miss Danupha Suwanchavee was appointed as the Company Secretary on September 1, 2022

Education

Master of Business Administration, National Institute of Development Administration.

Bachelor of Business Administration, Information and Computer Management, Saint John's University

Diploma of Business Administration computer major, Rajamangala Institute of technology campus bophit phimuk mahamek.

Diploma

Directors Accreditation Program (DAP) Class 199/2022, Thai Institute of Directors (IOD)

Company Secretary Program (CSP) Class 132/2022, Thai Institute of Directors (IOD)

Current position

Chief Operation and Corporate Affairs Officer of NFC Public Company Limited.

Executive Vice President of NFCT Company Limited.

Executive Vice President Human Resources and Procurement receives certificate of N Holding Co., Ltd.

Senior Vice President, Marine logistics, SC Group of companies.

Executive Vice President, Land Logistic, SC Group of companies.

Managing Director of SC Auto Logistics Co., Ltd.

Managing Director of SC Carrier Co., Ltd.

Experience

2019 - 2020 : Executive Vice President of SC Auto Logistics Co., Ltd.

2012 - 2019 : Senior Vice President, Land Logistic of SC Carrier Co., Ltd.

2007 - 2012 : Director of Operations, Good Team Enterprise Co., Ltd.

1993 - 2007 : Thailand Fleet Supervisor of Esso (Thailand) Public Co., Ltd.

Note:

Resigned effective from February 23, 2023

Subcommittees/Specific Committees

Currently, NFC Public Company Limited has appointed four subcommittees, which are the audit committee, risk management committee, nomination and remuneration committee, and management committee. The duties and responsibilities of the subcommittees are as follows:

The Audit Committee

Composition and Qualifications

1. The audit committee shall consist of at least three independent directors of the company who possess qualifications as specified in the announcement of the Securities and Exchange Commission and Stock Exchange of Thailand. The Audit Committee shall include at least one auditor who has sufficient knowledge and experience to audit the reliability of financial statements.
2. The board of director shall appoint the audit committee, consisting of a chairman and audit committee members. The audit committee who has completed his/her term may be reappointed by the board of directors.
3. The head of the internal audit (if any) unit shall act as the secretary of the audit committee, responsible for assisting and supporting the operations of the Audit Committee in terms of arranging meetings, preparing agendas, submitting supporting documents, recording meeting minutes, and performing other duties as assigned by the audit committee.

Term

1. The audit committee shall serve in accordance with the term as directors of the company, and the audit committee member who has completed the term may reappointed. Other than retire as stipulate in this paragraph, the audit committee member may vacate as follow:
 - Death
 - Resignation
 - Failure to meet the qualifications for being an audit committee member under this Charter or the criteria of the Securities and Exchange Commission.
 - The board of directors passes a resolution to remove the audit committee member from the position.
2. An audit committee member who wishes to resign from the position must submit a resignation letter to the chairman of the board of directors and report it to the board of directors.
3. In the event that all members of the audit committee vacate their positions, the outgoing members must continue to hold the positions until the new audit committee members are approved and appointed by the board of directors.
4. In the event that the position of the audit committee becomes vacant for reasons other than the expiration of the term, the board of directors must appoint a person who meets the qualifications to be a full member of the audit committee within 90 days to ensure that the number of audit committee members is as prescribed by the board of directors. The appointed member can only hold office for the remaining term of the vacated audit committee member they replace.

Duties and Responsibilities of the Audit Committee:

1. Assess and verify that the company's financial reporting is accurate and sufficiently disclosed in accordance with generally accepted accounting standards.
2. Assess and verify that the company has appropriate and effective internal control and internal audit systems.
3. Assess and verify that the company complies with securities and stock exchange regulations and relevant laws pertaining to its business.
4. Select, nominate, and propose independent persons to serve as the company's auditors and recommend their remuneration to the board of directors for approval at the annual shareholders meeting. Also, to meet with the auditors at least once a year without the presence of management.
5. Assess and approve the internal audit plan, budget, and staffing as well as the appointment, transfer, and termination of the head of the internal audit department to ensure the independence of the internal audit function.

6. Assess and approve any related party transactions or potential conflicts of interest in compliance with the regulations and requirements of the Thai stock exchange, ensuring that such transactions are reasonable and provide maximum benefits to the company.
7. Prepare the audit committee report, signed by the audit committee chairman, and disclose it in the company's annual report according to the criteria set by the stock exchange. The following includes information such as:
 - a) Comments on the completeness and reliability of the financial report of the company.
 - b) Comments on the adequacy of the company's internal control system.
 - c) Comments on compliance with securities and stock market laws, stock market regulations, or laws related to the company's business.
 - d) Comments on the suitability of the auditor.
 - e) Comments on items that may have conflicting benefits.
 - f) Number of audit committee meetings and attendance of each member.
 - g) General comments or observations the audit committee has obtained from performing its duties according to the charter.
 - h) Other items that shareholders and general investors should be aware of within the scope of responsibilities assigned by the company's board of directors.
8. The authority to hire consultants or specialists to provide opinions or advice when necessary, with the company responsible for expenses in accordance with the company's regulations.
9. The authority to invite relevant management or personnel of the company to attend meetings or provide additional information as needed.
10. Assess the audit committee charter at least once a year, as necessary, to ensure that it is up-to-date and appropriate for the organization's environment and present it to the company's board of directors for approval in case of changes or to inform them if there are no changes.
11. Perform other duties assigned by the company's board of directors with the necessary authority.

Meeting: The audit committee shall hold meetings at least once a quarter and the chairman of the audit committee may convene additional meetings as deemed necessary and appropriate.

As of 2022, the audit committee of NFC Public Company Limited consisted of the following members:

No.	Name-Surname	Position
1	Mr.Kurujit Nakornthap	Chairman
2	Mr.Poomchai Wacharapong	Member
3	Mrs.Aree Termwattanapakdee	Member

Risk Management Committee

Composition and Qualifications

1. The risk management committee shall consist of at least three directors, at least one of whom shall be an independent director.
2. The Risk management committee shall elect and appoint one director as Chairman of the risk management committee.

Term

1. The risk management committee shall serve in accordance with the term as directors of the company, and the risk management committee member who has completed the term may be reappointed. Other than retire as stipulate in this paragraph, the risk management committee member may vacate as follow
 - Death
 - Resignation
 - Failure to meet the qualifications for being a director under this Charter or the criteria of the Securities and Exchange Commission.
 - The Board of Directors of the company passes a resolution to remove them from office.
2. A director of the risk management committee who wishes to resign from their position shall submit their resignation to the Chairman of the Board of the company and report to the Board of Directors for information.
3. In the event that the entire risk management committee ceases to hold office, the outgoing risk management committee must remain in office until the newly appointed Risk management committee is approved and appointed by the Board of Directors.
4. In the event that a position on the risk management committee becomes vacant for reasons other than the expiration of the term of office, the Board of Directors shall appoint a person with the necessary qualifications to be a director of the risk management committee within 90 days, so that the risk management committee has the full number of directors as prescribed by the board of directors, who shall serve for the remainder of the term of office of the directors...

Duties and Responsibilities of Risk Management Committee:

1. Assess and propose appropriate and effective policies/practices regarding various risks associated with the company's operations to the company's board of directors.
2. Develop a risk management plan and process for the entire organization.
3. Monitor and evaluate compliance with the company's risk management framework throughout the organization.
4. Perform any other duties assigned by the company's board of directors with approval from the risk management committee.
5. Assess the risk management charter at least once a year as necessary to ensure it is up-to-date and appropriate for the company's environment, and present it to the board of directors for approval in case of any changes, or to inform them if there are no changes.

Meetings: The risk management committee shall hold at least two meetings per year, and may invite relevant company management, executives, or employees or anyone else they see fit to attend the meetings to provide input or relevant information as necessary and appropriate.

As of 2022, the Risk Management Committee of NFC Public Company Limited consists of the following members:

No.	Name-Surname	Position
1	Mr.Weerakorn Ongsakul	Chairman
2	Mr.Poomchai Wacharapong	Member
3	Mr.Wiboon Rasmeepaisan	Member

Executive Committee

Composition and Qualifications

1. The Executive committee must consist of at least three members.
2. The Chief Executive Officer serves as a member of the Executive committee ex officio.
3. The Executive committee is responsible for selecting and appointing the remaining members of the Board of Directors. The Executive committee selects and appoints one member to serve as the Chairman of the Board of Directors.
4. The Chairman of the Executive committee must not be the same person as the Chairman of the Board of Director in order to check and balance power in the company's operations.

Term

1. The executive committee shall serve in accordance with the term as directors of the company, and the executive committee member who has completed the term may be reappointed. Other than retire as stipulate in this paragraph, the executive committee member may vacate as follow
 - Death
 - Resignation
 - Failure to meet the qualifications for being a director under this Charter or the criteria of the Securities and Exchange Commission
 - The Board of Directors passes a resolution to remove them from their position.
2. A member of the Executive committee who wishes to resign from their position must submit a resignation letter to the Chairman of the Executive committee and report to the Board of Directors.
3. In the event that all members of the Executive committee are removed from office, the outgoing Executive committee shall remain in office until the new Executive committee is approved and appointed by the company's Board of Directors.
4. In the event that a position on the Executive committee becomes vacant for any reason other than the completion of the term of office, the company's Executive committee shall appoint a qualified person to fill the position within 90 days in order to ensure that the Executive committee has the full complement of members as prescribed by the company's Board of Directors.

Duties and Responsibilities of the Executive committee:

1. Consideration of the annual budget allocation as proposed by the management before presenting it to the Executive committee for approval. The Board has the authority to approve changes and additions to the budget by up to 15% without convening a meeting. However, any changes beyond that percentage must be presented to the Board for approval at the next meeting.
2. Approval of proposals to modify, reduce or expand any factories located outside the Business Plan. This proposal must be presented to the Executive committee for discussion and approval at the next meeting.
3. Consideration and approval of investment in new projects and joint ventures with other business entities before presenting them to the Executive committee for approval.
4. Oversight and advisory role for the management on matters related to financial policy, marketing, human resource management, and various operational activities.
5. Any other matters assigned by the Board of Directors.

Meeting: The Executive committee must convene meetings at least twice a month. The management, executives or employees related to the company or any other relevant personnel may be invited to attend the meetings to provide feedback or submit documents and information as deemed necessary and appropriate.

As of 2022, the Executive committee of NFC Public Company Limited consisted of the following members:

Executive Committee			
No.	Name-Surname		Position
1	Mr.Nataphong	Ratanasuwanthawee	Chairman
2	Mrs.Bongkot	Rungkornpaisan	Member
3	Miss Danupha	Suwanchavee	Member

Nomination and Remuneration Committee

Composition and Qualifications

1. The board of directors shall appoint the nomination and remuneration committee.
2. The nomination and remuneration committee shall consist of not less than three directors, of whom at least half shall be independent directors.
3. The board of directors shall appoint one member of the nomination and remuneration committee to be the chairman of nomination and remuneration committee.
4. The nomination and remuneration committee may appoint one employee of the company to serve as the secretary to the committee to assist in the operations of the Committee, including scheduling meetings, preparing agendas, delivering meeting documents, and recording meeting reports. The Committee on Nomination and Remuneration shall have the power to determine the remuneration (meeting allowance) to be paid to the secretary of the committee as it deems appropriate and reasonable.

Term

1. The nomination and remuneration committee shall serve in accordance with the term as directors of the company, and the nomination and remuneration committee member who has completed the term may be reappointed. Other than retire as stipulate in this paragraph, the nomination and remuneration committee member may vacate as follow
 - Death
 - Resignation
 - Failure to meet the qualifications for being a director under this Charter or the criteria of the Securities and Exchange Commission
 - The Board of Directors passes a resolution to remove them from their position
2. A Nomination and Remuneration Committee member who wishes to resign from their position shall submit their resignation letter to the company. If the date of the resignation is not specified, it shall be deemed effective on the date the resignation letter is received by the company.

- In the event that the nomination and remuneration committee members have completed their term of office or are unable to continue serving until the end of their term, resulting in the number of members being less than three, the Chairman of the Board of Director shall appoint new nomination and remuneration committee members to complete the term within three months from the date the number of members falls below three. The replacement nomination and remuneration committee members shall serve for the remaining term of the member they replace.

Duties and Responsibilities of the Nominating and Remuneration Committee:

- Assess and evaluate the structure of the Board of Director to ensure its appropriateness to the strategic needs of the company.
- Determine criteria, methods for selecting and screening candidates for appointment as directors, sub-committee members and executives to propose to the Board and/or for approval at the shareholder meeting as appropriate.
- Consider succession plans for the position of Chief Executive Officer as proposed by management.
- Disclose the policy and details of the selection process in the annual report of the company.
- Perform other duties related to appointment and nomination as assigned by the Board.
- Determine criteria for remuneration paid for the Board of Directors and sub-committee members to propose to the Board for consideration and submission to the shareholder meeting as appropriate.
- Establish criteria for determining the remuneration of the Chief Executive Officer and submit it to the Board for approval at the meeting.

Meeting: The nomination and remuneration committee shall hold at least two meetings per year and has the authority to convene additional meetings as necessary.

As of 2022, the nomination and remuneration committee of NFC Public Company Limited comprised the following members:

Nomination and Remuneration Committee

No.	Name-Surname	Position
1	Mr.Weerakorn Ongsakul	Chairman
2	Mr.Poomchai Wacharapong	Member
3	Mrs.Aree Termwattanapakdee	Member

Information of Board of Directors

Executive

As of December 31, 2022, the Company has 4 executives as follows:

Item	Name - Surname		Position
1	Mr. Nataphong	Ratanasuwanthawee	Chief Executive Officer
2	Miss Danupha	Suwanchavee	Chief Operation and Corporate Affairs Officer
3	Mrs. Bongkot	Rungkornpaisarn	Chief Government Liaison Officer
4	Miss Dudduen	Boonsue	Chief Financial Officer

Details of the Board of Director and Sub-Board Committee Meeting in 2022

Directors / Meeting	Board of Directors	Audit Committee	Risk Management Committee	Nominatio and Remuneration Committee	Executive Committee
1. Mr.Nuttaphob Ratanasuwanthawee (be appointed w.e.f. 2 September 2022)	7/7				1/2
2. Mr.Nataphong Ratanasuwanthawee (be appointed w.e.f. 2 September 2022)	7/7				
3. Mr. Kurujit Nakornthap (be appointed w.e.f. 2 September 2022)	3/7	1/4		1/2	
4. Mr. Weerakorn Ongsakul (be appointed w.e.f. 2 September 2022)	3/7		2/4		
5. Mr. Poomchai Wacharapong (be appointed w.e.f. 2 September 2022)	3/7	1/4	2/4		
6. Mr. Wiboon Rasmeepaisarn	7/7		4/4		
7. Mrs. Aree Termwattanapakdee	7/7	4/4		2/2	
8. Mrs. Bongkot Rungkornpaisarn	7/7				2/2
9. Miss Danupha Suwanchavee (be appointed w.e.f. 2 September 2022)	3/7				1/2
10. Dr.Sunee Sornchaitanasuk (resigned w.e.f. 1 May 2022)	2/7		2/4		
11. Assoc.Prof.Dr. Seri Wongmonta (resigned w.e.f. 1 August 2022)	3/7	2/4			
12. Gen. Montree Sungkasap (resigned w.e.f. 1 September 2022)	4/7				
13. Mr. Virasak Sutanthavibul (resigned w.e.f. 1 September 2022)	4/7	3/4		1/2	
14. Mr. Yongyos Palanitisena (resigned w.e.f. 1 September 2022)	4/7		1/4		1/2
15. Mr. Kijja Smunyahirun (resigned w.e.f. 1 September 2022)	4/7				1/2

2022 Total Directors Compensation

Name	Position	Meeting allowance
1. Mr. Nuttaphob Ratanasuwanthawee (be appointed w.e.f. 2 September 2022)	Chairman of the Board	184,000
2. Mr. Nataphong Ratanasuwanthawee (be appointed w.e.f. 2 September 2022)	Vice Chairman of the Board, Chairman of the Executive Committee	158,000
3. Mr. Kurujit Nakornthap (be appointed w.e.f. 2 September 2022)	Independent Director / Chairman of the Audit Committee	64,000
4. Mr. Weerakorn Ongsakul (be appointed w.e.f. 2 September 2022)	Independent Director / Chairman of the Risk Management Committee / Chairman of the Nomination and Remuneration Committee	64,000
5. Mr. Poomchai Wacharapong (be appointed w.e.f. 2 September 2022)	Independent Director / Member of the Audit Committee / Member of the Risk Management Committee / Member of the Nomination and Remuneration Committee	70,000
6. Mr. Wiboon Rasmeepaisarn	Director / Member of the Risk Management Committee	160,000
7. Mrs. Aree Termwattanapakdee	Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee	180,000
8. Mrs. Bongkot Rungkornpaisarn	Director / Member of the Executive Committee	140,000
9. Miss Danupha Suwanchavee (be appointed w.e.f. 2 September 2022)	Director / Member of the Executive Committee	50,000
10. Dr. Sunee Somchaitanasuk (resigned w.e.f. 1 May 2022)	Independent Director / Member of the Risk Management Committee	60,000
11. Assoc.Prof. Dr. Seri Wongmonta (resigned w.e.f. 1 August 2022)	Independent Director / Member of the Audit Committee	90,000
12. Gen. Montree Sungkasap (resigned w.e.f. 1 September 2022)	Chairman	128,000
13. Mr. Virasak Sutanthavibul (resigned w.e.f. 1 September 2022)	Independent director / Chairman of the Audit Committee / Chairman of the Risk Management Committee/ Chairman of the Nomination and Remuneration Committee	164,000
14. Mr. Yongyos Palanitisena (resigned w.e.f. 1 September 2022)	Director / Member of the Executive Committee	100,000
15. Mr. Kijja Smunyahirun (resigned w.e.f. 1 September 2022)	Director / Member of the Executive Committee	90,000

Remuneration for Chief Executive Officers and Senior Executives in 2022

Total remuneration for the Chief Executive Officer and Executives Total You, according to the definition of the management of the office of the SEC in the total amount of 30.81 million baht, including monthly compensation, bonuses and provident funds.

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

Securities holdings of directors and executives in NFC and its subsidiaries will expire on December 31, 2022.

Name	number	number of shares	% of paid-up capital
Director and Executive (Strategic shareholders)			
1. Mr. Nuttaphob Ratanasuwanthawee and relevant*		690,329,994	63.46
2. Mr. Nataphong Ratanasuwanthawee		4,741,302	0.44
3. Mr. Weerakorn Ongsakul		16,000	0.00
4. Mr. Wiboon Rasmeepaisarn		2	0.00**
5. Mrs. Bongkot Rungkornpaisarn		2	0.00**
Director and Executive	5	695,087,300	63.90
Shareholders > 5%			
1. Inter Spec Global Company Limited		176,000,000	16.18
2. BENTAYGA HOLDINGS LTD		86,000,000	7.91
Shareholders > 5%	2	262,000,000	24.08
Minor shareholders (free float) Estimate	1,522	129,691,940	11.92
Shareholders hold less than 1 unit, projected	2,391	68,751	0.01
Grand total	3,922	1,087,833,056	100

Executive compensation during January Until December 2022

Remuneration in 2022 4 executives receive compensation. Details are as follows:

	Year 2021		Year 2022	
	Number	amount (million baht)	Number	amount (million baht)
Salary	5	16.44	4	18.64
Provident fund contributions		0.30		0.92
One time income		0.00		0.00
Other income		1.13		3.24
Compensation under labor law (retirement)		2.42		8.00
Total		20.29		30.81

Information about employees

The suitability of the number of employees providing a provident fund

Personnel

For the period between January 1, 2022 and December 31, 2022, the company paid compensation to 103 employees (including in and out during the year), totaling 56,683,753.91 baht, which the benefits include salary, overtime pay, allowances, contributions, funds, provident fund, severance pay according to labor law

Number of employees : As of December 31, 2022

No.	Office	Number (person)		
		Male	Female	Total
1	Bangkok	13	7	20
2	Map Ta Phut Factory, Rayong Province	14	34	48
3	Rangsit Office, Pathum Thani Province	-	6	6
	Total	27	47	74

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

Human resource development policy

The company recognizes that employees are the most important resource of the company. It is the beginning of responsibility in the vision and mission of the organization. Therefore, the company has a policy to focus on developing executives and employees to be smart and good people under the same corporate culture framework. The Company attaches great importance to the continuous management and development of personnel to have knowledge expertise professionalism including happiness in work and social responsibility through a modern, efficient management system and transparency in accordance with the principles of good governance

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

Auditor's Remuneration

According to the resolution of the 2021 Annual General Meeting approved the appointment of auditors from Karin Audit Co., Ltd. as the auditor of the Company and its subsidiaries. The audit fee for the year 2022 is Baht 1,240,000/- and during the year 2021, the additional audit fee resulted from the newly established of a subsidiary company.

Unit : Baht

Description	2020	2021	2022
Audit Fee	1,465,000	1,335,000	1,240,000
Additional Audit Fee	-	10,000	-
Total	1,465,000	1,345,000	1,240,000

8. Report on key performance in corporate governance

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

Internal control

performance report of the Audit Committee for the year 2022

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

In 2022, the Audit Committee held a total of 4 meetings, with Mr.Suppharoek Sakulngoen acting as the secretary of the Audit Committee.

The Audit Committee performs its duties independently and fairly within the specified scope. in the Audit Committee Charter which complies with the regulations of the Stock Exchange of Thailand of Thailand The Audit Committee has responsible for auditing and reviewing NFC for good corporate governance. Have reliable and accurate financial reports There is an appropriate risk management system and adequate internal control. In addition, it is proposed to appoint the Company's Certified Public Accountant to the Board of Directors with a summary of the key performance of the Audit Committee for the year 2022 as follows:

NFC financial reports

The Audit Committee has reviewed the accuracy, completeness and reliability of The consolidated financial statements of NFC and its subsidiaries, audited by NFC auditors, both quarterly and annually for 2022, were prepared in accordance with Thai Financial Reporting Standards

The audit has reviewed the accuracy, completeness and reliability of The consolidated financial statements of NFC and its subsidiaries, audited by NFC auditors, both quarterly and annually for 2022, were prepared in accordance with Thai Financial Reporting Standards.

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

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

Internal control system and internal audit activities

The Audit Committee considers and approves the scope of work and the annual audit plan 2022, as well as the work of the internal audit unit. This covers internal control and risk management to ensure that the control system inside is efficient and continuous.

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

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

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

On behalf of the Audit Committee

9. Internal Control and Related Transactions

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

Internal control activities in 2022 can be summarized as follows:

control environment

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

Business operations and decisions, such as treating shareholders and employees Practice in terms of profit or loss NFC's and NFC Conflicts of Interest issues define business ethics. Good Corporate Governance Anti-Corruption Policy and operational policies written To make NFC's board of directors, management and employees realize the value of honesty. In operation

Oversight of the performance of internal controls independently

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

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

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

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

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

Identifying and analyzing important changes of the internal control system

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

NFC has set the risk management committee to manage Meeting at least once a quarter to study risks that may affect NFC, both operational risks financial risk and reputation risks. The Quality and Risk Control Department works with the organization, each party to identify key risks and review the environment, market competition and strategic direction and will be presented to the Risk Management Committee for consideration

control activities

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

audit activity

Internal Control Auditing and Assessment

NFC has internal control processes and internal audits. According to the Audit Committee Charter internal auditor Audit results must be reported to the Audit Committee quarterly as NFC aims to conduct business in accordance with Good corporate governance policies and business ethics to make NFC an effective organization. Internal auditors conduct audits according to the audit plan. Annual internal audit, which has been considered and approved by the Audit Committee, as well as the conditions and scope of NFC's business operations are considered in the audit plan.

Assess and communicate deficiencies in internal control.

NFC assesses and communicates deficiencies in internal control accordingly. Internal audit report for the year 2022 to executives and managers responsible for acknowledging and taking corrective action immediately according to the Internal Audit Report of 2022, various remarks fixed complete.

Company name	Nature of relationship	Related transaction	Amount (Million baht)		
			2020	2021	2022
SC Carrier Company Limited	<ul style="list-style-type: none"> • jointly directors are: Mr. Nuttaphob Ratanasuwanthawee and Mr. Nataphong Ratanasuwanthawee • jointly executives are: Mr. Nuttaphob Ratanasuwanthawee and Mr. Nataphong Ratanasuwanthawee and Miss. Danupha Suwanchavee 	Revenue from Warehouse services	1.05	0.53	0.57
		Ammonia transportation fee	39.73	40.50	37.93
		Expense of repairing equipment, Storage and storage of Ammonia	1.21	0.93	0.61
		Others Expenses	0.02	0.02	0.57
		Trade Account Receivable and Other Accounts Receivable	0.28	0.15	0.10
		Trade Account Payable and Other Accounts Payable	5.17	7.08	3.39
		Advances and advance payments to vendors	22.80	-	-
		Sales of assets	-	-	0.01
SC Management Company Limited	<ul style="list-style-type: none"> • jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 99.35% shares Mr. Nataphong Ratanasuwanthawee of 0.65% shares Mrs. Bongkot Rungkornpaisarn of 1 share • jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee and Mrs. Bongkot Rungkornpaisarn • jointly executives are: Mr. Nuttaphob Ratanasuwanthawee and Mr. Nataphong Ratanasuwanthawee 	Revenue from port services	7.16	6.47	120.77
		Revenue from Warehouse services	1.54	1.27	-
		Interest income	0.64	-	-
		Land and building rental fee of Rangsit Warehouse	1.12	1.07	1.09
		Employee transportation fee	1.38	1.44	1.44
		Maintenance expenses	-	-	-
		Others expenses	-	0.01	0.49
		Purchase of assets	0.30	-	-
		Trade Account Receivable and Other Accounts Receivable	1.25	1.16	1.45
		Trade Account Payable and Other Accounts Payable	7.36	7.36	0.20
		Lease liabilities-net	1.47	3.46	2.46
NP Marine Company Limited	<ul style="list-style-type: none"> • jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 98.33% shares Mr. Nataphong Ratanasuwanthawee of 1.67% shares Mrs. Bongkot Rungkornpaisarn of 1 share • jointly directors are: Mr. Nuttaphob Ratanasuwanthawee 	Revenue from Warehouse services	0.38	0.57	0.16
		Land and building rental fee of Surat Thani Warehouse	0.75	0.71	0.68
		Electricity and water supply at Surat Thani warehouse	0.05	0.08	0.06
		Ammonia Truck Weighing Service fee	0.03	0.02	0.03
		Trade Account Receivable and Other Accounts Receivable	0.10	0.08	0.03
		Trade Account Payable and Other Accounts Payable	0.08	0.08	0.01
		Office Service Fee	0.02	-	0.07
		Lease liabilities-net	0.98	2.31	1.64

Company name	Nature of relationship	Related transaction	Amount (Million baht)		
			2020	2021	2022
	<ul style="list-style-type: none"> jointly executives are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Miss. Danupha Suwanchavee 				
SCG Logistics Company Limited	<ul style="list-style-type: none"> jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 99.86% shares Mr. Nataphong Ratanasuwanthawee of 0.14% shares Mrs. Bongkot Rungkornpaisarn of 1 share Mr. Wiboon Rasmeepaisarn of 1 share jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn jointly executives are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Miss. Danupha Suwanchavee 	Revenue from Warehouse services	0.06	0.08	0.02
		Trade Account Receivable and Other Accounts Receivable	0.01	0.01	0.01
		Purchase of assets	0.39	-	-
SC Offshore Service Company Limited	<ul style="list-style-type: none"> jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 97.67% shares Mr. Nataphong Ratanasuwanthawee of 2.33% shares jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn jointly executives are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee 	Revenue from Port services	-	-	0.08
		Revenue from Warehouse service	-	-	-
		Others Expenses	0.01	0.01	0.01
		Trade Account Receivable and Other Accounts Receivable	-	-	-
	<ul style="list-style-type: none"> jointly shareholders are: 	Revenue from Port services	0.01	0.15	-

Company name	Nature of relationship	Related transaction	Amount (Million baht)		
			2020	2021	2022
SCENA Offshore Company Limited	<ul style="list-style-type: none"> Mrs. Bongkot Rungkornpaisarn of 1 share. • jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn • jointly executives are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee 				
Thai International Dockyard Company Limited	<ul style="list-style-type: none"> • jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 1 share Mr. Nataphong Ratanasuwanthawee of 1 share • jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn • jointly executives are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn 	Purchase of asset	-	11.75	-
		Advances and advance payments to vendors	0.21	-	-
		Retention money	-	0.64	-
Chemicals and Aromatics (Thailand) Company Limited	<ul style="list-style-type: none"> • jointly shareholders are: Mr. Wiboon Rasmeepaisarn of 1 share • jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee • jointly executives are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee 	Purchase of assets	-	-	-
		Trade account Payable and Other Accounts Payable	4.71	4.71	-

Company name	Nature of relationship	Related transaction	Amount (Million baht)		
			2020	2021	2022
N Holding Company Limited	<ul style="list-style-type: none"> • jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 99.99% shares Mr. Nataphong Ratanasuwanthawee of 1share Mrs. Bongkot Rungkorpaisarn of 1 share • jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee • jointly executives are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Mrs. Bongkot Rungkorpaisarn Miss. Danupha Suwanchavee Miss Dudduen Boonsue 	Other income	-	-	0.02
		Rental and services, Office building	4.14	4.12	3.93
		Electricity and water supply, office building	0.21	0.47	0.19
		Advertising and Public Relations Expenses	-	-	-
		Others Expenses	0.03	-	1.29
		Trade account Payable and Other Accounts Payable	0.38	0.53	0.03
		Deposits	0.38	-	0.96
		Lease liabilities-net	6.41	7.22	3.51
Strategic Port Link Company Limited	<ul style="list-style-type: none"> • jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 90.00% shares Mr. Nataphong Ratanasuwanthawee of 10.00% shares Mrs. Bongkot Rungkorpaisarn of 1 share • jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Mrs. Bongkot Rungkorpaisarn • jointly executives are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Miss. Danupha Suwanchavee 	Purchase of assets	-	-	-

Company name	Nature of relationship	Related transaction	Amount (Million baht)		
			2020	2021	2022
SC Corporation Company Limited	<ul style="list-style-type: none"> • jointly shareholders are: Mr. Nuttaphob Ratanasuwanthawee of 99.82% shares Mr. Nataphong Ratanasuwanthawee of 1 share Mrs. Bongkot Rungkornpaisarn of 1 share • jointly directors are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn • jointly executives are: Mr. Nuttaphob Ratanasuwanthawee Mr. Nataphong Ratanasuwanthawee Mrs. Bongkot Rungkornpaisarn 	Gypsum moving service fee	-	-	187.90
		Trade account Payable and Other Accounts Payable	-	-	201.05

Necessity and Reasonableness of Related Transactions

1. The Company had the transactions with SC Carrier Co., Ltd., which is a business operator licensed to be an Ammonia carrier from the Department of Industrial Works by using of Ammonia transport vehicles as authorized and regularly inspected by the Land Transport Department and meets the standards law. As well as the drivers have the license required by law for the safety of life and property in transportation to act as an Ammonia carrier by truck from the place of delivery of the origin of the plant in Rayong, Pathum Thani and Surat Thani to the place of delivery of the goods as agreed by the parties. The prices and conditions are stated at market price and with normal commercial terms and the price of SC Carrier Co., Ltd. charges for similar goods to other customers which is the normal business and the purpose is not interchanged in benefits.
2. The Company had the transactions with NP Marine Co., Ltd., for the purpose of leasing land and buildings on land at Bang Kung Sub-district, Mueang District, Surat Thani, the total area of 2,749.50 square meters included in the transaction with SC Management Co., Ltd. with the objective to lease land and buildings on land at Bueng Yitho Sub-district, Thanyaburi District, Pathum Thani Province, the total area of 2,509 square meters to continue business from acquisition a part of the business from Chemicals and Aromatic (Thailand) Co., Ltd. related to the distribution of Ammonia and Ammonium hydroxide products to sell to the end customers are fully integrated. The price and conditions are as market prices as transactions with third parties which is the normal business and the purpose is not interchanged in benefits.
3. The Company had the transactions with N Holdings Co., Ltd. for the purpose of renting and servicing for the head office building, 3rd floor, SC Group Building, No. 88 Bangna Nuea Sub-district, Bangna District, Bangkok, the total area of 800 square meters for the purpose of office used, which is normal business. The prices and conditions are stated at market price and with normal commercial terms and the purpose is not interchanged in benefits.
4. A Subsidiary Company had the transactions with SC Corporation Co., Ltd. for the purpose of servicing the Gypsum moving and provide the civil and mechanical work for supporting Aibel Project which is normal business. The prices and conditions are stated at market price, with normal commercial terms and the purpose is not interchanged in benefits.
5. The Company had the transactions with SC Carrier Co., Ltd., SC Management Co., Ltd., NP Marine Co., Ltd., SCG Logistics Co., Ltd, SC Offshore Services Co., Ltd, SCENA Offshore Co., Ltd, Thai International Dockyard Co., Ltd, SC Auto Logistics Co., Ltd, Chemicals and Aromatics (Thailand) Co., Ltd, N holdings Co., Ltd. and SC Corporation Co., Ltd. such as Service income, Revenue from Sale of Property, Assets purchase, and Rental and services fee. The price and conditions are as market prices as transactions with third parties and the purpose is not interchanged in benefits

Audit Committee opinion

The Audit Committee of the Company considers and review related transactions or inter-transactions with persons who may have conflicts of interest or stakeholders regularly by reviewed quarterly to ensure that the transaction complies with the regulations of the Stock Exchange of Thailand and the good practices of the Company. The Audit Committee has the opinion that the Company has complied with the relevant laws and regulations on related transactions. There are no transactions that may lead to a conflict of interest. The transactions that a company engages with a person who may have conflicts is a normal business transaction and is equivalent to a transaction with a third party. The related party transactions have the same terms and conditions of trade as those made with outsiders.

Policy or Trend of Future Connected Transactions

In the case of a related transaction, the Company is aware of the duties to comply with the Securities and Exchange Act, The Notification of the Capital Market Supervisory Board and the SET Notification effective for the Company and the related transaction Company manual. Such transactions must not be transacted or inter-changed benefits of the Company or the Company shareholders. However, it must be the transaction that the Company takes into account the maximum benefit of the Company and all shareholders.

Part
3 Financial
Statements





INDEPENDENT AUDITOR'S REPORT

To The Shareholders of NFC Public Company Limited

Opinion

I have audited the financial statements of NFC Public Company Limited and its subsidiaries (the Group), which comprise the consolidated and separate statements of financial position as at December 31, 2022, and the related consolidated and separate statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to consolidated and separate financial statements, including a summary of significant accounting policies.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of NFC Public Company Limited and its subsidiaries as at December 31, 2022, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Opinion

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

Key Audit Matters

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

Right of use assets

Risk

According to Note 13 to the financial statements, the right-of-use assets of the Group as at December 31, 2022 are amounting to Baht 4,220.82 million, is represented 55% and 50% of total assets in the consolidated and separate statements of financial positions, respectively. The above right-of-use is high value lease with 30 year contract, therefore, the lease component within the contract as a lease separately from non-lease components must be accounted for as a right-of-use assets. In addition, the expected recoverable amount from the lease must be considered in comparison with the right-of-use assets classified according to the area utilization. The determination of the expected recoverable based on the determination of the discounted cash flow expected to derive from the right-of-use assets which requires significant judgments of management over the assumptions used in estimation.

I considered this as the key audit matter because the impact of this matter is material to the financial statements and the accounting for the lease is complex that requires a high degree of management's judgment.

Risk Responses of Auditor

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

The lease component recognised as right-of-use asset.

- Review contracts to determine lease component and non-lease component like service component.
- Review the contract to determine the terms and conditions of the lease including obtaining the management's intention to renew the lease in the future.
- Review the business plan and its relevant lease contracts to determine lease term for right-of-use assets and liabilities under lease agreements

- Review the value of improved assets under the lease agreement in consideration of the management's expected useful life by comparing to the lease term in order to assess management's intention to renew the lease in the future and
- Review the assumptions used in calculation of discount rate to ensure that the present value of the right-of-use asset is properly recorded.

Consideration of the expected recoverable amount to the value of the right-of-use assets classified by the area utilization.

- Compare the expected recoverable amount to the right-of-use assets based on the expected selling value of the leasehold right deducting selling expenses or the present value of expected cash flow derived in the future whichever is higher.
- Review the reasonableness of the assumptions used by the management in forecasting the present value of the expected future cash flows.
- Read the minutes of the meeting regarding the expected cash flow projections to ensure the reasonableness of the estimates made by the Company's management.
- Review the operating performance after the reporting period and request the management to review the estimates to of expected cash flows to be close to the actual performance and test the calculation to determine the impairment loss of right-of-use assets, if any.

Deferred Tax Assets

Risk

As discussed in Note 15 to the financial statements, the Group has recorded deferred tax assets in the amount of Baht 38 million and unrecorded in the amount of Baht 78 million. The recognition of the deferred tax asset must be based on actual implementation opportunities that require management's discretion. Expectations to take advantage of the asset depends on many factors, including the appropriateness of temporary taxable differences and the adequacy of future taxable profits to support the recognition. Estimating the expected future cash flows, which has been discounted to present value, require management's discretion in formulating various assumptions to obtain such forecasting information. In my opinion that the transactions are significant to the current period's financial statements.

Risk Responses of Auditor

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

- Consider the management's assessment of the adequacy of future taxable profits, in order to support deferred income tax assets by considering the future cash flows and management's estimation process.
- Review the reasonableness of the assumptions made by management in estimating the expected future cash flows which has been discounted to present value.
- Read the minutes of the meeting regarding the expected cash flow projections and review the reasonableness of such projections that made by the management.
- Test the reliability of the calculations and compare with the latest budgets approved by the Board of Directors of the Company.

Other Matter

The financial statements of NFC Public Company Limited as at December 31, 2021, presented herein for comparative purposes, were audited by another auditor in firm as myself, whose audit report date February 23, 2022 and expressed an unqualified opinion.

Other Information

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

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

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

When I read the annual report of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

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

Management is responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of 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, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated 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 Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated 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, whether.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated and separate financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Mr.Worapol Wiriyakulapong

Mr.Worapol Wiriyakulapong
Certified Public Accountant (Thailand)
Registration No. 11181

Karin Audit Company Limited
Bangkok, Thailand.
February 23, 2023

NFC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

(Unit : Baht)

	Notes	CONSOLIDATED F/S		SEPARATE F/S	
		December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
ASSETS					
CURRENT ASSETS					
Cash and cash equivalents	5	619,573,612	224,658,661	590,027,106	202,357,930
Trade and other current receivables	6, 7	188,297,743	612,509,192	136,095,506	615,669,201
Short-term loan to related party	7	-	-	500,000,000	461,000,000
Inventories	8	153,533,490	101,585,369	153,531,337	101,583,216
Current tax assets		20,010,834	-	14,349,678	-
Other current financial assets	9	10,656,402	21,839,166	10,652,000	21,834,721
Other current assets		9,667,123	12,406,990	6,288,189	9,020,196
Total Current Assets		1,001,739,204	972,999,378	1,410,943,816	1,411,465,264
NON - CURRENT ASSETS					
Other non - current financial assets	10	110,447,513	11,963,302	6,164,140	11,963,302
Investment in subsidiaries, joint ventures and associated	11	-	-	522,999,100	485,949,100
Property, plant and equipment	12	2,283,744,976	1,791,936,790	128,951,584	165,020,544
Right of use assets	13	4,220,818,142	848,368,796	2,074,465,866	89,264,391
Other intangible assets other than goodwill	14	511,182	935,808	323,001	862,793
Deferred tax asset	15	17,432,116	14,798,886	13,518,403	14,798,886
Other non - current assets	16	38,836,563	55,936,853	106,649	106,649
Total Non - Current Assets		6,671,790,492	2,723,940,435	2,746,528,743	767,965,665
TOTAL ASSETS		7,673,529,696	3,696,939,813	4,157,472,559	2,179,430,929

NFC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

(Unit : Baht)

	Notes	CONSOLIDATED F/S		SEPARATE F/S	
		December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
LIABILITIES AND SHAREHOLDERS' EQUITY					
CURRENT LIABILITIES					
Bank overdraft and short-term loan					
from financial institutions	17	484,121,107	220,874,826	184,121,107	154,270,520
Trade and other current payables	18, 7	437,635,710	194,311,618	45,440,680	174,393,095
Current portion of					
long - term liabilities	19	66,468,167	66,232,976	-	-
Current portion of					
lease liabilities	20	14,465,373	28,601,521	8,175,214	23,392,927
Corporate income tax payables		-	54,187,674	-	54,187,674
Current provisions for					
employee benefits	21	2,311,932	6,646,819	2,311,932	6,096,819
Other current liabilities		6,804,587	-	6,804,587	-
Total Current Liabilities		1,011,806,876	570,855,434	246,853,520	412,341,035
NON - CURRENT LIABILITIES					
Long - term loans from financial institutions	19	1,022,230,473	1,021,048,403	-	-
Lease liabilities	20	4,186,169,729	790,217,587	2,025,292,318	91,136,213
Deferred tax liabilities	15	-	12,192,422	-	-
Non - current provisions for					
employee benefits	21	3,190,716	3,891,235	3,069,283	3,779,059
Other non - current provisions		18,290,355	18,305,811	18,290,355	18,305,811
Other non - current liabilities		5,759,000	3,545,000	5,759,000	3,545,000
Total Non - Current Liabilities		5,235,640,273	1,849,200,458	2,052,410,956	116,766,083
TOTAL LIABILITIES		6,247,447,149	2,420,055,892	2,299,264,476	529,107,118

NFC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

(Unit : Baht)

	Notes	CONSOLIDATED F/S		SEPARATE F/S	
		December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
LIABILITIES AND SHAREHOLDERS' EQUITY					
(Continued)					
SHAREHOLDERS' EQUITY					
Share capital - ordinary share					
- Authorized share capital					
1,196,616,362 shares of Baht 0.75 each		897,462,271	897,462,271	897,462,271	897,462,271
Issued and paid share capital					
- Authorized share capital					
1,087,833,056 shares of Baht 0.75 each		815,874,824	815,874,824	815,874,824	815,874,824
Surplus (Deficit) from business combination					
under the common control		(255,263,602)	(255,263,602)	(255,263,602)	(255,263,602)
Share premium on ordinary shares		246	246	246	246
Retained earnings					
Legal reserve	24	58,000,000	47,136,200	58,000,000	47,136,200
Unappropriated		783,991,555	632,561,997	1,216,117,091	1,003,144,152
Other components of shareholder's equity		23,479,524	39,431,991	23,479,524	39,431,991
Total equity attributable to owners of the company		1,426,082,547	1,279,741,656	1,858,208,083	1,650,323,811
Non-controlling interests of subsidiaries	11	-	(2,857,735)	-	-
TOTAL SHAREHOLDERS' EQUITY		1,426,082,547	1,276,883,921	1,858,208,083	1,650,323,811
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		7,673,529,696	3,696,939,813	4,157,472,559	2,179,430,929

NFC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31

(Unit : Baht)

	Notes	CONSOLIDATED F/S		SEPARATE F/S	
		2022	2021	2022	2021
REVENUES					
Revenue from sales of chemical products		2,496,521,912	1,265,583,662	2,496,521,912	1,265,583,662
Revenue from services		249,768,058	98,567,576	215,208,447	107,187,576
Total Revenues from Sales and Services	7, 31	<u>2,746,289,970</u>	<u>1,364,151,238</u>	<u>2,711,730,359</u>	<u>1,372,771,238</u>
COSTS OF SALES AND SERVICES					
Cost of chemical products sold		2,415,283,562	1,207,847,946	2,415,283,562	1,207,847,946
Cost of services		54,312,807	18,375,519	42,447,221	18,375,519
Total Costs of Sales and Services	7, 31	<u>2,469,596,369</u>	<u>1,226,223,465</u>	<u>2,457,730,783</u>	<u>1,226,223,465</u>
Gross profit		276,693,601	137,927,773	253,999,576	146,547,773
Other income	7, 26, 31	48,054,155	473,665,914	102,713,929	507,088,442
Profit Before Expenses		<u>324,747,756</u>	<u>611,593,687</u>	<u>356,713,505</u>	<u>653,636,215</u>
Selling expenses	31	33,716,742	35,768,082	33,716,742	35,768,082
Administrative expenses	31	90,446,542	130,786,208	70,930,849	90,477,880
Financial costs	31	62,244,341	26,570,067	38,325,490	14,066,160
Total expenses		<u>186,407,625</u>	<u>193,124,357</u>	<u>142,973,081</u>	<u>140,312,122</u>
Profit (Loss) Before income Tax expense		138,340,131	418,469,330	213,740,424	513,324,093
Tax income (Expense)	28	<u>11,411,578</u>	<u>(66,270,236)</u>	<u>(4,694,557)</u>	<u>(62,774,576)</u>
NET PROFIT (LOSS) FOR THE YEAR		<u>149,751,709</u>	<u>352,199,094</u>	<u>209,045,867</u>	<u>450,549,517</u>

NFC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31

(Unit : Baht)

	Notes	CONSOLIDATED F/S		SEPARATE F/S	
		2022	2021	2022	2021
OTHER COMPREHENSIVE INCOME (LOSS)					
FOR THE YEAR					
Items that will not be reclassified					
subsequently to profit or loss					
Gains (losses) on remeasurements of defined benefit plans	21	(553,083)	(658,943)	(1,161,595)	(685,321)
Total comprehensive income (Loss) for the year		<u>149,198,626</u>	<u>351,540,151</u>	<u>207,884,272</u>	<u>449,864,196</u>
ALLOCATION OF INCOME (LOSS)					
Portion of the Company's Shareholders		150,355,858	352,888,683	209,045,867	450,549,517
Portion of non-controlling interests in subsidiaries	11	(604,149)	(689,589)	-	-
		<u>149,751,709</u>	<u>352,199,094</u>	<u>209,045,867</u>	<u>450,549,517</u>
ALLOCATION OF COMPREHENSIVE INCOME (LOSS)					
Portion of the Company's shareholders		149,802,775	352,229,740	207,884,272	449,864,196
Portion of non-controlling interests in subsidiaries	11	(604,149)	(689,589)	-	-
		<u>149,198,626</u>	<u>351,540,151</u>	<u>207,884,272</u>	<u>449,864,196</u>
Basic Earnings (Loss) per Share					
Basic Earnings (Loss) per Share	23	<u>0.1382</u>	<u>0.3244</u>	<u>0.1922</u>	<u>0.4142</u>
Weight average number of common shares (Thousand Shares)		<u>1,087,833,056</u>	<u>1,087,833,056</u>	<u>1,087,833,056</u>	<u>1,087,833,056</u>

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

(Unit : Baht)

	Equity attributable to the Company's shareholders											
	Paid-up share capital	Surplus (Deficit) from business combination under common control	Share premium on ordinary shares	Legal reserve	Retained earnings	Surplus on assets Revaluation	Other components of equity			Total shareholders' equity of the Company	Non controlling interests of Subsidiaries	Total
							Gains (losses) on remeasurements of defined benefits	Total other components of partners' equity				
CONSOLIDATED F/S												
Balance as at January 1, 2021	815,874,792	(255,263,602)	-	24,380,200	274,955,016	67,565,232	-	-	67,565,232	927,511,638	(2,168,446)	925,343,192
Share premium on ordinary shares	32	-	246	-	-	-	-	-	-	278	300	578
Total comprehensive income (Loss) for the year	-	-	-	-	352,888,683	-	(658,943)	(658,943)	(658,943)	352,229,740	(689,589)	351,540,151
Transfer to retained earnings (Loss) - net of income tax	-	-	-	-	27,474,298	(28,133,241)	658,943	(27,474,298)		-	-	-
Other - Legal reserve	-	-	-	22,756,000	(22,756,000)	-	-	-	-	-	-	-
Balance as at December 31, 2021	815,874,824	(255,263,602)	246	47,136,200	632,561,997	39,431,991	-	39,431,991	39,431,991	1,279,741,656	(2,857,735)	1,276,883,921
Total comprehensive income (Loss) for the year	-	-	-	-	150,355,858	-	(553,083)	(553,083)	(553,083)	149,802,775	(604,149)	149,198,626
Change in proportion - dissolution of subsidiary	-	-	-	-	(3,461,884)	-	-	-	-	(3,461,884)	3,461,884	-
Transfer to retained earnings (Loss) - net of income tax	-	-	-	-	15,399,384	(15,952,467)	553,083	(15,399,384)		-	-	-
Other - Legal reserve	-	-	-	10,863,800	(10,863,800)	-	-	-	-	-	-	-
Balance as at December 31, 2022	815,874,824	(255,263,602)	246	58,000,000	783,991,555	23,479,524	-	23,479,524	23,479,524	1,426,082,547	-	1,426,082,547

NFC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (CONTINUED)
FOR THE YEAR ENDED DECEMBER 31

	(Unit : Baht)								
	Paid-up share capital	Surplus (Deficit) from business combination under common control	Share premium on ordinary shares	Legal reserve	Retained earnings	Surplus on assets Revaluation	Gains (losses) on remeasurements of defined benefits	Total other components of partners' equity	Total
SEPARATE F/S									
Balance as at January 1, 2021	815,874,792	(255,263,602)	-	24,380,200	547,902,715	67,565,232	-	67,565,232	1,200,459,337
Share premium on ordinary shares	32	-	246	-	-	-	-	-	278
Total comprehensive income (Loss) for the year	-	-	-	-	450,549,517	-	(685,321)	(685,321)	449,864,196
Transfer to retained earnings (Loss) - net of income tax	-	-	-	-	27,447,920	(28,133,241)	685,321	(27,447,920)	-
Other - Legal reserve	-	-	-	22,756,000	(22,756,000)	-	-	-	-
Balance as at December 31, 2021	815,874,824	(255,263,602)	246	47,136,200	1,003,144,152	39,431,991	-	39,431,991	1,650,323,811
Share premium on ordinary shares	-	-	-	-	-	-	-	-	-
Total comprehensive income (Loss) for the year	-	-	-	-	209,045,867	-	(1,161,595)	(1,161,595)	207,884,272
Transfer to retained earnings (Loss) - net of income tax	-	-	-	-	14,790,872	(15,952,467)	1,161,595	(14,790,872)	-
Other - Legal reserve	-	-	-	10,863,800	(10,863,800)	-	-	-	-
Balance as at December 31, 2022	815,874,824	(255,263,602)	246	58,000,000	1,216,117,091	23,479,524	-	23,479,524	1,858,208,083

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

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	2022	2021	2022	2021
Cash Flows from Operating Activities				
Profit (Loss) before income Tax expense	138,340,131	418,469,330	213,740,424	513,324,093
Adjustments to reconcile profit (Loss) to net cash provided (Used)				
Adjustment on financial costs	62,244,341	26,570,067	38,325,490	14,066,160
Adjustment on Trade receivable (Increase) Decrease	(38,914,105)	(26,891,180)	(16,718,998)	(27,618,197)
Adjustment on Other receivable from other operations (Increase) Decrease	430,260,449	(408,221,912)	432,751,552	(419,173,989)
Adjustment on Inventories (Increase) Decrease	(51,936,651)	(59,389,821)	(51,936,651)	(59,389,510)
Adjustment on Other assets (Increase) Decrease	(125,064,877)	24,505,739	(1,819,251)	8,757,495
Adjustment on Trade payable Increase (Decrease)	(58,616,554)	62,651,732	(46,572,643)	62,651,732
Adjustment on Other payable from other operations Increase (Decrease)	301,354,201	(256,457,224)	(82,964,076)	(23,154,153)
Adjustment on Other liabilities (increase) decrease	23,844,238	100,000	7,738,104	100,000
Depreciation Depletion and Amortisation charge				
- Depreciation of property, plant and equipment	47,381,822	65,750,814	43,921,617	64,012,920
- Depreciation of right of use assets	107,236,428	43,472,561	44,537,160	33,707,507
- Amortization of other intangible assets other than goodwill	617,126	615,303	564,292	589,427
Adjustment of loss on Impairment Asset (Reverse)				
- Loss on Impairment Asset (Reverse)	-	(2,884,000)	-	4,646,454
- Loss on Impairment long-term investments	1,274,042	192,632	1,274,042	192,632
Adjustment on Provisions liabilities (Reverse)	567,415	13,783,360	499,647	13,754,151
Adjustment on Unrealized (Gain) loss on exchange rate	499,674	418,452	499,674	418,452
Adjustment on Bad debt and allowance for doubtful accounts (Reverse)	-	769,823	-	1,496,840
Adjustment on loss from inventories devaluation (Reverse)	(11,470)	(428,807)	(11,470)	(428,807)
Other adjustments with non cash	-	1,254,869	-	-
Adjustment on loss (Gain) on disposal of non current assets	80,056	(3,071)	80,056	(3,071)
Adjustment other on cash from investment or borrowings	477,587	(390,958)	(30,779,866)	(34,463,487)
Net Cash provided from (Used in) Operating Activities	839,633,853	(96,112,291)	553,129,103	153,486,649
Interest expenses	(8,208,490)	(6,629,441)	(8,191,631)	(6,620,781)
Income tax expense refund (paid)	(77,612,582)	-	(71,951,426)	-
Other cash provided (Used) - Provisions for employee benefit	(6,171,360)	(110,000)	(6,171,360)	-
Net Cash provided from (Used in) Operating Activities	747,641,421	(102,851,732)	466,814,686	146,865,868

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

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	2022	2021	2022	2021
Cash Flows from Investing Activities				
Investment in subsidiaries Increase	-	-	(37,050,000)	(41,949,700)
Cash paid for acquisitions of property, plant and equipment	(396,039,000)	(418,502,371)	(8,586,919)	(56,415,245)
Cash paid for purchase of intangible assets	(192,500)	(32,200)	(24,500)	(32,200)
Loans to related parties	654,206	4,800	654,206	4,800
Loans to other persons or related parties	-	-	(197,000,000)	(98,000,000)
Cash received from loans to unrelated parties or related parties	-	-	158,000,000	139,100,000
Proceeds from Interest received	939,673	-	94,321,007	17,841,421
Net Cash provided from (Used in) Investing Activities	(394,637,621)	(418,529,771)	10,313,794	(39,450,924)
Cash Flows from Financing Activities				
Proceeds from long - term loans	-	578	-	278
Cash received (paid) from short - term loans	-	598,117,774	-	-
Dividends paid	263,246,281	127,366,808	29,850,587	60,762,502
Cash paid for lease liabilities	(180,423,344)	(51,752,717)	(112,981,803)	(40,484,847)
Interest expenses	(40,911,786)	(36,460,231)	(6,328,088)	(8,282,842)
Net Cash provided from (Used in) Financing Activities	41,911,151	637,272,212	(89,459,304)	11,995,091
NET INCREASE (DECREASE) CASH AND CASH EQUIVALENTS	394,914,951	115,890,709	387,669,176	119,410,035
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR (NOTE 5)	224,658,661	108,767,952	202,357,930	82,947,895
CASH AND CASH EQUIVALENTS AT END OF YEAR (NOTE 5)	619,573,612	224,658,661	590,027,106	202,357,930

Additional disclosure for the cash flow

1. In order to prepare the cash flow statements, Cash and Cash Equivalents which Cash Equivalents refer to bank accounts and short term investment in promissory note by the repayment not over 3 months.
2. During the year 2022, The Company has bad debts write off trade accounts amount 1 cases amount of Baht 26.97 million.
3. During the year 2021, The Company has bad debts write off trade accounts amount 4 cases amount of Baht 35.07 million.
4. During the periods 2022, The Group has calculated the depreciation of right of use and recognized to work in progress in amount of Baht 16.50 million (Note 16).
5. During the year 2022, the Group depreciated the right-of-use assets and recorded as construction in progress in the consolidated financial statements amount of Baht 27.14 million (Note 13).
6. During the year 2022, The Group and the Company have recognized the above agreements as right of use assets at to getten with liabilities under the lease and deferred interest of Baht 3,505.28 million Baht 2,080.75 million, respectively.

NFC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENT

DECEMBER 31, 2022

1. GENERAL INFORMATION

NFC Public Company Limited ("the Company") is incorporated in Thailand in 1982 and has been listed on the Stock Exchange of Thailand since August 26, 1996. The major shareholder of the Company is Mr. Nuttaphob Ratanasuwanthawee.

The principal business of the Company is sale of chemical products and other chemical related services. In addition, the Company provides port and warehousing services as well as logistic and liquid storage services. Its factories, warehouses and offices are located at :

Factory and Warehouse

- : No. 2, 1 - 2 Road, Map Ta Phut Industrial Estate, Map Ta Phut Sub-District, Muang District, Rayong, Thailand. Currently, it is not in fertilizer manufacturing operations, but still run production of ammonium hydroxide.
- : No. 9/25 Moo 4, Bueng Yitho Sub-District, Thanyaburi District, Pathum Thani, Thailand.
- : No. 105/10 Moo 2, Surat - Pak Nam Road, Bangkung Sub-District, Muang District, Surat Thani, Thailand.

Office

- : 88 SC Group Building 3rd Floor, The Park Land Road, Bangna Nuea Sub-District, Bangna District, Bangkok, Thailand.

2. BASIS OF FINANCIAL STATEMENT PREPARATION CONSOLIDATION

2.1 Basis of preparation

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

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

The preparation of financial statements in conformity with Thai generally accepted accounting principles requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.

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

2.2 Basis of consolidation

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

Companys' Name	Nature of business	Percentage of share holding (%)	
		December 31, 2022	December 31, 2021
Rayong Bulk Terminal Co., Ltd.	Provide wharf frontage services and warehouse services	-	83.25
NFCT Co., Ltd.	Liquid warehouse services business	100.00	100.00
NFCW Co., Ltd.	Warehouse and yard services business.	100.00	100.00
NFCT Songkhla Co., Ltd.	Liquid warehouse services logistics	100.00	100.00

In 2021, Rayong Bulk Terminal Co., Ltd, a subsidiary, has to cease its business operation as a result of the termination of the joint operating agreement with Industrial Estate Authority of Thailand ("IEAT") according to an order granted by the Central Bankruptcy Court.

However, after concerned parties jointly agreed to develop and manage the port in the original subsidiary's territory, the subsidiary had proceed with the withdrawal of all lawsuits or petitions against IEAT in order to settle the cases. On November 30, 2021, all debtors requested the Central Bankruptcy Court to discharge in bankruptcy of the subsidiary which, on December 7, 2021, was granted an order to discharge in bankruptcy publication and published in the Government Gazette on February 15, 2022. Rayong Bulk Terminal Co., Ltd. is registered its dissolution with the Department of Business Development on July 12, 2022. (Note 11).

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

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

The total assets of subsidiaries as at December 31, 2022 and 2021 total revenues of subsidiaries for the year ended December 31, 2022 and 2021 before eliminating, as included in the consolidated financial statements presented in term of percentages are as follows :

Companys' Name	Percentage of subsidiaries's total assets to consolidated total assets		Percentage of subsidiaries's total revenues to consolidated total revenues	
	December 31, 2022	December 31, 2021	For the years ended December 31, 2022	2021
Rayong Bulk Terminal Co., Ltd.	-	0.44	-	1.75
NFCT Co., Ltd.	27.51	45.62	-	0.02
NFCW Co., Ltd.	26.65	10.81	1.29	-
NFCT Songkhla Co., Ltd.	0.01	0.02	-	-

3. SIGNIFICANT ACCOUNTING POLICIES

3.1 New financial reporting standards

a) Financial reporting standards that became effective in the current year

During the year, the Group and the Company have adopted the revised financial reporting standards and interpretations which are effective for fiscal years beginning on or after January 1, 2022. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and, for some standards, providing temporary reliefs or temporary exemptions for users.

The adoption of these financial reporting standards does not have any significant impact on the Group's financial statements.

b) Financial reporting standards that will become effective for fiscal years beginning on or after January 1, 2023

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

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

3.2 Revenue and expenditure recognition

Revenue from sales

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

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

Revenue from service

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

Interest income is recognized on an accrued basis that reflects the effective yield on the asset.

Cost of service is recognized principally based on services rendered.

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

3.3 Cash and cash equivalents

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

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

3.4 Related companies

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

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

3.5 Inventories

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

3.6 Acquisitions from entities under common control

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

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

3.7 Investments

Investment in subsidiaries

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

Other investment

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

3.8 Property, plant and equipment

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

- a) Factory Building, Factory Building improvement, Port building, piers, Warehouse and conveying system, factory machinery, factory equipment, Fertilizer packing tool, Moving tools, packing and storage equipment, research and experimental for Electrical systems, water supply systems, wastewater treatment, system other utilities - at appraised value determined by an independent appraiser
- b) Other fixed assets - at cost

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

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

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

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

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

	Years
Land improvement	5 - 30
Building and factory	5 - 25
Pier	10 - 20
Office improvement	5 - 10
Machinery and equipment	5 - 20
Furnishings, fixtures and office equipment	5 - 6
Experimental instrument	5 - 20
Vehicles	5

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

3.9 Borrowing costs

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

3.10 Leases

At inception of contact, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company assesses the lease term for the non-cancellable period as stipulated in lease contract or the remaining period of active leases together with any period covered by an option to extend the lease if it is reasonably certain to be exercised or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercised by considering the effect of changes in technology and/or the other circumstance relating to the extension of the lease term.

3.10.1 The Group and the Company as a lessee

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

a) *Right-of-use assets*

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

The cost of right-of-use assets also includes an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

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

b) *Lease liabilities*

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

In calculating the present value of lease payments, the Group uses its incremental borrowing rate, which is determined by referring to the government bond yield adjusted with risk premium depending on the lease term, at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

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

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

3.11 Intangible assets

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

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

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

Computer software 5 years

Amortization is included in the calculation of performance.

3.12 Right to use pier

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

3.13 Non - operating assets

Non - operating assets are presented at carrying amount at the date when the assets are retired from active use, less allowance for impairment.

3.14 Impairment of assets

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

3.15 Foreign currency conversion

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

3.16 Employee benefits

Current employment benefits

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

Post-employment benefits

Defined contribution plan

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

Defined benefit plan

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

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

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

3.17 Income tax

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

Current income tax

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

Deferred income tax

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

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

3.18 Earnings (loss) per share

Basic earnings (loss) per share

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

Diluted earnings (loss) per share

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

3.19 Financial instruments

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

Classification and measurement of financial assets

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

Financial assets at amortised cost

The Group and the Company measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

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

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

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

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

Classification and measurement of financial liabilities

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

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

Derecognition of financial instruments

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

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

Offsetting of financial instruments

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

4. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTION, JUDGMENTS AND CAPITAL RISKMANAGEMENT

4.1 Critical accounting estimates, assumption and judgments

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

4.1.1 Impairment of receivables

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

4.1.2 Allowance for decline value and defective inventories

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

4.1.3 Impairment of investments

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

4.1.4 Plant and equipment

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

4.1.5 Leases

In determining the lease term, the management is required to exercise judgment in assessing whether the Group is reasonably certain to exercise the option to extend or terminate the lease, considering all relevant factors and circumstances that create an economic incentive for The Group and the Company to exercise either the extension or termination option. After the commencement date, The Group and the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to extend or to terminate.

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

4.1.6 Provisions for liabilities and expenses, and contingent assets

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

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

4.1.7 Impairment of assets

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

4.1.8 Fair value measurement

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

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

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

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

4.1.9 Post-employment benefits under defined benefit plans

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

4.2 Capital risk management

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

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

5. CASH AND CASH EQUIVALENTS

The outstanding balances as at December 31, 2022 and 2021 are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Cash on hand	27,887	13,797	23,896	13,297
Cash deposit with financial institutions	619,545,725	224,644,864	590,003,210	202,344,633
Total	619,573,612	224,658,661	590,027,106	202,357,930

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

6. TRADE AND OTHER CURRENT RECEIVABLES

Balances of trade and other current receivables as at December 31, 2022 and 2021 are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Trade receivables				
Related companies	1,580,581	1,400,561	1,651,494	28,250,699
Others	125,475,969	86,741,883	125,475,969	82,157,766
Total	127,056,550	88,142,444	127,127,463	110,408,465
<u>Less</u> Allowance for expected credit losses	<u>(1,051,075)</u>	<u>(5,759,330)</u>	<u>(1,051,075)</u>	<u>(28,025,351)</u>
Trade receivable - Net	126,005,475	82,383,114	126,076,388	82,383,114
Other current receivables				
Other receivables - Related companies	6,387	-	2,796,437	66,329,477
Other receivables	63,608,250	531,448,447	8,545,050	468,278,979
<u>Less</u> Allowance for expected credit losses	<u>(1,322,369)</u>	<u>(1,322,369)</u>	<u>(1,322,369)</u>	<u>(1,322,369)</u>
Trade receivables and other current receivables - Net	188,297,743	612,509,192	136,095,506	615,669,201

Aging analysis of trade receivable are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Not yet due	100,799,412	72,165,169	100,870,325	72,828,569
Over due :				
Not over 3 months	25,322,395	10,977,474	25,322,395	10,985,474
3 months to 6 months	522,838	13,971	522,838	30,411
6 months to 12 months	2,959	-	2,959	698,900
Over 12 months	408,946	4,985,830	408,946	25,865,111
Total	127,056,550	88,142,444	127,127,463	110,408,465
<u>Less</u> Allowance for doubtful accounts	(1,051,075)	(5,759,330)	(1,051,075)	(28,025,351)
Net	126,055,475	82,383,114	126,076,388	82,383,114

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

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Beginning balance	(7,081,699)	(41,386,325)	(29,347,720)	(62,925,329)
Increase	-	(769,823)	-	(1,496,840)
Decrease	4,708,255	35,074,449	26,974,275	35,074,449
Ending balance	(2,373,444)	(7,081,699)	(2,373,445)	(29,347,720)

As at December 31, 2022 The Group and the Company have written off one trade receivable as bad debts as amounting to Baht 4.7 million and Baht 26.97 million, respectively.

As at December 31, The Group and the Company have written off 4 trade receivables at bad as amounting to Baht 35.07 million.

During the year 2022, the Group have amortized the prepaid expenses in "Trade and other current receivables" to cost of assets under construction in the amount of Baht 28.48 million (Note 12).

7. RELATED PARTIES TRANSACTIONS

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

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

Company's Name	Type of Business	Relationship
Songkhla Seaboard Realestate Co., Ltd.	Buying and selling of on own account of non-residential buildings	Co-shareholders and directors team
Vodoke (Thailand) Co., Ltd.	Beverage serving activities in store, of mostly non-alcoholic beverages	Co-shareholders and directors team
SC Sirapat Co., td.	Sea and coastal freight water transport	Co-shareholders
QuickPrime Co., Ltd.	Co-shareholders	Co-shareholders
N Holding Co., Ltd.	Office space rental service and facilities to use the office space	Co-shareholders and directors team
Coastal Port Link Co., Ltd.	land transport and freight service	Co-shareholders and directors team

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

Type of Transaction	Pricing Policies
Revenue from sale of goods	Market price
Revenue from the rendering of services	Market price
Revenue from interest loan	
NFCT Co., Ltd.	Interest rate 5.84 - 6.87 percent per annum
NFCW Co., Ltd.	Interest rate 5.84 - 6.74 percent per annum
Purchase goods	Market price
Rental and services fee	Market price

Significant balances with related parties for the year ended December 31, 2022 and 2021 are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	For the year ended December 31,			
	2022	2021	2022	2021
Subsidiaries				
Revenues from services and other income	-	-	57,298,616	42,717,517
Related companies				
Revenues from services and other income	121,628,987	9,074,994	121,620,819	9,074,994
Service fees and other expenses	48,549,799	49,366,459	48,455,055	49,366,459
gypsum removal services	187,894,091	-	-	-
Acquisition assets	-	11,750,915	-	11,750,915
Sale assets	4,980	-	4,980	-
Key management personnel compensation				
Current employee benefits	53,283,666	55,677,704	43,742,648	45,021,223
Post-employment benefits	580,464	892,679	396,762	475,789
Total	53,864,130	56,570,383	44,139,410	45,497,012

Balances with related parties as at December 31, 2022 and 2021 are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Subsidiaries				
Trade and other current receivables	-	-	2,867,350	93,179,615
<u>Less</u> : Allowance for expected credit losses	-	-	-	(26,850,138)
Trade and other current receivables - net	-	-	2,867,350	66,329,477
Shot - term loan	-	-	500,000,000	461,000,000
Trade and other current payables	-	-	-	24,392,868
Related Companies				
Trade and other current receivables	1,586,968	1,400,561	1,580,581	1,400,561
Deposit	960,000	960,000	960,000	960,000
Trade and other current payables	3,631,464	20,392,586	3,630,775	8,348,676
payable from gypsum removal services	201,046,678	-	-	-
Employee benefits obligation				
Key management personnel	4,318,363	8,892,792	4,318,363	8,892,792

Movements during the year ended December 31, 2022 on loans to related parties were as follows :

(Unit : Baht)

	SEPARATE F/S			
	January 1, 2022	Increase	Decrease	December 31, 2022
Shot-term loan to related parties				
related parties				
NFCT Co., Ltd.	461,000,000	110,000,000	(91,000,000)	480,000,000
NFCW Co., Ltd.	-	87,000,000	(67,000,000)	20,000,000
Total	461,000,000	197,000,000	(158,000,000)	500,000,000

The Company has loaned to related companies amounting to Baht 500 million, non negotiable promissory note, at interest rates of 5.84 - 6.87 per annum with maturity at called.

8. INVENTORIES

As at December 31, 2022 and 2021 the Company has inventories as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Finished goods - Chemical products	131,702,922	40,188,637	131,702,922	40,188,637
Supplies and others	22,967,924	21,802,262	22,965,771	21,800,109
Goods in transit	12,093,819	52,837,115	12,093,819	52,837,115
Total	166,764,665	114,828,014	166,762,512	114,825,861
<u>Less</u> Allowance for declined value of inventories	(4,729)	(4,729)	(4,729)	(4,729)
Allowance for defective inventories	(13,226,446)	(13,237,916)	(13,226,446)	(13,237,916)
Net	153,533,490	101,585,369	153,531,337	101,583,216

During the year, the movements of allowances for declined value and defective inventories are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Beginning balance	(13,242,645)	(13,671,452)	(13,242,645)	(13,671,452)
Decrease	11,470	428,807	11,470	428,807
Ending balance	(13,231,175)	(13,242,645)	(13,231,175)	(13,242,645)

As at December 31, 2022 The Company has reversed allowances for declined value and defective inventories amounting to Baht 0.01 million because the Company's has requisition of Supplies and others. (As at December 31, 2021 the Company reversal of allowance for declining in inventories value because the Company's used and sold of goods was Baht 0.43 million).

9. OTHER CURRENT ASSETS

As at December 31, 2022 and 2021 the Company has other current assets follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Guarantee obligation not over 1 year	10,656,402	21,839,166	10,652,000	21,834,721

As at December 31, 2022, Pledged deposits has condition to requires partial amount and set aside according to the balance used by trust receipts. (Note 17)

10. OTHER NON - CURRENT FINANCIAL ASSETS

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Other long-term investment	5,021,000	5,021,000	5,021,000	5,021,000
<u>Less</u> Impairment of investments	<u>(5,021,000)</u>	<u>(3,746,958)</u>	<u>(5,021,000)</u>	<u>(3,746,958)</u>
Net	-	1,274,042	-	1,274,042
Guarantee obligation over 1 year	-	10,689,260	-	10,689,260
Guarantee of Right-of-use assets	<u>110,447,513</u>	<u>-</u>	<u>6,164,140</u>	<u>-</u>
Total Other non current liabilities	<u>110,447,513</u>	<u>11,963,302</u>	<u>6,164,140</u>	<u>11,963,302</u>

As at December 31, 2022 the Company has other non current liabilities consisting of guarantee obligation for land lease agreements, amounting to Baht 110.45 million. (Note 13)

As at December 31, 2021 the Company has other non current liabilities consisting of deposits for guarantee obligation over 1 year, amounting to Baht 10.66 million. (Note 17)

11. INVESTMENT IN SUBSIDIARIES COMPANY

Investment in subsidiaries as at December 31, 2022 and 2021 are as follows :

	SEPARATE F/S							
	Percentage of shareholding		Baht					
	Dec 31, 2022	Dec 31, 2021	Paid - up capital		At cost		Dividend income	
		Dec 31, 2022	Dec 31, 2021	Dec 31, 2022	Dec 31, 2021	Dec 31, 2022	Dec 31, 2021	
Subsidiaries company								
Rayong Bulk Terminal	-	83.25	-	764,000,000	-	636,000,000	-	-
NFCT Co., Ltd.	100.00	100.00	326,000,000	326,000,000	325,999,700	325,999,700	-	-
NFCW Co., Ltd.	100.00	100.00	196,000,000	158,950,000	195,999,700	158,949,700	-	-
NFCT Songkhla Co., Ltd.	100.00	100.00	1,000,000	1,000,000	<u>999,700</u>	<u>999,700</u>	-	-
<u>Less</u> Impairment of investment					-	<u>(636,000,000)</u>	-	-
Net					<u>522,999,100</u>	<u>485,949,100</u>	<u>-</u>	<u>-</u>

Rayong Bulk Terminal Co., Ltd. is registered its dissolution with the Department of Business Development on July 12, 2022, and has completed the registration of liquidation with the Department of Business Development on November 8, 2022. It is also excluded from preparing interim consolidate financial statements for the periods ended December 31, 2022.

NFCW Co., Ltd. has completely received the proceeds of 1,950,000 common shares on April 19, 2023 according to the Board of directors meeting no.1/2021 held on January 15, 2021

The Board of Directors' Meeting No. 4/2021 on May 14, 2021, resolved to establishment are NFCT Songkhla Company Limited, which conducting liquid warehouse services and logistics. By NFC Public Company Limited has shareholder of 100 % and registered capital Baht 1 million.

Non-controlling interest

Details of non-wholly owned subsidiaries which have material non-controlling interests as at December 31, 2022 and 2021, are as follows :

Company's name	Proportion of equity interest held by non-controlling interests		Accumulated balance of non-controlling interests		Profit/loss allocated to non-controlling interests during the year		Dividend paid to non-controlling interests during the year	
	2022	2021	2022	2021	2022	2021	2022	2021
	(%)	(%)						
Rayong Bulk Terminal Co., Ltd.	-	16.75	-	(2,857,735)	(604,149)	(689,589)	-	-

(Unit : Baht)

12. PROPERTY, PLANT AND EQUIPMENT

		CONSOLIDATED F/S										(Unit : Baht)				
		Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in progress		Spare part	Total	
		Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation			
Assets - cost																
	As at December 31, 2021	144,706,862	-	65,802,594	149,767,725	363,794,584	118,403,967	13,112,179	2,398	7,229,002	-	1,551,217,154	-	1,459,264	2,415,495,729	
	Purchase	-	-	2,510,010	-	5,351,279	-	920,058	-	-	-	387,257,653	-	-	396,039,000	
	Disposal	-	-	-	-	(2,045,971)	(1,154,029)	(79,930)	-	(1,600,000)	-	-	-	-	(4,879,930)	
	Transfer from (Note 6)	-	-	-	-	-	-	-	-	-	-	28,478,190	-	-	28,478,190	
	Transfer from (Note 13)	-	-	-	-	-	-	-	-	-	-	44,003,918	-	-	44,003,918	
	Transfer from (Note 16)	-	-	-	-	-	-	-	-	-	-	16,499,760	-	-	16,499,760	
	Transfer from (Note 20)	-	-	-	-	-	-	-	-	-	-	54,903,402	-	-	54,903,402	
	As at December 31, 2022	144,706,862	-	68,312,604	149,767,725	367,099,892	117,249,938	13,952,307	2,398	5,629,002	-	2,082,360,077	-	1,459,264	2,950,540,069	
Accumulated depreciation																
	As at December 31, 2021	40,977,602	-	25,053,002	125,483,692	176,623,776	86,869,781	11,659,006	2,228	4,713,299	-	-	-	-	471,382,386	
	Depreciation for the year	3,176,732	-	8,977,425	9,736,874	13,347,612	10,190,683	932,580	165	1,019,751	-	-	-	-	47,381,822	
	Depreciation for disposal	-	-	-	-	(2,010,459)	(1,133,998)	(79,919)	-	(921,292)	-	-	-	-	(4,145,668)	
	As at December 31, 2022	44,154,334	-	34,030,427	135,220,566	187,960,929	95,926,466	12,511,667	2,393	4,811,758	-	-	-	-	514,618,540	
Allowance for impairment of assets																
	As at December 31, 2021	28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	-	1,331,957	152,176,553	
	As at December 31, 2022	28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	-	1,331,957	152,176,553	
Net book value of assets																
	As at December 31, 2022	72,211,630	-	34,282,177	14,547,159	56,669,289	21,323,472	1,409,678	5	814,182	-	2,082,360,077	-	127,307	2,283,744,976	

		CONSOLIDATED F/S										(Unit : Baht)					
		Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in progress		Spare part		Total	
		Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation
Assets - cost																	
As at December 31, 2020		70,548,069	-	136,163,819	151,601,375	323,306,268	118,403,967	12,908,786	2,398	7,229,002	-	1,133,358,713	-	1,459,264	1,954,981,661	-	-
Purchase		-	-	3,514,000	-	11,109,920	-	207,961	-	-	-	403,670,490	-	-	418,502,371	-	-
Disposal		-	-	-	-	-	-	(4,568)	-	-	-	-	-	-	(4,568)	-	-
(Transfer out) (Note 10)		(2,059,569)	-	(80,958,767)	-	-	-	-	-	-	-	-	-	-	(83,018,336)	-	-
(Transfer out) (Note 16)		-	-	(5,188,320)	(1,833,650)	-	-	-	-	-	-	-	-	-	(7,021,970)	-	-
Transfer in (Transfer out)		76,218,362	-	12,271,862	-	29,378,396	-	-	-	-	-	(117,868,620)	-	-	-	-	-
Transfer from (Note 13)		-	-	-	-	-	-	-	-	-	-	17,489,504	-	-	17,489,504	-	-
Transfer from (Note 16)		-	-	-	-	-	-	-	-	-	-	94,244,759	-	-	94,244,759	-	-
Transfer from (Note 20)		-	-	-	-	-	-	-	-	-	-	20,322,308	-	-	20,322,308	-	-
As at December 31, 2021		144,706,862	-	65,802,594	149,767,725	363,794,584	118,403,967	13,112,179	2,398	7,229,002	-	1,551,217,154	-	1,459,264	2,415,495,729	-	-

		CONSOLIDATED F/S (Continued)										(Unit : Baht)		
		Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in progress	Spare part	Total
		Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation			
Accumulated depreciation														
As at December 31, 2020		39,875,352	-	87,677,316	109,310,737	160,255,188	72,905,039	10,568,315	1,828	3,277,820	-	-	-	483,871,595
Depreciation for the year		2,885,871	-	12,912,779	17,089,425	16,368,588	13,964,742	1,093,530	400	1,435,479	-	-	-	65,750,814
Depreciation for disposal		-	-	-	-	-	-	(2,839)	-	-	-	-	-	(2,839)
(Transfer out) (Note 10)		(1,783,621)	-	(74,078,047)	-	-	-	-	-	-	-	-	-	(75,861,668)
(Transfer out) (Note 16)		-	-	(1,459,046)	(916,470)	-	-	-	-	-	-	-	-	(2,375,516)
As at December 31, 2021		40,977,602	-	25,053,002	125,483,692	176,623,776	86,869,781	11,659,006	2,228	4,713,299	-	-	-	471,382,366
Allowance for impairment of assets														
As at December 31, 2020		28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	1,331,957	152,176,553
As at December 31, 2021		28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	1,331,957	152,176,553
Net book value of assets														
As at December 31, 2021		75,388,362	-	40,749,592	24,284,033	64,701,134	31,534,186	1,422,211	170	2,512,641	-	1,551,217,154	127,307	1,791,936,790

		SEPARATE F/S										(Unit : Baht)		
		Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in progress	Spare part	Total
		Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation			
Assets - cost														
	As at December 31, 2021	68,488,500	-	65,802,594	149,767,725	363,794,584	118,403,967	12,840,230	2,398	6,112,619	-	110,161	1,459,264	786,782,042
	Purchase	-	-	2,138,400	-	917,719	-	99,800	-	-	-	5,431,000	-	8,586,919
	Disposal	-	-	-	-	(2,045,971)	(1,154,029)	(79,930)	-	(1,600,000)	-	-	-	(4,879,930)
	As at December 31, 2022	68,488,500	-	67,940,994	149,767,725	362,666,332	117,249,938	12,860,100	2,398	4,512,619	-	5,541,161	1,459,264	790,489,031
	As at December 31, 2021	39,509,858	-	25,053,002	125,483,692	176,623,776	86,869,781	11,589,077	2,228	4,453,531	-	-	-	469,584,945
	Depreciation for the year	637,743	-	8,932,375	9,736,874	12,865,587	10,190,683	761,593	165	796,597	-	-	-	43,921,617
	Depreciation for disposal	-	-	-	-	(2,010,459)	(1,133,998)	(79,919)	-	(921,292)	-	-	-	(4,145,668)
	As at December 31, 2022	40,147,601	-	33,985,377	135,220,566	187,478,904	95,926,466	12,270,751	2,393	4,328,836	-	-	-	509,360,894
Allowance for impairment of assets														
	As at December 31, 2021	28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	1,331,957	152,176,553
	As at December 31, 2022	28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	1,331,957	152,176,553
Net book value of assets														
	As at December 31, 2022	1	-	33,955,617	14,547,159	52,717,754	21,323,472	558,387	5	180,721	-	5,541,161	127,307	128,951,584

		SEPARATE F/S										(Unit : Baht)						
		Land improvement		Building and improvement		Machinery and equipment		Office equipment		Vehicles		Assets in progress		Spare part		Total		
		Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	Cost	Revaluation	
Assets - cost																		
As at December 31, 2020		70,548,069	-	136,163,819	151,601,375	323,306,268	118,403,967	12,685,137	2,398	6,112,619	-	-	128,755	1,459,264	-	-	-	820,411,671
Purchase		-	-	3,514,000	-	11,109,920	-	159,661	-	-	-	-	41,631,664	-	-	-	-	56,415,245
Disposal		-	-	-	-	-	-	(4,568)	-	-	-	-	-	-	-	-	-	(4,568)
(Transfer out) (Note 10)		(2,059,569)	-	(80,958,767)	-	-	-	-	-	-	-	-	-	-	-	-	-	(83,018,336)
(Transfer out) (Note 16)		-	-	(5,188,320)	(1,833,650)	-	-	-	-	-	-	-	-	-	-	-	-	(7,021,970)
Transfer in (Transfer out)		-	-	12,271,862	-	29,378,396	-	-	-	-	-	-	(41,650,258)	-	-	-	-	-
As at December 31, 2021		68,488,500	-	65,802,594	149,767,725	363,794,584	118,403,967	12,840,230	2,398	6,112,619	-	-	110,161	1,459,264	-	-	-	786,782,042
Accumulated depreciation																		
As at December 31, 2020		39,875,352	-	87,677,316	109,310,737	160,255,188	72,905,039	10,545,382	1,828	3,241,206	-	-	-	-	-	-	-	483,812,048
Depreciation for the year		1,418,127	-	12,912,779	17,089,425	16,368,588	13,964,742	1,046,534	400	1,212,325	-	-	-	-	-	-	-	64,012,920
Depreciation for disposal		-	-	-	-	-	-	(2,839)	-	-	-	-	-	-	-	-	-	(2,839)
(Transfer out) (Note 10)		(1,783,621)	-	(74,078,047)	-	-	-	-	-	-	-	-	-	-	-	-	-	(75,861,668)
(Transfer out) (Note 16)		-	-	(1,459,046)	(916,470)	-	-	-	-	-	-	-	-	-	-	-	-	(2,375,516)
As at December 31, 2021		39,509,858	-	25,053,002	125,483,692	176,623,776	86,869,781	11,589,077	2,228	4,453,531	-	-	-	-	-	-	-	469,584,945
Allowance for impairment of assets																		
As at December 31, 2020		28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	-	1,331,957	-	-	-	152,176,553
As at December 31, 2021		28,340,898	-	-	-	122,469,674	-	30,962	-	3,062	-	-	-	1,331,957	-	-	-	152,176,553
Net book value of assets																		
As at December 31, 2021		637,744	-	40,749,592	24,284,033	64,701,134	31,534,186	1,220,191	170	1,656,026	-	-	110,161	127,307	-	-	-	165,020,544

As at December 31, 2022 the assets of company were distributed to unrelated parties in amount of Baht 0.73 million and loss on sale of asset in amount of Baht 0.08 million. The value of assets and loss were already recorded in the statement of Profit or Loss and Other Comprehensive Income.

As at December 31, 2021 the assets of company were distributed to unrelated parties in amount of Baht 0.002 million and loss on sale of asset in amount of Baht 0.003 million. The value of assets and loss were already recorded in the statement of Profit or Loss and Other Comprehensive Income.

As at December 31, 2022 The Group has expenses recognized as part to work in progress follows :

	(Unit : Baht)
	CONSOLIDATED F/S
Bank charge	6,692,539
Financial cost	63,429,457
Direct labor	14,649,911
Consultant fee	2,640,000
Other direct expenses	13,160,460
Depreciation of right of use assets	44,003,918
Total	144,576,285

During the year 2022 and 2021, the Group has recorded financial costs is part of work in progress for an amount of Baht 63.47 million and Baht 63.47 million, respectively

As at December 31, 2022 and 2021, the fair value of the land according to the report of the appraisal assessed using the market approach method, Which they adjust book value by comparing with price of land located nearby its. The fair value is in the second level of the hierarchy of fair value (Note 4).

As at December 31, 2022 and 2021, the fair value of the Building and Machinery by the report of the appraisal assessed using the Cost method. The fair value is in the second level of the hierarchy of fair value (Note 4)

13. RIGHT - OF - USE ASSET

The movement transactions Right-of-use assets, arising from land leasehold rights, Land with structure and Building agreement, for the year ended December 31, 2022 as follow :

(Unit : Baht)

	CONSOLIDATED F/S			
	Land	Land with structure	Building	Total
Cost				
January 1, 2022	941,374,132	3,645,239	13,636,198	958,655,569
Increase	3,530,700,406	-	-	3,530,700,406
Disposal/Write off	(87,466,559)	-	-	(87,466,559)
December 31, 2022	4,384,607,979	3,645,239	13,636,198	4,401,889,416
Accumulated depreciation				
January 1, 2022	103,182,381	1,355,732	5,748,660	110,286,773
Depreciation for the year *	102,905,730	674,929	3,655,769	107,236,428
Depreciation disposal	(36,451,927)	-	-	(36,451,927)
December 31, 2022	169,636,184	2,030,661	9,404,429	181,071,274
Net book value of assets				
As at December 31, 2021	838,191,751	2,289,507	7,887,538	848,368,796
As at December 31, 2022	4,214,971,795	1,614,578	4,231,769	4,220,818,142

(Unit : Baht)

	SEPARATE F/S			
	Land	Land with structure	Building	Total
Cost				
January 1, 2022	143,891,755	3,645,239	13,636,198	161,173,192
Revised agreement	2,080,753,267	-	-	2,080,753,267
Disposal/Write off	(87,466,559)	-	-	(87,466,559)
December 31, 2022	2,137,178,463	3,645,239	13,636,198	2,154,459,900
Accumulated depreciation				
January 1, 2022	64,804,409	1,355,732	5,748,660	71,908,801
Depreciation for the year *	40,206,462	674,929	3,655,769	44,537,160
Depreciation disposal	(36,451,927)	-	-	(36,451,927)
December 31, 2022	68,558,944	2,030,661	9,404,429	79,994,034
Net book value of assets				
As at December 31, 2021	79,087,346	2,289,507	7,887,538	89,264,391
As at December 31, 2022	2,068,619,519	1,614,578	4,231,769	2,074,465,866

During the year 2022 and 2021, the subsidiary has calculated the depreciation of right of use and recognized to work in progress in amount of Baht 44.00 million and Baht 17.49 million, respectively. (Note 12).

During the quarter 2022, the Company and a subsidiary have entered into the land lease agreements, 3 agreements for each, for industrial purposes in Map Ta Phut Industrial Estate for a period of 30 years with average yearly payment of Baht 138.51 million and Baht 93.50 million, respectively.

The Company and the subsidiary have recognized the above agreements as right of use assets at to gotten with liabilities under the lease and deferred interest of Baht 2,080.75 million Baht 1,424.53 million, respectively.

14. OTHER INTANGIBLE ASSETS OTHER THAN GOODWILL

(Unit : Baht)

	CONSOLIDATED F/S				December 31, 2022
	January 1, 2022	Additions	Disposol	Tranfer in / Tranfer out	
Computer software	3,173,103	192,500	-	-	3,365,603
Less : Accumulated Amortization	(2,237,295)	(617,126)	-	-	(2,854,421)
Net	935,808	(424,626)	-	-	511,182

(Unit : Baht)

	SEPARATE F/S				December 31, 2022
	January 1, 2022	Additions	Disposol	Tranfer in / Tranfer out	
Computer software	3,043,603	24,500	-	-	3,068,103
Less : Accumulated Amortization	(2,180,810)	(564,292)	-	-	(2,745,102)
Net	862,793	(539,792)	-	-	323,001

15. DEFERRED TAX ASSET AND LIABILITIES

Deferred tax asset and liabilities are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Deferred tax asset	37,914,337	23,461,271	31,866,701	24,656,884
Deferred tax liability	(20,482,221)	(20,854,807)	(18,348,298)	(9,857,998)
Deferred tax asset (liabilities) - net	17,432,116	2,606,464	13,518,403	14,798,886

The movements in deferred income tax asset and liabilities are as follows :

(Unit : Baht)

	CONSOLIDATED F/S			
	January 1, 2022	Recognised as income (expense)		December 31, 2022
		Statement of income	Shareholders' equity	
Deferred tax asset (liabilities) :				
Deferred tax asset				
Allowance for expected credit losses - Account				
Receivables	5,451,106	(5,451,106)	-	-
Impairment of investments	749,392	(749,392)	-	-
Provisions for employee benefits	2,146,506	(2,146,506)	-	-
Allowance for impairment on Gypsum	3,661,162	(3,661,162)	-	-
Tax losses carried forwarded 5 years	-	31,866,701	-	31,866,701
Depreciation expense and Impairment of assets	11,453,104	(11,453,104)	-	-
Depreciation expense and interest Right of use asset	-	6,047,636	-	6,047,636
Total deferred tax asset	23,461,271	14,453,066	-	37,914,337
Deferred tax liability				
Depreciation expense and interest Right of use asset	(10,996,809)	(3,615,531)	-	(14,612,340)
Surplus on asset revaluation	(9,857,998)	3,988,117	-	(5,869,881)
Total deferred tax liability	(20,854,807)	372,586	-	(20,482,221)
Net	2,606,464	14,825,652	-	17,432,116

(Unit : Baht)

	CONSOLIDATED F/S			
	January 1, 2021	Recognised as income (expense)		December 31, 2021
		Statement of income	Shareholders' equity	
Deferred tax asset (liabilities) :				
Deferred tax asset				
Allowance for expected credit losses - Account				
Receivables	12,320,591	(6,869,485)	-	5,451,106
Impairment of investments	710,865	38,527	-	749,392
Provisions for employee benefits	1,812,954	168,817	164,736	2,146,507
Allowance for impairment on Gypsum	3,673,411	(12,249)	-	3,661,162
Tax losses carried forwarded 5 years	18,003,284	(18,003,284)	-	-
Depreciation expense and Impairment of assets	-	11,453,104	-	11,453,104
Total deferred tax asset	36,521,105	(13,224,570)	164,736	23,461,271
Deferred tax liability				
Depreciation expense and interest Right of use asset	(8,121,232)	(2,875,577)	-	(10,996,809)
Surplus on asset revaluation	(16,891,308)	7,033,310	-	(9,857,998)
Total deferred tax liability	(25,012,540)	4,157,733	-	(20,854,807)
Net	11,508,565	(9,066,837)	164,736	2,606,464

(Unit : Baht)

	SEPARATE F/S			
	January 1, 2022	Recognised as income (expense)		December 31, 2022
		Statement of income	Shareholders' equity	
Deferred tax asset (liabilities) :				
Deferred tax asset				
Allowance for expected credit losses - Account - Receivables	5,451,106	(5,451,106)	-	-
Impairment of investments	749,392	(749,392)	-	-
Provisions for employee benefits	2,146,506	(2,146,506)	-	-
Allowance for impairment on Gypsum	3,661,162	(3,661,162)	-	-
Tax losses carried forwarded 5 years	-	31,866,701	-	31,866,701
Depreciation expense and Impairment of assets	11,453,104	(11,453,104)	-	-
Depreciation expense and interest Right of use asset	1,195,614	(1,195,614)	-	-
Total deferred tax asset	24,656,884	7,209,817	-	31,866,701
Deferred tax liability				
Depreciation expense and interest Right of use asset	-	(12,478,417)	-	(12,478,417)
Surplus on asset revaluation	(9,857,998)	3,988,117	-	(5,869,881)
Total deferred tax liability	(9,857,998)	(8,490,300)	-	(18,348,298)
Net	14,798,886	(1,280,483)	-	13,518,403

(Unit : Baht)

	SEPARATE F/S			
	January 1, 2021	Recognised as income (expense)		December 31, 2021
		Statement of income	Shareholders' equity	
Deferred tax asset (liabilities) :				
Deferred tax asset				
Allowance for expected credit losses - Account Receivables	12,320,591	(6,869,485)	-	5,451,106
Impairment of investments	710,865	38,527	-	749,392
Provisions for employee benefits	1,657,766	317,409	171,331	2,146,506
Allowance for impairment on Gypsum	3,673,411	(12,249)	-	3,661,162
Tax losses carried forwarded 5 years	18,158,471	(18,158,471)	-	-
Depreciation expense and Impairment of assets	-	11,453,104	-	11,453,104
Depreciation expense and interest Right of use asset	568,936	626,678	-	1,195,614
Total deferred tax asset	37,090,040	(12,604,487)	171,331	24,656,884
Deferred tax liability				
Surplus on asset revaluation	(16,891,308)	7,033,310	-	(9,857,998)
Total deferred tax liability	(16,891,308)	7,033,310	-	(9,857,998)
Net	20,198,732	(5,571,177)	171,331	14,798,886

Income tax expenses for the years ended December 31, 2022 and 2021 are as follows :

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	2022	2021	2022	2021
The amount of deferred income tax expense relating to the initial and reversal of temporary differences	11,411,578	(66,270,236)	(4,694,557)	(62,774,576)
Income tax expense	11,411,578	(66,270,236)	(4,694,557)	(62,774,576)

Deferred tax assets have not been recognized in respect of the following items :

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Deductible temporary differences				
Allowance for defective inventories	2,648,529	2,648,529	2,648,529	2,648,529
Impairment of investment in subsidiary company	-	-	-	127,200,000
Depreciation expense and Impairment of assets	19,911,497	19,911,497	19,911,497	19,911,497
Balance of Tax losses carried forwarded 5 years	55,766,570	4,339,038	55,766,570	-
Total	78,326,596	26,899,064	78,326,596	149,760,026

The Group and the Company recorded deferred income tax assets for loss carry forward based on the forecasted utilization of such loss carry forward.

16. OTHER NON - CURRENT LIABILITIES

As at December 31, 2022 and 2021, the subsidiary has advance payment of construction costs in amount of Baht 22.72 million and Baht 35.86 million, respectively to a company which is the Engineering, procurement and construction of storage facilities (EPC) contractors for the fuel depot project. During the year 2022 and 2021, the subsidiary made the transaction by transferring advance payment construction project to construction work in progress in amount of Baht 13.14 million and Baht 90.88 million, respectively. (note 12).

As of December 31, 2022 and 2021, the subsidiary had advance payments of Pipe rack cost, paid to an unrelated company in the amount of Baht 15.98 million and Baht 22.74 million, respectively. During the year, the advance payment for construction was transferred to work in progress in the amount of Baht 3.36 million and Baht 3.36 million, respectively (Note 12).

During the year 2021, the Group and the Company have changed assets at the port for according to the future depot services. As a result, there are some assets that are not used for operations, therefore the Group and the Company have applied to transfer received Building and improvement in book value amount of Bath 4.65 million. (Cost and accumulated depreciation amount of Bath 7.02 million and Bath 2.38 million, respectively). And classified assets as non-operating assets and impairment loss from the former assets was recognized in the statement of comprehensive income amount of Baht 4.65 million.

As of December 31, 2021, the subsidiary has sold assets to third parties. Not related to the forced sale value at Baht 3.2 million (value according to the asset appraisal book) and the amount of Baht 3.2 million for demolition, by loss from disposal of assets to an unrelated company of Baht 20 million (book value of Baht 20 million) However, as mentioned above was recorded into Statement of comprehensive income.

17. BANK OVERDRAFTS AND SHORT-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS

Bank overdrafts and short-term borrowings from financial institutions as at December 31, 2022 and 2021 comprise the following :

Type	Currency	December 31, 2022				December 31, 2021			
		Foreign currency	Baht or equivalent	Interest rate (% per annum)	Due within	Foreign currency	Baht or equivalent	Interest rate (% per annum)	Due within
Bank overdrafts	THB	-	-	5.25	-	-	5.25 - 5.84	-	-
Trust receipts	USD	5,080,887	184,121,107	4.75	January - April, 2023	4,651,062	154,270,520	4.75	February - April, 2022
Promissory	THB	-	300,000,000	4.57 - 5.07	Due of June 2023	-	67,013,700	4.57	Due of June 2022
Total			484,121,107				221,284,220		
Less prepaid fee			-				(409,394)		
Net			<u>484,121,107</u>				<u>220,874,826</u>		

Type	Currency	December 31, 2022				December 31, 2021			
		Foreign currency	Baht or equivalent	Interest rate (% per annum)	Due within	Foreign currency	Baht or equivalent	Interest rate (% per annum)	Due within
Bank overdrafts	THB	-	-	5.25	-	-	-	5.25	-
Trust receipts	USD	5,080,887	184,121,107	4.75	January - April, 2023	4,651,062	154,270,520	4.75	February - April, 2022
Promissory	THB	-	-	-	-	-	-	-	-
Total			184,121,107				154,270,520		
Less prepaid fee			-				-		
Net			<u>184,121,107</u>				<u>154,270,520</u>		

As at December 31, 2022, Trust receipts and overdrafts have guaranteed by savings account (according to Note 9 and Note 10, respectively)

As at December 31, 2022, Trust receipts and overdrafts have guaranteed by savings account (according to Note 9 and Note 10, respectively)

Movements in short - term borrowing for the year ended on December 31, 2022 and 2021 were as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	2022	2021	2022	2021
Beginning balance as at January 1,	221,284,220	93,508,018	154,270,520	93,508,018
Increase	596,101,978	481,993,693	363,115,679	414,979,993
<u>Less</u> Payment	<u>(333,265,091)</u>	<u>(354,217,491)</u>	<u>(333,265,092)</u>	<u>(354,217,491)</u>
Ending balance as at December 31,	484,121,107	221,284,220	184,121,107	154,270,520
<u>Less</u> Prepaid fee	<u>-</u>	<u>(409,394)</u>	<u>-</u>	<u>-</u>
Net	<u>484,121,107</u>	<u>220,874,826</u>	<u>184,121,107</u>	<u>154,270,520</u>

18. TRADE AND OTHER CURRENT PAYABLES

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Trade payables				
Related companies	3,393,473	18,927,642	3,393,474	6,883,731
Others	<u>28,112,297</u>	<u>70,695,008</u>	<u>28,112,296</u>	<u>70,695,008</u>
Trade payables - net	31,505,770	89,622,650	31,505,770	77,578,739
Other current payables				
Other payables - Related companies	201,284,669	1,464,944	237,301	25,857,813
Other payables - Other	33,460,971	49,753,590	9,252,089	40,865,609
Construction payable - Other	-	23,379,500	-	-
Advance received - Other	168,245,841	24,927,543	1,307,061	24,927,543
Accrued benefit expenses	<u>3,138,459</u>	<u>5,163,391</u>	<u>3,138,459</u>	<u>5,163,391</u>
Trade and other current payables - Net	<u>437,635,710</u>	<u>194,311,618</u>	<u>45,440,680</u>	<u>174,393,095</u>

As at December 31, 2022, a subsidiary has other current payable from gypsum removal services amounting to Baht 201.05 million included in "Other payables - Related companies".

As at December 31, 2022 Advance received in the contract amounting to Baht 168.25 million include advances received under a Space Service Agreement with an unrelated party amounting to Baht 166.94 million, included in "Trade and other current payables" with an initial term of 10 years, and option to renew up to 30 years. Under the above service agreement, the Company has issued a letter of guarantee on behalf of the subsidiary the amount of Baht 175 million, with an obligations to the Beneficiary according to the terms and conditions of the Service Agreement Between a subsidiary and the Beneficiary.

19. LONG-TERM LOANS FROM FINANCIAL INSTITUTIONS

(Unit : Baht)

	CONSOLIDATED F/S	
	December 31, 2022	December 31, 2021
Financial institutions	1,088,698,640	1,087,281,379
<u>Less</u> Current portion	<u>(66,468,167)</u>	<u>(66,232,976)</u>
Long-term loans from financial institutions - Net	<u>1,022,230,473</u>	<u>1,021,048,403</u>

Movements in long - term loans from financial institutions for the year ended on December 31, 2022 and 2021 were as follows :

(Unit : Baht)

	CONSOLIDATED F/S
Book value as of January 1, 2022	1,087,281,379
<u>Less</u> Amortization of finance fee	<u>1,417,261</u>
Book value as of December 31, 2022	<u><u>1,088,698,640</u></u>

A subsidiary entered into facility agreement with a financial institution totaling Baht 1,770 million which comprising of long-term loan of Baht 1,100 million, promissory notes of Baht xx million, bank overdraft of Baht 300 million and letter of guarantee of Baht 20 million (jointly use with the parent company). The above facility agreement is secured to the lender, including, but not limited to, by assigning the rights under insurance contracts of Baht 1,830 million, EPC Contract (Engineering, procurement, and Construction Contract) of NFCT Fuel Tank Farm Project, Land Lease Agreement in Map Ta Phut Industrial Estate, Storage Facility Services Agreement, Pipeline Transportation Services Contract, Port Services Contract and Trade Receivables with unspecific rights.

The above long-term loan facility is subject to interest at the rates of THBFI6M (Thai Baht Interest Rate Fixing) plus fixed rate, payable in 6 months period on the last business day of each interest period and principal is repayable in 21 installments on a semi-annual basis commencing from May 2022 to May 2032. On May 31, 2022, the subsidiary entered into an amendment agreement with a financial institution adjusting the principal repayment period starting from November 2022 to November 2032.

The above promissory note is subject to interest at the rates of MLR minus fixed rate, payable depending on the tenor of each promissory note and principal is repayable within November 2032.

Besides, the subsidiary must comply with covenants relating to various matters stipulated in the facility agreement including maintenance of the Debt Service Coverage Ratio is not lower than 1.10 and the Interest-Bearing Debt-to-Equity Ratio is not higher than 7, among others. (Calculation is effective in 2022 onward).

20. FINANCIAL LIABILITIES

Book value of Financial liabilities, arising from land leasehold rights, Land with structure and office Building (Note 13) have Movements for the year ended on December 31, 2022 and 2021 were as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
As at January 1,	1,512,753,448	1,677,582,084	129,559,000	167,886,689
Increase	6,981,351,422	45,625,042	4,155,383,339	10,440,000
Revised agreement	(22,641,102)	(122,240,730)	(83,955,944)	-
<u>Less</u> Payment	<u>(180,423,344)</u>	<u>(51,752,717)</u>	<u>(112,981,803)</u>	<u>(40,484,847)</u>
<u>Less</u> Deferred interest expenses	<u>(40,911,786)</u>	<u>(36,460,231)</u>	<u>(6,328,088)</u>	<u>(8,282,842)</u>
Total	8,250,128,638	1,512,753,448	4,081,676,504	129,559,000
<u>Less</u> Deferred interest	<u>(4,049,493,536)</u>	<u>(693,934,340)</u>	<u>(2,048,208,972)</u>	<u>(15,029,860)</u>
As at December 31,	4,200,635,102	818,819,108	2,033,467,532	114,529,140
<u>Less</u> Current portion	<u>(14,465,373)</u>	<u>(28,601,521)</u>	<u>(8,175,214)</u>	<u>(23,392,927)</u>
Net	<u><u>4,186,169,729</u></u>	<u><u>790,217,587</u></u>	<u><u>2,025,292,318</u></u>	<u><u>91,136,213</u></u>

The aggregate minimum lease payments under financial lease agreements as follows :

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Less than 1 year	14,465,373	28,601,521	8,175,214	23,392,927
More than 1 year but less than 5 years	46,581,398	57,239,370	18,580,087	91,136,213
More than 5 years	4,139,588,331	732,978,217	2,006,712,231	-
Net	4,200,635,102	818,819,108	2,033,467,532	114,529,140

The following are the amounts for the year ended 31 December 2022 and 2021 recognised in profit or loss.

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Depreciation of right-of-use assets	49,873,936	49,332,593	44,357,160	39,567,539
Depreciation of right-of-use assets (Cost of services)	13,328,574	-	-	-
Depreciation of right-of-use assets (work in progress)	44,033,918	17,135,265	-	-
Interest expense on lease liabilities	53,949,079	20,023,314	30,049,230	7,528,067
Interest expense on lease liabilities (work in progress)	54,903,402	19,919,161	-	-
Expense relating to short-term lease	1,591,156	1,440,000	1,591,156	1,440,000
Leases of low - value assets	81,000	123,192	81,000	123,192
Net	217,761,065	107,973,525	76,078,546	48,658,798

21. PROVISIONS FOR EMPLOYEE BENEFITS

- Expenses recognized for employee benefits are analysed below :

	(Unit : Baht)	
	CONSOLIDATED F/S AND SEPARATE F/S	
	2022	2021
Salaries and wages	39,688,402	40,849,356
Social security costs	431,683	399,680
Pensions - defined benefit plans	1,709,509	-
Total	41,829,594	41,249,036

- Movements in employee benefits obligation for the years ended December 31, 2022 and 2021 are as follows :

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	2022	2021	2022	2021
Defined benefit obligation as at January 1,	10,538,053	9,064,770	9,875,878	8,288,831
Current service cost	524,079	682,243	458,452	653,492
Interest expense	58,793	77,362	56,650	76,904
Re-measurement - actuarial loss (gain) from				
- changes in financial assumptions	553,083	823,679	1,161,595	856,651
<u>Less</u> Debt decreased from payment	(6,171,360)	(110,000)	(6,171,360)	-
Defined benefit obligation as at December 31,	<u>5,502,648</u>	<u>10,538,054</u>	<u>5,381,215</u>	<u>9,875,878</u>

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	2022	2021	2022	2021
Provisions for employee benefits				
- Current provisions for employee benefits	2,311,932	6,646,819	2,311,932	6,096,819
- Non - current provisions for employee benefits	3,190,716	3,891,235	3,069,283	3,779,059
Total	<u>5,502,648</u>	<u>10,538,054</u>	<u>5,381,215</u>	<u>9,875,878</u>

Actuarial gains or losses occurred from the change in the salaries and wages and other factors for the computation of post-employee benefits are presented under shareholders' equity.

- Principal actuarial assumptions at the reporting date for the years ended December 31, 2022 and 2021 are as follows :

	(Unit : Baht)	
	CONSOLIDATED F/S	
	December 31, 2022	December 31, 2021
Discount rates (% per annum)	2.52 - 3.75	1.48 - 1.91
Salary growth rate (% per annum)	4.00	4.00
Turnover rate (% per annum)	1.91 - 34.38	11.46 - 34.38
Retirement age (Years)	60	60

	(Unit : Baht)	
	SEPARATE F/S	
	December 31, 2022	December 31, 2021
Discount rates (% per annum)	2.52 - 3.75	1.48
Salary growth rate (% per annum)	4.00	4.00
Turnover rate (% per annum)	1.91 - 34.38	11.46 - 34.38
Retirement age (Years)	60	60

The present value of the defined benefit obligation was measured using the projected unit credit method.

- Defined benefit plan expenses

Amounts recognized in profit or loss related to The Group and the Company defined benefit plans are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	2022	2021	2022	2021
Current service cost	524,079	682,243	458,452	653,492
Net interest expense	58,793	77,362	56,650	76,904
Total expenses recognized in profit or loss	582,872	759,605	515,102	730,396

The current service cost is included in employee benefits expense. The net interest expense is included in finance costs.

- Amounts recognized in other comprehensive income related to the Group and the Company defined benefit plans are as follows :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	2022	2021	2022	2021
Actuarial loss (gain) from :				
- changes in financial assumptions	553,083	823,679	1,161,595	856,651
Total expense were recognized in other comprehensive income	553,083	823,679	1,161,595	856,651

All expenses summarised above were included within items that will not be reclassified subsequently to profit or loss in the statement of profit or loss and other comprehensive income.

- The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at December 31, 2022 were summarized as below :

(Unit : Baht)

	Change of the present value of the employee benefit obligations increase (decrease)	
	CONSOLIDATED F/S	SEPARATE F/S
Discount rate		
Discount rate Increase 1.00%	(297,007)	(276,825)
Discount rate Decrease 1.00%	340,182	315,371
Salary increase rate		
Salary increase rate Increase 1.00%	320,221	296,572
Salary increase rate Decrease 1.00%	(286,046)	(266,364)
Turnover rate		
Turnover rate Increase 20.00%	(697,823)	(681,795)
Turnover rate Decrease 20.00%	939,829	920,085

As at December 31, 2022, the maturity analyses of undiscounted cash flows of benefit payments are as follows :

(Unit : Baht)

	CONSOLIDATED F/S	SEPARATE F/S
Within 1 year	2,281,113	2,281,113
Over 2 and up to 5 years	1,113,952	1,113,952
Over 5 years	3,122,977	2,873,065
Total	6,518,042	6,268,130

22. DIVIDEND

On April 28, 2022, the Annual General Meeting of the Company's shareholders for 2021 has resolved the omission of dividend.

23. BASIC EARNINGS (LOSS) PER SHARE

Basic earnings per share are calculated by dividing profit for the year attributed to equity holders of the Company (Excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

	CONSOLIDATED F/S		SEPARATE F/S	
	For the year ended December 31,			
	2022	2021	2022	2021
Profit (loss) attributable to equity holders of the Company	150,355,858	352,888,683	209,045,867	450,549,517
Weight average number of common shares (shares)	<u>1,087,833,056</u>	<u>1,087,833,056</u>	<u>1,087,833,056</u>	<u>1,087,833,056</u>
Basic earnings (loss) per shares (Baht)	<u>0.1382</u>	<u>0.3244</u>	<u>0.1922</u>	<u>0.4142</u>

Diluted earnings (loss) per share calculated by dividing profit (loss) for the year attributable to ordinary shareholders by the weighted average number of ordinary shares issued during the year which adjusted by the number of diluted equivalent ordinary shares, assuming that the dilutive equivalent ordinary shares are converted to all ordinary shares. The Company has diluted equivalent shares which is warrants to purchase ordinary shares. The Company calculates the number of dilutive equivalents based on their fair value and the monetary value of the share options price accompanying the warrants. (Determined from the average price of the Company's ordinary shares during the year).

This calculation is made to determine the number of ordinary shares to be added to ordinary shares held by third parties in the calculation of diluted earnings (losses) per share, without any adjustment in net profit. However, the Company does not calculate diluted earnings per share for the year ended December 31, 2022 because the fair value of common stock is lower than the exercise price of ordinary shares.

24. STATUTORY RESERVE

The Company is required to set aside to a statutory reserve at least 5% of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10% of the registered share capital. The statutory reserve is not available for dividend distribution.

25. PROVIDENT FUND

The Group and the Company and its employee have jointly established a provident funds in accordance with the Provident Fund Act B.E. 2530. Both the Group and the Company and its employee contributed to the fund monthly at the rates specified in the regulation of provident fund. The fund, which is managed by MFC Asset Management Public Company Limited, will be paid to employees upon termination in accordance with the fund rules.

During the years 2020, the Group and the Company contributed Baht 1.40 million.

26. Other income

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	2022	2021	2022	2021
Income from the transfer of land leasehold rights	-	452,621,417	-	452,621,417
Profit from sale of assets	-	2,826,089	-	2,826,089
Interest loan form Related companies	-	-	29,958,527	34,097,517
miscellaneous income	240,408	3,636,071	239,274	3,634,267
Income from reversal of allowance for expected credit losses	124,138	-	26,974,276	-
profit form Change lease agreements	21,539,580	-	21,539,580	-
Other income	26,150,029	14,582,337	24,002,272	13,909,152
Total	48,054,155	473,665,914	102,713,929	507,088,442

As of December 31, 2022, the Company has net income from operations for an unrelated company to have the right to lease space from the Company. in the amount of Bath 452 million.

27. EXPENSES BY NATURE

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	2022	2021	2022	2021
Change in inventories and work in process	30,119,706	59,818,628	30,119,706	59,818,318
Purchases of goods	2,445,287,006	1,268,283,234	2,445,287,006	1,268,282,923
Depreciation and amortization	155,235,376	109,838,678	89,023,068	98,309,854
Salaries, wages and employee compensation	56,713,978	48,274,701	54,759,236	48,151,937
Professional fees	4,338,321	2,125,539	4,030,841	1,873,039
Compensation paid to IEAT	16,292,463	22,099,390	13,116,563	21,276,067
Allowance for expected credit losses (Reverse)	-	769,823	-	1,496,840
Allowance for impairment Inventory (Reverse)	(11,470)	(428,807)	(11,470)	(428,807)
Allowance for impairment Asset (Reverse)	-	(2,884,000)	-	4,646,454
Allowance for impairment long-term investments	1,274,042	192,632	1,274,042	192,632

28. INCOME TAX EXPENSE

For the years ended December 31, 2022 and 2021, income tax expense consisted of the following :

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	For the year ended December 31,			
	2022	2021	2022	2021
Current income tax :				
Income tax for the year	(3,414,074)	(57,203,399)	(3,414,074)	(57,203,399)
Deferred tax :				
Relating to origination and reversal				
of temporary differences	14,825,652	(9,066,837)	(1,280,483)	(5,571,177)
Income (expenses) tax in statements of comprehensive income	11,411,578	(66,270,236)	(4,694,557)	(62,774,576)

Reconciliation of effective tax rate

(Unit : Baht)

	CONSOLIDATED F/S		SEPARATE F/S	
	For the year ended December 31,			
	2022	2021	2022	2021
Accounting profit (loss) before tax	138,340,131	418,469,330	213,740,424	513,324,093
Applicable tax rate	20%	20%	20%	20%
Accounting profit (loss) before tax multiplied by	27,668,026	83,693,866	42,748,085	102,664,819
Effects of :				
Expenses cannot be deducted as expenditure for tax	6,761,701	(3,503,403)	(2,062,336)	(4,955,614)
Tax losses carried forwarded	98,140,301	(86,928,079)	91,884,279	(104,446,821)
The expense account with more deductions	(132,570,028)	(50,465,783)	(132,570,028)	(50,465,783)
Additional income tax filing during the year	(3,414,074)	-	(3,414,074)	-
Income (expenses) for the year	(3,414,074)	(57,203,399)	(3,414,074)	(57,203,399)
Deferred tax arising from temporary				
differences and reversal of temporary differences	14,825,652	(9,066,837)	(1,280,483)	(5,571,177)
Income (expenses) reported in the statements of comprehensive income	11,411,578	(66,270,236)	(4,694,557)	(62,774,576)

29. FINANCIAL INSTRUMENTS

Financial instruments carried on the consolidated statement of financial position and the separate statement of financial position include cash and cash equivalents, restricted deposits, trade account receivables, other receivables, investment in subsidiaries, other long-term investment, trade account payables, unearned revenue from sales and services, accrued compensation expense and debts under joint operating agreement and business rehabilitation plan, short-term loans and accrued interest from related companies. The accounting policies on recognition and measurement of these items are disclosed in the respective accounting policies (Note 3).

The financial risks of the Group and the Company associate with these financial instruments. The management policies on these risks are described below :

29.1 Liquidity risk

Liquidity risk arises from the possibility that customers may not be able to settle obligations to the Group and the Company within the normal terms of trade. To manage this risk, the Group and the Company periodically assess the financial viability of customers.

29.2 Interest rate risk

Interest rate risk means the risk that the value of financial instruments will change because the changes of interest rate. The Group is exposed to interest rate risk relating primarily to its deposits, short term loans and loans from financial institutions. So the Group is exposed to the risk of the fluctuation in the future market rate.

Significant financial assets and liabilities as at December 31, 2022 and 2021 classified by type of interest rates are summarized in the table below :

	CONSOLIDATED F/S										(Unit: Million Baht)	
	Floating interest rate		Fixed interest rate		Non-interest bearing		Total		Interest rate per annum (%) 2022		Interest rate per annum (%) 2021	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Financial assets												
Cash and cash equivalents	590.00	224.48	-	-	0.24	0.18	619.57	224.66	0.05 - 0.35	0.05 - 0.25	0.05 - 0.25	0.05 - 0.25
Other current financial assets	10.66	21.84	-	-	-	-	10.66	21.84	0.25	0.25	0.25	0.25
Other non - current financial assets	104.28	10.69	-	-	-	1.27	104.28	11.96	0.25	0.25	0.25	0.25
Financial liabilities												
Bank overdraft and short-term loan from financial institution	-	-	484.12	220.87	-	-	484.12	220.87	4.75 - 5.25	4.57 - 4.75	4.57 - 4.75	4.57 - 4.75
Current portion of long-term loan	66.47	66.23	-	-	-	-	66.47	66.23	4.43	3.96	3.96	3.96
Long - term loans from financial institutions	1,022.23	1,021.05	-	-	-	-	1,022.23	1,021.05	4.43	3.96	3.96	3.96
Current portion of lease liabilities	-	-	46.02	28.60	-	-	46.02	28.60	3.96 - 5.00	3.90 - 5.00	3.90 - 5.00	3.90 - 5.00
Lease liabilities	-	-	4,154.62	790.22	-	-	4,154.62	790.22	3.96 - 5.00	3.90 - 5.00	3.90 - 5.00	3.90 - 5.00

29.3 Credit risk

Credit risk is the risk that a counter party is unable or unwilling to meet a commitment that it entered into with the Group and the Company. The risk is controlled by the application of credit approvals, limits and monitoring procedures.

The carrying amount of accounts receivable recorded in the statement of financial position and consolidated statement of financial position net of allowance for doubtful accounts, if any, represents the maximum exposure to credit risk.

29.4 Foreign exchange risk

The Company has exposure to foreign exchange rate risk because the Company has assets dominated in foreign currencies. However, the management believe that the risk does not have a significant impact on the Company' financial statements as the Company has arranged foreign exchange forward contracts as disclosed Note 34.3

As at December 31, 2022 and 2021 the Group has financial assets and financial liabilities denominated in foreign currencies are as follow :

	Consolidated financial statements		Separate financial statements	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Financial liabilities				
Accounts payable (USD)	798,125	1,925,680	798,125	1,925,680

30. FAIR VALUES

The fair values of the following financial assets and financial liabilities approximate their carrying values.

- Financial assets and financial liabilities with short-term maturity are cash and cash equivalents. Trade and other current receivables Bank deposits with restrictions on use Overdrafts from financial institutions Trade accounts and other current payables short-term loan the fair value is estimated based on the book value shown in the statement of financial position.
- Lease liabilities, long-term loans that pay interest at rates close to market interest rates. The fair value is estimated based on the book value shown in the statement of financial position.

The fair values and the carrying values of non-financial assets and liabilities were as follows :

(Unit : Baht)

	CONSOLIDATED F/S AND SEPARATE F/S							
	Level 1		Level 2		Level 3		Total	
	2022	2021	2022	2021	2022	2021	2022	2021
Non-Financial assets								
measured at fair value								
Property ,Plant and equipment	-	-	123,102,394	175,989,775	-	-	123,102,394	175,989,775

31. SEGMENT REPORTING

The segment financial information of the Group and the Company company for the year ended December 31, 2022 and 2021 are as follows :

(Unit : Baht)

	CONSOLIDATED F/S			
	For the year ended December 31,			
	2022			
	Chemical	Service Chemical Storage Tank	Port Service and Other	Total
Recognize Revenues				
Point in Time	2,496,521,912	-	-	2,496,521,912
Over Time	54,866,646	-	194,901,412	249,768,058
Total Revenues	2,551,388,558	-	194,901,412	2,746,289,970
Revenues from sales of chemical product - net	2,496,521,912	-	-	2,496,521,912
Revenues from the rendering of services	54,866,646	-	194,901,412	249,768,058
Cost of chemical product sold	(2,415,283,562)	-	-	(2,415,283,562)
Cost of services	(10,211,373)	-	(44,101,434)	(54,312,807)
Gross profit	125,893,623	-	150,799,978	276,693,601
Other income	44,157,071	72,581	3,596,111	47,825,763
Reversal of allowance for expected credit losses	117,574	-	6,564	124,138
Gypsum revenues net of related expenses	104,254	-	-	104,254
Selling expenses	(33,716,742)	-	-	(33,716,742)
Administrative expenses	(55,079,846)	(6,059,537)	(13,538,859)	(74,678,242)
Loss on impairment of other long - term investment	(1,203,487)	-	(70,555)	(1,274,042)
Expenses from underutilized fixed assets	-	-	(14,494,223)	(14,494,223)
Expenses from temporary closed port	-	-	(35)	(35)
Profit (Loss) from operation before financial costs and income Tax	80,272,447	(5,986,956)	126,298,981	200,584,472
Financial costs	(58,782,910)	(15,232)	(3,446,199)	(62,244,341)
Tax income (Expense)	25,993,803	(6,947,316)	(7,634,909)	11,411,578
Net profit (Loss) for the year	47,483,340	(12,949,504)	115,217,873	149,751,709
Property, plant and equipment	77,815,442	1,747,088,236	458,841,298	2,283,744,976
Right-of-use assets	4,231,769	275,729,140	3,940,857,233	4,220,818,142
Other assets	918,892,018	88,919,313	161,155,247	1,168,966,578
Total assets	1,000,939,229	2,111,736,689	4,560,853,778	7,673,529,696

(Unit : Baht)

	CONSOLIDATED F/S			
	For the year ended December 31,			
	2021			
	Chemical	Service Chemical Storage Tank	Port Service and Other	Total
Recognize Revenues				
Point in Time	1,265,583,662	-	-	1,265,583,662
Over Time	55,779,433	-	42,788,143	98,567,576
Total Revenues	1,321,363,095	-	42,788,143	1,364,151,238
Revenues from sales of chemical product - net	1,265,583,662	-	-	1,265,583,662
Revenues from the rendering of services	55,779,433	-	42,788,143	98,567,576
Cost of chemical product sold	(1,207,847,946)	-	-	(1,207,847,946)
Cost of services	(9,244,993)	-	(9,130,526)	(18,375,519)
Gross profit	104,270,156	-	33,657,617	137,927,773
Other income	466,543,831	420,544	6,265,154	473,229,529
Gypsum revenues net of related expenses	436,385	-	-	436,385
Selling expenses	(35,768,082)	-	-	(35,768,082)
Administrative expenses	(99,099,366)	(920,746)	(1,367,966)	(101,388,078)
Loss on impairment of other long - term investment	(190,009)	-	(2,623)	(192,632)
Expenses from underutilized fixed assets	-	-	(29,197,780)	(29,197,780)
Expenses from temporary closed port	-	-	(7,718)	(7,718)
Profit (Loss) from operation before financial costs and income Tax	436,192,915	(500,202)	9,346,684	445,039,397
Financial costs	(26,202,108)	(6,266)	(361,693)	(26,570,067)
Tax income (Expense)	(62,729,668)	(2,674,649)	(865,919)	(66,270,236)
Net profit (Loss) for the year	347,261,139	(3,181,117)	8,119,072	352,199,094
Property, plant and equipment	97,720,394	1,552,165,628	142,050,768	1,791,936,790
Right-of-use assets	7,887,538	286,783,364	553,697,894	848,368,796
Other assets	911,867,418	121,110,342	23,656,467	1,056,634,227
Total assets	1,017,475,350	1,960,059,334	719,405,129	3,696,939,813

Property, plant and equipment of each segment represent the segmental operating assets, while other assets principally represent cash and cash equivalents, trade account receivables, other receivables, inventories, other current assets, investments and other non-current assets.

Major Customer

As at December 31, 2022, and 2021, the Group has 2 major unrelated customers, Saksri Industry Co., Ltd. and IVICT (Thailand) Co., Ltd., with revenue of 10% or more of total revenues.

32. LONG – TERM AGREEMENTS

From starting the operations, the Company has to pay for the shipping in and out of goods passing through the pier, at the rate of Baht 6.1 per ton based on actual quantity of goods passing through. The said rate will be increased by 4% per annum from the rate of previous year. From the year 2002, if the actual quantity of goods passing through is less than 700,000 tons per annum, the Company will have to pay an amount equivalent to 700,000 tons per annum.

33. SERVICE CONTRACT

During the period 2022, a subsidiary has entered into a service agreement with an unrelated party, for the period starting from May 1, 2022 to April 30, 2027.

34. COMMITMENT

34.1 capital expenditure

As at December 31, 2022, the Company has capital expenditures related to the construction of the repair and improvement of ammonia tanks and the fuel pipeline project in the amount of Baht 10.05 million. The Company has obligations to comply with the conditions of the contract in all respects.

As at December 31, 2022, and 2021, a subsidiary has capital expenditures related to the construction of the Fuel Tank Farm Project in the amount of Baht 20.78 million and Baht 189.54 million, respectively. The company has obligations to comply with the employment contract in all respects.

As at December 31, 2022, a subsidiary has capital expenditures related to the procurement and installation of electrical systems for servicing area in the amount of Baht 25.79 million.

34.2 The Group and the Company have commitments to pay the rental and service charges to the related companies accounting to the rental operating agreement as follows :

			(Unit : Baht)	
			CONSOLIDATED F/S	
Year	December 31, 2022	December 31, 2021		
Due within one year	15,694,993	16,244,666		
More than 1 year but less than 5 years	67,056,864	65,086,128		
More than 5 years	178,399,360	196,065,089		

			(Unit : Baht)	
			SEPARATE F/S	
Year	December 31, 2022	December 31, 2021		
Due within one year	360,000	1,440,000		
More than 1 year but less than 5 years	-	360,000		

34.3 Forward foreign currency exchange contracts

As at December 31, 2022 and 2021, the settlement date on open forward contracts ranged between 6 months to 12 months.

The local currency amounts to be received and contractual exchange rates of the outstanding contracts as follows :

Foreign currency	CONSOLIDATED F/S AND SEPARATE F/S					
	Foreign currency contract amount		Contract rate		(Unit : Baht)	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
USD	5,576,880	3,014,390	34.60 - 36.97	32.66 - 33.99	192,750,351	101,148,969

Fair value

In 2022 and 2021, the effect from fair value measurement of forward foreign currency exchange contracts is Baht 376,255 and Baht 6,721, respectively.

34.4 Contingent Liabilities

	(Unit : Baht)			
	CONSOLIDATED F/S		SEPARATE F/S	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Credit facility for letter of credit and trust receipt				
Credit facility (USD)	10,000,000	5,000,000	10,000,000	5,000,000
Used credit facility (USD)	5,080,887	4,651,062	5,080,887	4,651,062
Balance of credit facility (USD)	4,919,113	348,938	4,919,113	348,938
Credit facility for foreign exchange contract				
Credit facility (USD)	10,000,000	10,000,000	10,000,000	10,000,000
Used credit facility (USD)	5,576,880	3,014,390	5,576,880	3,014,390
Balance of credit facility (USD)	4,423,120	6,985,610	4,423,120	6,985,610
Executive credit card credit limit				
Credit facility (Baht)	700,000	700,000	700,000	700,000
Used credit facility (Baht)	56,775	41,431	56,775	41,431
Balance of credit facility (Baht)	643,225	658,569	643,225	658,569
Credit facility for loans				
Credit facility (Baht)	1,400,000,000	1,100,000,000	-	-
Used credit facility (Baht)	1,400,000,000	1,100,000,000	-	-
Balance of credit facility (Baht)	-	-	-	-
Credit facility for overdraft				
Credit facility (Baht)	25,000,000	25,000,000	5,000,000	5,000,000
Used credit facility (Baht)	-	-	-	-
Balance of credit facility (Baht)	25,000,000	25,000,000	5,000,000	5,000,000
Credit facility for letter of guarantee				
Credit facility (Baht)	482,556,388	403,544,920	53,844,920	50,844,920
Used credit facility (Baht)	476,406,028	401,228,727	52,070,560	49,284,160
Balance of credit facility (Baht)	6,150,360	2,316,193	1,774,360	1,560,760

As at December 31, 2022, The Group has other current and non-current financial assets as collateral for credit facilities received from financial institutions. Including a director to guarantee the credit limit as well.

As of December 31, 2022, The Company has other current financial assets, Claim Including the insurance benefits of the company as collateral for credit lines received from financial institutions Under the business collateral agreement mutually agreed.

35. RECLASSIFICATION ON FINANCIAL STATEMENTS

Certain amounts in the financial statements for the year ended December 31, 2021, the Group and the Company have been reclassified to conform to the current period, which no effect on net profit or shareholders' equity previously reported.

36. SUBSEQUENT EVENTS

On January 12, 2023, NFC Public Company Limited has entered into a joint venture agreement with PSA Marine (Pte) Ltd ("PSAM") to provide The Marine services in Thailand.

The Board of Directors' Meeting on February 23, 2023 had passed a resolution proposing the Shareholder's Meeting for the dividend payment from the net profit of the year ended December 31, 2022, amounting to Baht 209,045,867, of which is partially appropriated as legal reserve amounting to Baht 10,863,800 and propose dividend payout at Baht 0.18 per share, amounting to Baht 195,809,958. The list of shareholders entitled to receive such dividend shall be determined on May 10, 2023, and the dividend shall be paid by May 26, 2023, however the right to receive such dividend is still uncertain and subject to the shareholders' meeting approval.

37. APPROVAL OF THE FINANCIAL STATEMENTS

These financial statements have been approved by the Company's Board of director on February 23, 2023.

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