



# **Annual Registration Statement / Annual Report**

## **Form 56-1 One Report**

### **(Structured Data Report)**

**AMATA VN PUBLIC COMPANY LIMITED**

Fiscal Year End 31 December 2023



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# Group Structure and Operations

## Group Structure and Operations

### Business Overview and Policies (1.1)

#### Company Information (1.1.5)

Company Name : AMATA VN PUBLIC COMPANY LIMITED

Symbol : AMATAV

Address : 2126 New Petchaburi road, Bangkrapi, Huay Kwang

Province : Bangkok

Postcode : 10310

Business : AMATA VN PCL is a holding company which holds 89.99% shares in Amata City Bien Hoa Joint Stock Company (ACBH) as a core company. ACBH develops and operates industrial estate and other related businesses in Amata City Bien Hoa Industrial Estate in Vietnam. ACBH has revenue from 1) Industrial, Commercial and Residential Land Lease 2) Ready Built Factories and Office Rental Services 3) Infrastructure Services

Registration Number : 0107555000325

Telephone : 0-2792-0000

Fax (if applicable) : 0-2318-1096

Website : <http://www.amatavn.com>

Email : [cs@amata.com](mailto:cs@amata.com)

#### Total Shares Sold (shares)

Common Stock : 935,000,000

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2021	2022	2023
Total revenue from operations (Thousand baht)	2,189,790.00	2,680,600.00	4,287,179.00
Revenue from Real Estate sales (Thousand baht)	1,068,730.00	203,800.00	2,251,622.00
Revenue from Rental (Thousand baht)	266,160.00	100,000.00	32,935.00
Revenue from Utility Services (Thousand baht)	223,090.00	994,500.00	1,923,112.00
Gains from Investment Property sales (Thousand baht)	449,890.00	1,331,700.00	66,934.00
Dividend Income (Thousand baht)	4,840.00	0.00	0.00
Gain from exchange rate (Thousand baht)	168,540.00	28,000.00	0.00
Other (Thousand baht)	8,540.00	22,600.00	12,576.00

  

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Revenue from Real Estate sales (%)	48.81	7.60	52.52
Revenue from Rental (%)	12.15	3.73	0.77
Revenue from Utility Services (%)	10.19	37.10	44.86
Gains from Investment Property sales (%)	20.54	49.68	1.56
Dividend Income (%)	0.22	0.00	0.00
Gain from exchange rate (%)	7.70	1.04	0.00
Other (%)	0.39	0.84	0.29

**By Geographical Area or Market**

	2021	2022	2023
Total revenue from operations (Thousand baht)	2,189,790.00	2,680,600.00	4,287,179.00
Domestic (Thousand baht)	0.00	0.00	0.00
International (Thousand baht)	2,189,790.00	2,680,600.00	4,287,179.00
Vietnam (Thousand baht)	2,189,790.00	2,680,600.00	4,287,179.00

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	0.00	0.00	0.00
International (%)	100.00	100.00	100.00
Vietnam (%)	100.00	100.00	100.00

**Other income as specified in the financial statements**

	2021	2022	2023
Total other income (Thousand baht)	8,540.00	22,600.00	12,576.00
Other income from operations (Thousand baht)	8,540.00	22,600.00	12,576.00
Other income not from operations (Thousand baht)	0.00	0.00	0.00

**Share of profit of joint ventures and associates accounted for using equity method**

	2021	2022	2023
Share of profit (Thousand baht)	0.00	-2,458.00	7,790.00

## Information on Products and Services (1.2.2)

### Product/Service Information and Business Innovation Development (1.2.2.1)

Research and Development (R&D) Policy : No

(Unit : Thousand baht)	2021	2022	2023
R&D expenses in the past 3 years	0.00	0.00	0.00

# Risk Management



# Risk Management

## Risk Factors (2.2)

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

<b>World’s economic situation</b>
<b>Risk Management Measures:</b> Yes
<b>Related Risk Topics</b>
Strategic Risk
<ul style="list-style-type: none"><li>• Economic risk</li></ul>
<b>Risk Relating to Law and State Authorities</b>
<b>Risk Management Measures:</b> Yes
<b>Related Risk Topics</b>
Strategic Risk
<ul style="list-style-type: none"><li>• Government policy</li></ul>
Compliance Risk
<ul style="list-style-type: none"><li>• Change in laws and regulations</li></ul>
<b>Adherence to Legal and Environmental Regulations</b>
<b>Risk Management Measures:</b> Yes
<b>Related Risk Topics</b>
Operational Risk
<ul style="list-style-type: none"><li>• Impact on the environment</li></ul>
Compliance Risk
<ul style="list-style-type: none"><li>• Violations of laws and regulations</li></ul>

### **Liquidity Risk**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Financial Risk

- Liquidity risk

### **Natural resource crisis**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- ESG risk

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources

## **Risk to Securities Holder (2.2.2)**

### **Major Shareholding**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

- Return from investment of securities holder

# Sustainable Development

## Sustainable Development

### Sustainability Management Policy and Targets (3.1)

#### Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : <https://www.amatavn.com/storage/pdf/cg/20220314-amatav-cg-good-cg-handbook-th.pdf>

### Environmental Aspect (3.3)

#### Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice : <https://investor.amatavn.com/storage/pdf/cg/cg-handbooks-download/20231130-amatav-cg-good-cg-handbook-th.pdf>

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

#### Results with Respect to the Environmental Aspect (3.3.2)

##### Energy management

###### • Fuel consumption

	2021	2022	2023
Diesel (Litres)	16,263.73	23,306.69	16,433.59
Gasoline (Litres)	11,477.98	17,022.58	13,390.71

###### • Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	425,990.00	447,284.00	456,270.00

## Water management

### • Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	13,534.00	28,594.00	18,146.00

## Waste management

### • Waste from operations

	2021	2022	2023
Non-hazardous waste (Kilograms)	705,760.00	934,130.00	638,679.00
Hazardous waste (Kilograms)	6,769.00	350.00	248.00
<b>Total waste generated (Kilograms)</b>	<b>712,529.00</b>	<b>934,480.00</b>	<b>638,927.00</b>

## Greenhouse gas management

### • Greenhouse gas emissions

	2021	2022	2023
Total GHG emissions target (Metric tonnes of carbon dioxide equivalent)	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	154.00	178.00	87.00
Scope 2 (Tons of carbon dioxide equivalents)	1,005.00	1,281.00	1,278.00
Scope 3 (Tons of carbon dioxide equivalents)	3,150.00	2,388.00	2,204.00
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>4,309.00</b>	<b>3,847.00</b>	<b>3,569.00</b>

### • Verification of greenhouse gas emissions over the past year

Third-party verification : Yes

Name of verifying organization : VGREEN KU CO.,LTD

## Social Aspect (3.4)

### Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy and Practice : Yes

URL of human rights policy : <https://investor.amatavn.com/storage/pdf/cg/cg-handbooks-download/20231130-amatav-cg-good-cg-handbook-th.pdf>

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

### Results with Respect to the Social Aspect (3.4.2)

#### Information about employees

##### • Total number of employees

	2021	2022	2023
Number of male employees (Persons)	103	112	111
Number of female employees (Persons)	46	52	55
<b>Total number of employees (Persons)</b>	<b>149</b>	<b>164</b>	<b>166</b>

##### • Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	77,311,700.00	116,524,280.00	104,250,248.00

##### • Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	19.66	6.38	18.36
Employee development and training expenses (baht)	454,953.00	443,286.44	508,268.00

##### • Health, safety and work environment

	2021	2022	2023
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Total number of lost time injury incidents by employees (Cases)	0	0	1
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• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	10.07	9.76	9.04

• **Significant labor dispute**

	2021	2022	2023
Significant labor dispute	No	No	No

# Corporate Governance Policy



## Corporate Governance Policy

### Overview of the Corporate Governance Policy and Guideline (6.1)

#### Corporate Governance Policy

Corporate Governance Policy : Yes

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

##### Policy and guideline related to the board of directors

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

## Code of Conduct (6.2)

### Establishing a Code of Conduct

#### Establishing a Code of Conduct

Code of Conduct : Yes

##### Policy and Guideline related to the Code of Conduct

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

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

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

### Board of Directors (7.2)

#### Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	8	100.00
Number of male directors	5	62.50
Number of female directors	3	37.50
Number of executive directors	1	12.50
Number of non-executive directors	7	87.50
Number of independent directors	5	62.50

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

##### List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. APICHART CHINWANNO Gender: Male Age: 67 years old Highest level of education: Doctoral degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Re-elected as director	14 May 2018	Economics, Law, Strategic Management, Governance/ Compliance

2.	<p>Dr. HUYNH NGOC PHIEN</p> <p>Gender: Male</p> <p>Age: 79 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Science</p> <p>Thai nationality: No</p> <p>Residing in Thailand: No</p>	<p>Vice Chairman</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	30 Aug 2012	Property Development, Law, Strategic Management, Governance/ Compliance
3.	<p>Mr. WARAPATR TODHANAKASEM</p> <p>Gender: Male</p> <p>Age: 74 years old</p> <p>Highest level of education: Honorary degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	9 Aug 2019	Economics, Property Development, Accounting, Finance, Risk Management, Governance/ Compliance, Strategic Management
4.	<p>Mrs. ORANUCH APISAKSIRIKUL</p> <p>Gender: Female</p> <p>Age: 65 years old</p> <p>Highest level of education: Honorary degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	14 May 2018	Economics, Risk Management, Governance/ Compliance, Accounting, Finance, Law, Strategic Management
5.	<p>Mrs. SOMHATAI PANICHEWA</p> <p>Gender: Female</p> <p>Age: 57 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Original director</p>	30 Aug 2012	Property Development, Risk Management, Strategic Management, Governance/ Compliance, Marketing

6.	Mr. AUKKARES CHOOCHOUY Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	14 May 2018	Economics, Property Development, Marketing, Governance/ Compliance, Strategic Management
7.	Mr. KITTI TANGJITRMANEESAKDA Gender: Male Age: 59 years old Highest level of education: Barrister Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	14 May 2018	Governance/ Compliance, Strategic Management, Property Development, Law, Risk Management
8.	Ms. NATTAMON LIMTHANACHAI Gender: Female Age: 48 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	8 Jul 2021	Property Development, Marketing, Strategic Management

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

General information	Position	Tenure	Replacement Director
1. Mr. CHATCHAI PAYUHANAVEECHAI Gender: Male Age: 63 years old Highest level of education: Honorary degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 7 Jul 2021 Date directorship ended: 16 May 2023	No replacement director

## Other Information pertaining to committees

The Chairman is an independent director : Yes

The Chairman and the manager are the same person : No

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

The company appoints at least one independent director to determine the agenda of  
the Board of Directors' meetings : Yes

## Sub-committees (7.3)

### Information about sub-committees (7.3.2)

#### Audit Committee

##### List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. ORANUCH APISAKSIRIKUL [1] Gender: Female Age: 65 years old Highest level of education: Honorary degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)  Director type: Re-elected as director	14 May 2018	Economics, Risk Management, Governance/ Compliance, Accounting, Finance, Law, Strategic Management
2. Mr. KITTI TANGJITRMANEESAKDA [1] Gender: Male Age: 59 years old Highest level of education: Barrister Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	14 May 2018	Governance/ Compliance, Strategic Management, Property Development, Law, Risk Management
3. Ms. NATTAMON LIMTHANACHAI [1] Gender: Female Age: 48 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Re-elected as director	8 Jul 2021	Property Development, Marketing, Strategic Management

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

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
The Nomination and Remuneration Committee	Mr. WARAPATR TODHANAKASEM	Chairman
	Mr. KITTI TANGJITRMANEESAKDA	Member
	Mr. AUKKARES CHOOCHOUY	Member
The Corporate Governance Committee	Mr. WARAPATR TODHANAKASEM	Chairman
	Dr. HUYNH NGOC PHIEN	Member
	Mrs. SOMHATAI PANICHEWA	Member
Risk Management Committee	Mrs. SOMHATAI PANICHEWA	Chairman
	Mrs. ORANUCH APISAKSIRIKUL	Member

### Roles of Sub-committees

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: The Nomination and Remuneration Committee
Sub-committees responsible for remuneration	: The Nomination and Remuneration Committee
Sub-committees responsible for corporate governance	: The Corporate Governance Committee
Sub-committees responsible for corporate sustainability development	: None



## Executives (7.4)

### List and positions of the executive (7.4.1)

#### The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. SOMHATAI PANICHEWA Gender: Female Age: 57 years old Highest level of education: Master's degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	30 Aug 2012	Property Development, Risk Management, Strategic Management, Governance/ Compliance, Marketing
2. Mr. Surakij Kiatthanakorn Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Science	Deputy Chief, Country Project Coordination	1 Jan 2017	Economics, Property Development, Marketing, Strategic Management
3. Mr. Yasuo Tsutsui Gender: Male Age: 52 years old Highest level of education: Bachelor's degree Major: Fine and Applied Arts	Department Manager - Marketing, Sales & Partnership Management	30 Aug 2022	Property Development, Marketing

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

### Remuneration policy for executives (7.4.2 – 7.4.3)

#### Remuneration policy for executives

Remuneration policy for executives : Yes

## Remuneration

	2021	2022	2023
Total executive remuneration (baht)	11,711,725.50	16,564,589.10	12,054,368.95

## Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : No

## Employees (7.5)

### Information about company employees

#### Employees

Number of male employees (persons) : 111

Number of female employees (persons) : 55

**Total number of employees (persons)** : 166

#### Employee Remuneration

Total employee remuneration : 104,250,248.00

#### Provident fund

Total number of employees (persons) : 166

Number of employees contributing to the PVD (persons) : 6

Percentage of employees who are members (%) : 3.61

# Performance Report on Corporate Governance

# Performance Report on Corporate Governance

## Summary of Director Performance (8.1)

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

#### List of new directors appointed in the past year

• List of continuing directors (full term of directorship and being re-appointed as a director)

General information	Position	Date position was assumed	Experience and expertise
1. Mr. APICHART CHINWANNO Gender: Male Age: 67 years old Highest level of education: Doctoral degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 14 May 2018	Economics, Law, Strategic Management, Governance/ Compliance
2. Mrs. ORANUCH APISAKSIRIKUL Gender: Female Age: 65 years old Highest level of education: Honorary degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 14 May 2018	Economics, Risk Management, Governance/ Compliance, Accounting, Finance, Law, Strategic Management
3. Ms. NATTAMON LIMTHANACHAI Gender: Female Age: 48 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 8 Jul 2021	Property Development, Marketing, Strategic Management

## Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. APICHART CHINWANNO	Chairman of the board	Non-participating
Dr. HUYNH NGOC PHIEN	Vice Chairman	Participating
Mr. WARAPATR TODHANAKASEM	Director	Participating
Mrs. ORANUCH APISAKSIRIKUL	Director	Participating
Mrs. SOMHATAI PANICHEWA	Director	Participating
Mr. AUKKARES CHOOCHOUY	Director	Participating
Mr. KITTI TANGJITRMANEESAKDA	Director	Non-participating
Ms. NATTAMON LIMTHANACHAI	Director	Participating
Mr. CHATCHAI PAYUHANAVEECHAI	Director	N/A

## Directors' performance assessment

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

## Meeting attendance and remuneration to each Board member (8.1.2)

### Meeting attendance of the board of directors

Number of board meetings (times) : 9

Date of AGM meeting : 20 Apr 2023

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
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1.	Mr. APICHART CHINWANNO (Chairman of the board)	-	9/9	Participating	Did not hold the meeting
2.	Dr. HUYNH NGOC PHIEN (Vice Chairman)	-	9/9	Participating	Did not hold the meeting
3.	Mr. WARAPATR TODHANAKASEM (Director)	-	9/9	Participating	Did not hold the meeting
4.	Mrs. ORANUCH APISAKSIRIKUL (Director)	-	9/9	Participating	Did not hold the meeting
5.	Mrs. SOMHATAI PANICHEWA (Director)	-	8/8	Participating	Did not hold the meeting
6.	Mr. AUKKARES CHOOCHOUY (Director)	-	9/9	Participating	Did not hold the meeting
7.	Mr. KITTI TANGJITRMANEESAKDA (Director)	-	9/9	Participating	Did not hold the meeting
8.	Ms. NATTAMON LIMTHANACHAI (Director)	-	9/9	Participating	Did not hold the meeting
9.	Mr. CHATCHAI PAYUHANAVEECHAI (Director)	16 May 2023	3/3	Participating	Did not hold the meeting

## Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. APICHART CHINWANNO (Chairman of the board)	-	770,000.00	195,958.07	No
2.	Dr. HUYNH NGOC PHIEN (Vice Chairman)	-	640,000.00	172,443.11	No
3.	Mr. WARAPATR TODHANAKASEM (Director)	-	700,000.00	156,766.47	No
4.	Mrs. ORANUCH APISAKSIRIKUL (Director)	-	710,000.00	156,766.47	No
5.	Mrs. SOMHATAI PANICHEWA (Director)	-	0.00	0.00	No
6.	Mr. AUKKARES CHOOCHOUY (Director)	-	450,000.00	156,766.47	No
7.	Mr. KITTI TANGJITRMANEESAKDA (Director)	-	660,000.00	156,766.47	No
8.	Ms. NATTAMON LIMTHANACHAI (Director)	-	570,000.00	156,766.47	No

9.	Mr. CHATCHAI PAYUHANAVEECHAI (Director)	16 May 2023	210,000.00	156,766.47	No
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## Report on the Audit Committee's Performance for the Past Year (8.2)

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

#### Meeting attendance of audit committee

Number of Audit committee meetings (times) : 4

	List of directors	Termination date	Number of the audit committee meeting
1.	Mrs. ORANUCH APISAKSIRIKUL (Chairman of the audit committee)	-	4/4
2.	Mr. KITTI TANGJITRMANEESAKDA (Audit committee)	-	4/4
3.	Ms. NATTAMON LIMTHANACHAI (Audit committee)	-	4/4