



# **Annual Registration Statement / Annual Report**

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

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

**WINNERGY MEDICAL PUBLIC COMPANY LIMITED**

Fiscal Year End 31 December 2024



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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 : WINNERGY MEDICAL PUBLIC COMPANY LIMITED

Symbol : WINMED

Address : 634/4, Soi Ramkhamhaeng 39 (Theplila 1), Pracha Uthit Rd., Wang  
Thong Lang

Province : Bangkok

Postcode : 10310

Business : WINMED is an importer and distributor of machines and equipment  
for storage, analysis, diagnosis, and medical treatment.

Registration Number : 0107563000240

Telephone : 0-2725-0888

Fax (if applicable) : 0-2725-0880

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

Email : [ir@winnergy.co.th](mailto:ir@winnergy.co.th)

#### Total Shares Sold (shares)

Common Stock : 400,000,000

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2022	2023	2024
Total revenue from operations (Thousand baht)	703,413.52	639,180.38	654,357.46
Revenue from sales and services (Thousand baht)	654,648.14	586,440.27	602,093.10
Rental revenue (Thousand baht)	48,765.38	52,740.11	52,264.36
Medical Device (Thousand baht)	0.00	0.00	0.00
Other (Thousand baht)	18,212.81	10,237.30	21,670.10

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Revenue from sales and services (%)	93.07	91.75	92.01
Rental revenue (%)	6.93	8.25	7.99
Medical Device (%)	0.00	0.00	0.00
Other (%)	0.00	0.00	0.00

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	703,413.52	639,180.38	654,357.46
Domestic (Thousand baht)	703,413.52	639,180.38	654,357.46
International (Thousand baht)	0.00	0.00	0.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00

Domestic (%)	100.00	100.00	100.00
International (%)	0.00	0.00	0.00

Other income as specified in the financial statements

	2022	2023	2024
Total other income (Thousand baht)	18,212.81	10,237.30	21,670.10
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	18,212.81	10,237.30	21,670.10

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)	2022	2023	2024
R&D expenses in the past 3 years	N/A	N/A	N/A

# Risk Management

# Risk Management

## Risk Factors (2.2)

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

### Risks Related to Business and Operations of the Company

**Risk Management Measures:** Yes

#### Related Risk Topics

Strategic Risk

- Reliance on large customers or few customers
- Competition risk
- Other

### Financial Risk

**Risk Management Measures:** Yes

#### Related Risk Topics

Financial Risk

- Fluctuation in exchange rates, interest rates, or the inflation rate
- Other

### Operation Risk

**Risk Management Measures:** Yes

#### Related Risk Topics

Operational Risk

- Reliance on employees in key positions
- Safety, occupational health, and working environment
- Climate change and disasters



- Other

#### Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business
- Violations of laws and regulations

### Environmental, Social and Governance Issues : ESG Risk

**Risk Management Measures:** Yes

#### Related Risk Topics

#### Operational Risk

- Impact on the environment

### Compliance Risk

**Risk Management Measures:** Yes

#### Related Risk Topics

#### Compliance Risk

- Change in laws and regulations
- Corporate Governance
- Other

## Risk to Securities Holder (2.2.2)

### None

**Risk Management Measures:** No

#### Related Risk Topics

- Return from investment of securities holder

## **Risk to Securities Holder from Investing in Foreign Securities (Applicable to only foreign companies) (2.2.3)**

None

**Risk Management Measures:** No

### **Related Risk Topics**

- Foreign Investment Risk

# 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 (if applicable) : <https://www.winmed.com/storage/downloads/corporate-governance/cg-overview/20221118-winmed-cg-policy-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 (if applicable) : <https://www.winmed.com/storage/downloads/corporate-governance/cg-overview/20221118-winmed-cg-policy-th.pdf>

Company environmental guideline : Electricity Management, Water Management, Waste Management, Greenhouse Gas and Climate Change Management

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

### Energy management

• Electricity consumption

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	322,959.74	343,636.73	63,943.27

### Water management

• Water consumption

	2022	2023	2024
Total water withdrawal (Cubic meters)	2,862.08	2,334.00	1,505.00

Waste management

• Waste from operations

	2022	2023	2024
Non-hazardous waste (Kilograms)	0.00	0.00	0.00
Hazardous waste (Kilograms)	360.00	720.00	720.00
Total waste generated (Kilograms)	360.00	720.00	720.00

Greenhouse gas management

• Greenhouse gas emissions

	2022	2023	2024
Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	N/A	N/A	0.00

• Verification of greenhouse gas emissions over the past year

Third-party verification : No

## 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://www.winmed.com/storage/content/cg/cg-document/corporate-governance/20221118-winmed-cg-policy-th.pdf>

Company human right guideline : Employee Rights, 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

	2022	2023	2024
Number of male employees (Persons)	53	55	65
Number of female employees (Persons)	103	114	120
<b>Total number of employees (Persons)</b>	<b>156</b>	<b>169</b>	<b>185</b>

##### • Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	69,366,624.00	76,347,504.82	8,181,775.00

##### • Employee development and training

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	7.40	7.00	7.00
Employee development and training expenses (baht)	532,955.14	1,425,776.34	5,346,421.79

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

	2022	2023	2024
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Total number of lost time injury incidents by employees (Cases)	0	0	0
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• **Employee retention**

	2022	2023	2024
Percentage of employees who voluntarily resigned (%)	N/A	N/A	47.57

• **Significant labor dispute**

	2022	2023	2024
Significant labor dispute	No	No	No

# Corporate Governance Policy



## Corporate Governance Policy

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

#### Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://www.winmed.com/storage/downloads/corporate-governance/cg-overview/20221118-winmed-cg-policy-th.pdf>

### 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	6	75.00
Number of female directors	2	25.00
Number of executive directors	1	12.50
Number of non-executive directors	7	87.50
Number of independent directors	4	50.00

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

##### List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Asst. Prof. Dr. TERDSAK ROJSURAKITTI Gender: Male Age: 67 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	27 Sep 2019	Corporate Management, Health Care Services, Leadership, Audit

2.	Mr. NANTHIYA DARAKANANDA Gender: Male Age: 54 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	31 Jan 2018	Strategic Management, Risk Management, Corporate Management, Health Care Services, Property Development
3.	Mr. TANAKORN VIDHAYASIRINUN Gender: Male Age: 54 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	31 Jan 2018	Corporate Management, Health Care Services, Leadership, Energy & Utilities
4.	Mr. AMARIN PATARANAVIG Gender: Male Age: 67 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	30 Jul 2019	Law, Energy & Utilities, Property Development
5.	Dr. RENU UBOL Gender: Female Age: 68 years old Highest level of education: Bachelor's degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	27 Sep 2019	Health Care Services, Corporate Management, Audit

6.	Ms. JINHATHA PANYASORN Gender: Female Age: 44 years old Highest level of education: Master's degree Major: MSc International Health Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	18 Mar 2022	Health Care Services, Risk Management
7.	Mr. CHANAT SORAKRAIKITIKUL Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	8 Mar 2023	Accounting, Finance, Data Analysis, Corporate Management, Audit
8.	Mr. NATTAPHOL VIMOLCHALAO Gender: Male Age: 38 years old Highest level of education: Master's degree Major: Technology Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Additional and newly-appointed directors	15 May 2023	Information & Communication Technology, Data Management, Data Analysis, Audit, Internal Control

## 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. Mr. CHANAT SORAKRAIKITIKUL [1] Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	15 May 2023	Accounting, Finance, Data Analysis, Corporate Management, Audit
2. Dr. RENU UBOL Gender: Female Age: 68 years old Highest level of education: Bachelor's degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	27 Sep 2019	Health Care Services, Corporate Management, Audit
3. Mr. NATTAPHOL VIMOLCHALAO Gender: Male Age: 38 years old Highest level of education: Master's degree Major: Technology Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Additional and newly-appointed directors	15 May 2023	Information & Communication Technology, Data Management, Data Analysis, Audit, Internal Control

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

## Executive Committee

### List of executive committee members

General information	Position	Date position was assumed
1. Mr. NANTHIYA DARAKANANDA Gender: Male Age: 54 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	31 Jan 2018
2. Mr. Rachan Arayawongchai Gender: Male Age: 52 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Jan 2021
3. Mr. Kamol Sakulworapatsiri Gender: Male Age: 40 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	14 Nov 2023

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Asst. Prof. Dr. TERDSAK ROJSURAKITTI	Chairman
	Dr. RENU UBOL	Member
	Mr. NANTHIYA DARAKANANDA	Member

Risk Management Committee	Mr. NANTHIYA DARAKANANDA	Chairman
	Mr. Rachan Arayawongchai	Member
	Mr. TANAKORN VIDHAYASIRINUN	Member
Good Corporate Governance and Sustainability Committee	Asst. Prof. Dr. TERDSAK ROJSURAKITTI	Chairman
	Dr. RENU UBOL	Member
	Mr. NANTHIYA DARAKANANDA	Member

#### **Roles of Sub-committees**

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: Nomination and Remuneration Committee
Sub-committees responsible for remuneration	: Nomination and Remuneration Committee
Sub-committees responsible for corporate governance	: Good Corporate Governance and Sustainability Committee
Sub-committees responsible for corporate sustainability development	: Good Corporate Governance and Sustainability Committee



## Executives (7.4)

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

#### The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. Rachan Arayawongchai Gender: Male Age: 52 years old Highest level of education: Bachelor's degree Major: Business Administration	Chief Financial Officer	31 Jan 2018	Business Administration, Accounting, Finance
2. Ms. Kanyasorn Thitawarayot Gender: Female Age: 49 years old Highest level of education: Master's degree Major: Faculty of Business Administration (Marketing)	Executive Vice President of Senior Sexual and Reproductive Care	10 Mar 2024	Business Administration
3. Mr. Kamol Sakulworapatsiri Gender: Male Age: 40 years old Highest level of education: Master's degree Major: Business Administration	Vice President of Finance Department	2 Jan 2020	Finance
4. Ms. Thidapat Promsuwan Gender: Female Age: 52 years old Highest level of education: Bachelor's degree Major: Accounting	Vice President of Accounting Department	2 Jan 2020	Accounting

[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

	2022	2023	2024
Total executive remuneration (baht)	N/A	N/A	16,664,515.63

## Employees (7.5)

### Information about company employees

#### Employees

Number of male employees (persons) : 65

Number of female employees (persons) : 120

**Total number of employees (persons) : 185**

#### Employee Remuneration

Total employee remuneration : 8,181,775.00

#### Provident fund

Total number of employees (persons) : 185

Number of employees contributing to the PVD (persons) : 15

Percentage of employees who are members (%) : 8.06

## Other Significant Information (7.6)

### Other significant information

#### Assigned persons

- Person assigned to take direct responsibility for accounting oversight

General information	Email	Telephone
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1.	Mrs. Natcha Pochakorn	natcha@winnergy.co.th	063-596-5362
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• **Company secretary**

General information	Email	Telephone
1. Ms. Wanwisa Soisawat	comsec@winnergy.co.th	0922639774

• **Head of internal audit**

General information	Email	Telephone
1. Ms. chawanpat Homhwantip	chawanpat.hom@winnergy.co.th	092-536-2424

• **Head of compliance unit**

General information	Email	Telephone
1. Mr. Olarn Jarungthamchote	olarn.jar@winnergy.co.th	089-886-6777

• **Head of investor relations**

General information	Email	Telephone
1. Ms. Wanwisa Soisawat	wanwisa.rue@winnergy.co.th	092-263-9774

**Company's auditor**

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
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1. ANS AUDIT COMPANY LIMITED	1. Mr ATIPONG ATIPONGSALUL Email: atipong@crowe-ans.co.th Telephone: -	2,120,000.00	Details: Types and scope of other services beyond audit services (non-audit services), such as photocopying fees, document delivery fees, overtime (OT), COVID-19 testing equipment (ATK), stationery expenses, travel expenses, etc. These are necessary and reasonable expenses to support the auditor's audit work. Total service fee (baht): 0.00
	2. Mr VICHAI RUCHITANONT Email: vichai@crowe-ans.co.th Telephone: -		
	3. Mr SATHIEN VONGSNAN Email: sathien@crowe-ans.co.th Telephone: -		
	4. Mrs. KULTIDA PASURAKUL Email: kultida@crowe-ans.co.th Telephone: -		
	5. Mr YUTTAPONG CHUAMUANGPAN Email: yuttapong@crowe-ans.co.th Telephone: -		
	6. Mrs. ATCHARA SUKNAIBAIBOON Email: atchara@crowe-ans.co.th Telephone: -		

# Performance Report on Corporate Governance

# Performance Report on Corporate Governance

## Summary of Director Performance (8.1)

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

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

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

General information	Position	Date position was assumed	Experience and expertise
1. Mr. CHANAT SORAKRAIKITIKUL Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 8 Mar 2023	Accounting, Finance, Data Analysis, Corporate Management, Audit

• List of newly appointed director (not being replaced the ex-director)

General information	Position	Date position was assumed	Experience and expertise
1. Mr. NATTAPHOL VIMOLCHALAO Gender: Male Age: 38 years old Highest level of education: Master's degree Major: Technology Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Additional and newly-appointed directors	Date position was assumed: 15 May 2023	Information & Communication Technology, Data Management, Data Analysis, Audit, Internal Control

#### Development of directors over the past year

List of directors	Position	Participated in director development program
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Asst. Prof. Dr. TERDSAK ROJSURAKITTI	Chairman of the board	Participating
Mr. NANTHIYA DARAKANANDA	Director	Non-participating
Mr. TANAKORN VIDHAYASIRINUN	Director	Non-participating
Mr. AMARIN PATARANAVIG	Director	Non-participating
Dr. RENU UBOL	Director	Participating
Ms. JINHATHA PANYASORN	Director	Non-participating
Mr. CHANAT SORAKRAKITIKUL	Director	Non-participating
Mr. NATTAPHOL VIMOLCHALAO	Director	Non-participating

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

### Meeting attendance of the board of directors

Number of board meetings (times) : 4

Date of AGM meeting : 23 Apr 2024

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Asst. Prof. Dr. TERDSAK ROJSURAKITTI (Chairman of the board)	-	4/4	Participating	Did not hold the meeting
2.	Mr. NANTHIYA DARAKANANDA (Director)	-	4/4	Participating	Did not hold the meeting
3.	Mr. TANAKORN VIDHAYASIRINUN (Director)	-	4/4	Participating	Did not hold the meeting
4.	Mr. AMARIN PATARANAVIG (Director)	-	3/4	Participating	Did not hold the meeting
5.	Dr. RENU UBOL (Director)	-	4/4	Participating	Did not hold the meeting

6.	Ms. JINHATHA PANYASORN (Director)	-	3/4	Participating	Did not hold the meeting
7.	Mr. CHANAT SORAKRAIKITIKUL (Director)	-	4/4	Participating	Did not hold the meeting
8.	Mr. NATTAPHOL VIMOLCHALAO (Director)	-	3/4	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.	Asst. Prof. Dr. TERDSAK ROJSURAKITTI (Chairman of the board)	-	120,000.00	0.00	No
2.	Mr. NANTHIYA DARAKANANDA (Director)	-	0.00	0.00	No
3.	Mr. TANAKORN VIDHAYASIRINUN (Director)	-	0.00	0.00	No
4.	Mr. AMARIN PATARANAVIG (Director)	-	0.00	0.00	No
5.	Dr. RENU UBOL (Director)	-	60,000.00	0.00	No
6.	Ms. JINHATHA PANYASORN (Director)	-	0.00	0.00	No
7.	Mr. CHANAT SORAKRAIKITIKUL (Director)	-	60,000.00	0.00	No
8.	Mr. NATTAPHOL VIMOLCHALAO (Director)	-	45,000.00	0.00	No



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

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

#### Meeting attendance of audit committee

Number of Audit committee meetings (times) : 4

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. CHANAT SORAKRAIKITIKUL (Chairman of the audit committee)	-	4/4
2.	Dr. RENU UBOL (Audit committee)	-	4/4
3.	Mr. NATTAPHOL VIMOLCHALAO (Audit committee)	-	4/4