



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

Safe Fertility Group 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 : Safe Fertility Group Public Company Limited

Symbol : SAFE

Address : 496, 498, 500, 502 Amarin Plaza 17th Floor Ploenchit Rd.,
Lumpini, Pathumwan

Province : Bangkok

Postcode : 10330

Business : Providing comprehensive specialized medical services for
infertility treatment with cutting edge assisted
reproductive technology with standards and safety

Registration Number : 0107566000313

Telephone : 0-2252-3833

Fax (if applicable) : 0-2252-3833

Website : www.safefertilitygroup.com

Email : investorrelations@safefertilitygroup.com

Total Shares Sold (shares)

Common Stock : 303,947,800

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)	729,319.30	856,961.29	843,714.17
Income from infertility treatment services (Thousand baht)	608,787.23	666,753.88	641,948.28
Income from embryo and fetal genetic testing services (Thousand baht)	117,825.38	176,041.90	169,482.94
Income from aesthetic and wellness business (Thousand baht)	0.00	5,842.15	18,702.31
Other (Thousand baht)	2,706.69	8,323.36	13,580.64

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Income from infertility treatment services (%)	83.47	77.80	76.09
Income from embryo and fetal genetic testing services (%)	16.16	20.54	20.09
Income from aesthetic and wellness business (%)	0.00	0.68	2.22
Other (%)	0.37	0.97	1.61

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	729,319.30	856,961.29	843,714.17
Domestic (Thousand baht)	729,319.30	856,961.29	843,714.17
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)	2,706.70	8,323.36	13,580.64
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	2,706.70	8,323.36	13,580.64

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)

Risk of competition in the infertility treatment business

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Competition risk

Risk of reliance on distributors for drugs, medical supplies, tools, equipment, and reagents used in laboratory analysis.

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Reliance on large partners / distributors or few partners / distributors

Risk from the impact of other epidemic situations or situations similar to COVID-19

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Pandemic risk

Risk of compliance with relevant laws, regulations, and guidelines related to the business

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Change in laws and regulations

Risk of being sued for damages arising from medical services or the risks involved in patient care, including symptoms or complications from surgery or procedures

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Legal risk

Risk of a shortage of skilled physicians or medical personnel

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Shortage or reliance on skilled workers

Risk associated with technological advancements in medical instruments and equipment

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Changes in technologies

Risk of renewing branch lease agreements

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Property lease agreement execution

Risk of dependence on key executives

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Reliance on employees in key positions

Risk to Securities Holder (2.2.2)

1. Risk of future share sales by existing shareholders, directors, and/or executives, particularly when selling a significant amount of shares, may lead to a decrease in the trading price of the Company's shares.

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

2. Risk from major shareholders collectively holding shares exceeding 50.00%

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.safefertilitygroup.com/storage/documents/corporate-policies/20230630-safe-environmental-social-and-governance-policy-th.pdf>
(if applicable)

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

Company environmental guideline : Renewable/Clean Energy 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)	0.00	1,094.60	1,128.07

Water management

• Water consumption

	2022	2023	2024
Total water withdrawal (Cubic meters)	0.00	2,783.80	2,783.84

Waste management

• Waste from operations

	2022	2023	2024
Total waste generated (Kilograms)	0.00	2.41	2.31

Greenhouse gas management

• Greenhouse gas emissions

	2022	2023	2024
Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	140.25
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	603.42
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	0.00	0.00	743.67

• 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 : No

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

	2022	2023	2024
Total number of employees (Persons)	185	189	194

• Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	0.00	117,312,432.63	54,501,294.00

• Health, safety and work environment

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

• Employee retention

	2022	2023	2024
Percentage of employees who voluntarily resigned (%)	0.00	0.00	0.00

• 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.safefertilitygroup.com/th/corporate-governance/cg-policy>

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	3	37.50
Number of non-executive directors	5	62.50
Number of independent directors	3	37.50

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. AMNUAY PREEMONWONG Gender: Male Age: 66 years old Highest level of education: Master's 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	18 Nov 2019	Leadership, Strategic Management, Governance/ Compliance

2.	Mr. JIRAYUT RUNGSRITHONG Gender: Male Age: 58 years old Highest level of education: Master's degree Major: Operational Research Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	18 Nov 2019	Business Administration, Accounting, Finance, Leadership, Strategic Management
3.	Mr. GRAN CHAYAVICHITSILP Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	18 Nov 2019	Business Administration, Finance, Leadership, Strategic Management, Governance/ Compliance
4.	Admiral Pichet Tanaseth Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	18 Nov 2019	Leadership, Strategic Management, Governance/ Compliance
5.	Mr. Yuttupong Ma Gender: Male Age: 57 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	4 Apr 2019	Leadership, Strategic Management, Governance/ Compliance, Business Administration

6.	Mr. WIWAT QUANGKANANURUG Gender: Male Age: 60 years old Highest level of education: Bachelor's degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	20 Jul 2009	Health Care Services, Leadership, Strategic Management, Governance/ Compliance
7.	Mrs. PARINYARAT QUANGKANANURUG Gender: Female Age: 58 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	20 Jul 2009	Leadership, Strategic Management, Governance/ Compliance, Corporate Management
8.	Ms. CHANIDA PATTANOTAI Gender: Female Age: 45 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	18 Nov 2019	Business Administration, Accounting, Finance, Leadership, Strategic Management

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	: No

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. JIRAYUT RUNGSRITHONG [1] Gender: Male Age: 58 years old Highest level of education: Master's degree Major: Operational Research Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Re-elected as director	18 Nov 2019	Business Administration, Accounting, Finance, Leadership, Strategic Management
2. Mr. AMNUAY PREEMONWONG Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	18 Nov 2019	Leadership, Strategic Management, Governance/ Compliance
3. Mr. GRAN CHAYAVICHITSILP Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	18 Nov 2019	Business Administration, Finance, Leadership, Strategic Management, Governance/ Compliance

[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
Nomination and Remuneration Committee	Mr. GRAN CHAYAVICHITSILP	Chairman
	Mr. JIRAYUT RUNGSRITHONG	Member
	Mr. WIWAT QUANGKANANURUG	Member

Roles of Sub-committees

Sub-committees responsible for risk management : None

Sub-committees responsible for nomination : Nomination and Remuneration Committee

Sub-committees responsible for remuneration : Nomination and Remuneration Committee

Sub-committees responsible for corporate governance : None

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. Mr. WIWAT QUANGKANANURUG Gender: Male Age: 60 years old Highest level of education: Bachelor's degree Major: Medicine	CHIEF EXECUTIVE OFFICER	20 Jul 2009	Health Care Services, Leadership, Strategic Management, Governance/ Compliance
2. Mrs. PARINYARAT QUANGKANANURUG Gender: Female Age: 58 years old Highest level of education: Bachelor's degree Major: Law	Managing Director	22 Jul 2009	Leadership, Strategic Management, Governance/ Compliance, Corporate Management
3. Ms. CHANIDA PATTANOTAI [1] Gender: Female Age: 45 years old Highest level of education: Master's degree Major: Accounting	Chief Financial Officer	16 Jul 2018	Business Administration, Accounting, Finance, Leadership, Strategic Management
4. Ms. Sujin Chanchamroen Gender: Female Age: 47 years old Highest level of education: Master's degree Major: Science	Chief Laboratory Officer	1 Sep 2016	Health Care Services
5. Ms. Jaturapat Thanasuvichai [2] Gender: Female Age: 47 years old Highest level of education: Master's degree Major: Accounting	Accounting Manager	1 Jul 2018	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)	42,776,042.00	46,153,859.00	46,429,633.00

Employees (7.5)

Information about company employees

Employees

Total number of employees (persons) : 194

Employee Remuneration

Total employee remuneration : 54,501,294.00

Provident fund

Total number of employees (persons) : 194

Number of employees contributing to the PVD (persons) : 151

Percentage of employees who are members (%) : 77.84

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. AMNUAY PREEMONWONG Gender: Male Age: 66 years old Highest level of education: Master's 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: 18 Nov 2019	Leadership, Strategic Management, Governance/ Compliance
2. Mr. JIRAYUT RUNGSRITHONG Gender: Male Age: 58 years old Highest level of education: Master's degree Major: Operational Research Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 18 Nov 2019	Business Administration, Accounting, Finance, Leadership, Strategic Management
3. Admiral Pichet Tanaseth Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 18 Nov 2019	Leadership, Strategic Management, Governance/ Compliance

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. AMNUAY PREEMONWONG	Chairman of the board	Non-participating
Mr. JIRAYUT RUNGSRITHONG	Director	Non-participating
Mr. GRAN CHAYAVICHITSILP	Director	Participating
Admiral Pichet Tanaseth	Director	Non-participating
Mr. Yuttupong Ma	Director	Non-participating
Mr. WIWAT QUANGKANANURUG	Director	Non-participating
Mrs. PARINYARAT QUANGKANANURUG	Director	Non-participating
Ms. CHANIDA PATTANOTAI	Director	Participating

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) : 4

Date of AGM meeting : 26 Apr 2024

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. AMNUAY PREEMONWONG (Chairman of the board)	-	4/4	Participating	Did not hold the meeting

2.	Mr. JIRAYUT RUNGSRITHONG (Director)	-	4/4	Participating	Did not hold the meeting
3.	Mr. GRAN CHAYAVICHITSILP (Director)	-	4/4	Participating	Did not hold the meeting
4.	Admiral Pichet Tanaseth (Director)	-	4/4	Participating	Did not hold the meeting
5.	Mr. Yuttupong Ma (Director)	-	4/4	Participating	Did not hold the meeting
6.	Mr. WIWAT QUANGKANANURUG (Director)	-	4/4	Participating	Did not hold the meeting
7.	Mrs. PARINYARAT QUANGKANANURUG (Director)	-	4/4	Participating	Did not hold the meeting
8.	Ms. CHANIDA PATTANOTAI (Director)	-	4/4	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.	Mr. AMNUAY PREEMONWONG (Chairman of the board)	-	120,000.00	480,000.00	No
2.	Mr. JIRAYUT RUNGSRITHONG (Director)	-	80,000.00	270,000.00	No
3.	Mr. GRAN CHAYAVICHITSILP (Director)	-	80,000.00	270,000.00	No
4.	Admiral Pichet Tanaseth (Director)	-	80,000.00	270,000.00	No
5.	Mr. Yuttupong Ma (Director)	-	N/A	N/A	No
6.	Mr. WIWAT QUANGKANANURUG (Director)	-	80,000.00	N/A	No
7.	Mrs. PARINYARAT QUANGKANANURUG (Director)	-	80,000.00	N/A	No
8.	Ms. CHANIDA PATTANOTAI (Director)	-	80,000.00	N/A	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. JIRAYUT RUNGSRITHONG (Chairman of the audit committee)	-	4/4
2.	Mr. AMNUAY PREEMONWONG (Audit committee)	-	4/4
3.	Mr. GRAN CHAYAVICHITSILP (Audit committee)	-	4/4