



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

LAGUNA RESORTS & HOTELS PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2022



Table of Contents

	Page
Business Operations and Performance	
Group Structure and Operations	1
Sustainable Development	4
Corporate Governance	
Corporate Governance Policy	8
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	9
Performance Report on Corporate Governance	17

Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : LAGUNA RESORTS & HOTELS PUBLIC COMPANY LIMITED

Symbol : LRH

Address : No. 21/9, 21/31 and 21/33, Thai Wah Tower 1, 5th and 12th Floor,
South Sathorn Road, Tungmahamek, Sathorn

Province : Bangkok

Postcode : 10120

Business : Major businesses of the Company and its subsidiaries (The Group) are hotel business and property development. The subsidiaries also engage in operating a golf club, sales of merchandise, office rental, and sales of holiday club memberships.

Registration Number : 0107535000371

Telephone : 0-2677-4455

Fax (if applicable) : 0-2285-0733

Website : www.lagunaresorts.com

Email : ir@lagunaresorts.com

Total Shares Sold (shares)

Common Stock : 166,682,701

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	2,834,319.00	1,488,901.00	4,796,669.00
Revenue from hotel operataions (Thousand baht)	1,206,727.00	688,006.00	2,397,982.00
Revenue from property development (Thousand baht)	1,572,727.00	741,763.00	2,314,068.00
Revenue from office rental operations (Thousand baht)	35,836.00	27,202.00	35,801.00
Other income (Thousand baht)	19,029.00	31,930.00	48,818.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Revenue from hotel operataions (%)	42.58	46.21	49.99
Revenue from property development (%)	55.49	49.82	48.24
Revenue from office rental operations (%)	1.26	1.83	0.75
Other income (%)	0.67	2.14	1.02

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	2,834,319.00	1,488,901.00	4,796,669.00
Domestic (Thousand baht)	2,804,393.00	1,465,195.00	4,774,864.00
International (Thousand baht)	29,926.00	23,706.00	21,805.00
Indonesia (Thousand baht)	5,882.00	2,786.00	17,477.00
Hong Kong (Thousand baht)	3,829.00	4,029.00	4,302.00
Singapore (Thousand baht)	20,215.00	16,891.00	26.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	98.94	98.41	99.55
International (%)	1.06	1.59	0.45
Indonesia (%)	19.66	11.75	80.15
Hong Kong (%)	12.79	17.00	19.73
Singapore (%)	67.55	71.25	0.12

*Excluding the profit margins in the associated companies

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)	2020	2021	2022
R&D expenses in the past 3 years	N/A	N/A	N/A

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.lagunaphuket.com/th/experience/sustainability/>

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://www.lagunaphuket.com/th/experience/sustainability/environmental-preservation/>

Company environmental guideline : Electricity Management, Fuel 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

	2020	2021	2022
Jet fuel (Litre)	0.00	0.00	0.00
Diesel (Litre)	120,870.58	120,448.55	224,938.13
Gasoline (Litre)	39,260.96	21,596.84	53,425.12
Fuel oil (liters)	796,747.00	642,044.00	1,679,278.00
Crude oil (barrels)	0.00	0.00	0.00

Natural gas (Standard cubic feet)	0.00	0.00	0.00
LPG (Kilogram)	58,344.46	51,383.00	125,411.87
Steam (tonnes)	0.00	0.00	0.00
Coal (tonnes)	0.00	0.00	0.00

• **Electricity consumption**

	2020	2021	2022
Amount of electricity purchased (kWh)	17,636,638.59	19,295,195.34	29,868,192.42

Water management

• **Water consumption**

	2020	2021	2022
Water consumption (cubic meters)	719,173.77	818,410.78	1,320,330.60

Waste management

• **Waste from operations**

	2020	2021	2022
Non-hazardous waste (kg)	382,311.46	763,497.73	1,939,647.11
Hazardous waste (kg)	95,488.42	132,084.81	293,215.41
Total (kg)	477,799.88	895,582.54	2,232,862.52

Greenhouse gas management

• **Greenhouse gas emissions**

	2020	2021	2022
GHG emission target	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	13,862.20	15,513.00	45,454.35
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 (Tons of carbon dioxide equivalents)	13,862.20	15,513.00	45,454.35

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

Third-party verification : Yes

Name of verifying organization : Earthcheck Pty Limited, Australia

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy : Yes

URL of human rights policy : <https://www.lagunaphuket.com/th/experience/sustainability/social-equity/>

Company human right guideline : Employee 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

	2020	2021	2022
Number of male employees (persons)	19	17	30
Number of female employees (persons)	31	35	39
Total (persons)	50	52	69

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	10	105	48

• Health, safety and work environment

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	0	0	0

• Significant labor dispute

	2020	2021	2022
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.lagunaresorts.com/corporate-governance/>

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	11	100.00
Number of male directors	9	81.82
Number of female directors	2	18.18
Number of executive directors	3	27.27
Number of non-executive directors	8	72.73
Number of independent directors	5	45.45

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. KWONPING HO Gender: Male Age: 70 years old Highest level of education: Honorary degree Major: Management Thai nationality: No Residing in Thailand: No	Chairman of the board (Executive) Director type: Re-elected as director	4 Jul 1986	

2.	Mr. VUDHIPHOL SURİYABHIVADH Gender: Male Age: 78 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	7 May 2003	Accounting
3.	Dr. JINGJAI HANCHANLASH Gender: Male Age: 80 years old Highest level of education: Doctoral degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	15 May 2001	
4.	Mr. THONGCHAI ANANTHOTHAI Gender: Male Age: 61 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	2 Mar 2017	
5.	Ms. SRINTHORN OUNAYAKOVIT Gender: Female Age: 52 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	9 Mar 2015	

6.	Mr. ARIEL P VERA Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: No	Director (Non-executive, Independent director) Director type: Re-elected as director	13 May 1997	
7.	Mr. EDDY HOCK LYE SEE Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: No Residing in Thailand: No	Director (Executive) Director type: Re-elected as director	21 Nov 2012	
8.	Mr. KWONCJAN HO Gender: Male Age: 66 years old Highest level of education: Bachelor's degree Major: Architecture Thai nationality: No Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	27 Feb 1995	Architecture
9.	Mr. REN HUA HO Gender: Male Age: 40 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: No Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	9 Nov 2011	

10.	Mr. STUART DAVID READING	Director (Executive)	10 Aug 2006
	Gender: Male		
	Age: 55 years old		
	Highest level of education:	Director type: Re-elected	
	Bachelor's degree	as director	
	Major: Accounting		
	Thai nationality: No		
	Residing in Thailand: Yes		
11.	Mrs. REN YUNG HO	Director (Non-executive)	29 Apr 2020
	Gender: Female		
	Age: 37 years old		
	Highest level of education:	Director type: Original	
	Bachelor's degree	director	
	Major: Bachelor of Science in		
	Sociology and Economics		
	Development		
	Thai nationality: No		
	Residing in Thailand: No		

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

General information	Position	Tenure	Replacement Director
1. Mr. SHANKAR CHANDRAN	Director	Date position was	No replacement director
Gender: Male	(Executive)	assumed:	
Age: 60 years old		21 Nov 2012	
Highest level of education:		Date directorship	
Bachelor's degree		ended:	
Major: Business Administration		8 Nov 2022	
Thai nationality: No			
Residing in Thailand: Yes			

Other Information pertaining to committees

The Chairman is an independent director : No

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. VUDHIPHOL SURIYABHIVADH [1] Gender: Male Age: 78 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Re-elected as director	10 Aug 2007	Accounting
2. Dr. JINGJAI HANCHANLASH [1] Gender: Male Age: 80 years old Highest level of education: Doctoral degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	15 May 2001	
3. Mr. THONGCHAI ANANTHOTHAI [1] Gender: Male Age: 61 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	2 Mar 2017	

[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	Dr. JINGJAI HANCHANLASH	Chairman
	Mr. VUDHIPHOL SURIYABHIVADH	Member
	Mr. THONGCHAI ANANTHOTHAI	Member
Audit, Risk and Corporate Governance Committee	Mr. VUDHIPHOL SURIYABHIVADH	Chairman
	Dr. JINGJAI HANCHANLASH	Member
	Mr. THONGCHAI ANANTHOTHAI	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Audit, Risk and Corporate Governance 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	: Audit, Risk and 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. Mr. EDDY HOCK LYE SEE Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Accounting	CHIEF EXECUTIVE OFFICER	15 Oct 2022	

[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 : No

Remuneration

	2020	2021	2022
Total executive remuneration (baht)	22,176,128.00	25,314,422.00	51,717,790.00

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) : 30

Number of female employees (persons) : 39

Total (persons) : 69

Provident fund

Total number of employees (persons) : 69

Number of employees contributing to the PVD (persons) : 43

Percentage of employees who are members (%) : 62.32

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. KWONPING HO Gender: Male Age: 70 years old Highest level of education: Honorary degree Major: Management Thai nationality: No Residing in Thailand: No	Chairman of the board (Executive) Director type: Re-elected as director	Date position was assumed: 4 Jul 1986	
2. Mr. VUDHIPHOL SURIYABHIVADH Gender: Male Age: 78 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 7 May 2003	Accounting
3. Dr. JINGJAI HANCHANLASH Gender: Male Age: 80 years old Highest level of education: Doctoral degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 15 May 2001	

4.	Mr. THONGCHAI ANANTHOTHAI Gender: Male Age: 61 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: 2 Mar 2017	
5.	Ms. SRINTHORN OUNAYAKOVIT Gender: Female Age: 52 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 9 Mar 2015	
6.	Mr. ARIEL P VERA Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: No	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 13 May 1997	
7.	Mr. EDDY HOCK LYE SEE Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: No Residing in Thailand: No	Director (Executive) Director type: Re-elected as director	Date position was assumed: 21 Nov 2012	
8.	Mr. KWONCJAN HO Gender: Male Age: 66 years old Highest level of education: Bachelor's degree Major: Architecture Thai nationality: No Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 27 Feb 1995	Architecture

9.	Mr. REN HUA HO Gender: Male Age: 40 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: No Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 9 Nov 2011
10.	Mr. STUART DAVID READING Gender: Male Age: 55 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: No Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 10 Aug 2006

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. KWONPING HO	Chairman of the board	N/A
Mr. VUDHIPHOL SURIYABHIVADH	Director	N/A
Dr. JINGJAI HANCHANLASH	Director	N/A
Mr. THONGCHAI ANANTHOTHAI	Director	N/A
Ms. SRINTHORN OUNAYAKOVIT	Director	N/A
Mr. ARIEL P VERA	Director	N/A
Mr. EDDY HOCK LYE SEE	Director	N/A
Mr. KWONCJAN HO	Director	N/A
Mr. REN HUA HO	Director	N/A
Mr. STUART DAVID READING	Director	N/A
Mrs. REN YUNG HO	Director	N/A
Mr. SHANKAR CHANDRAN	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) : 4

Date of AGM meeting : 22 Apr 2022

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. KWONPING HO (Chairman of the board)	-	4/4	Participating	Did not hold the meeting
2.	Mr. VUDHIPHOL SURİYABHIVADH (Director)	-	4/4	Participating	Did not hold the meeting
3.	Dr. JINGJAI HANCHANLASH (Director)	-	4/4	Participating	Did not hold the meeting
4.	Mr. THONGCHAI ANANTHOTHAI (Director)	-	4/4	Participating	Did not hold the meeting
5.	Ms. SRINTHORN OUNAYAKOVIT (Director)	-	4/4	Participating	Did not hold the meeting
6.	Mr. ARIEL P VERA (Director)	-	4/4	Participating	Did not hold the meeting
7.	Mr. EDDY HOCK LYE SEE (Director)	-	4/4	Participating	Did not hold the meeting
8.	Mr. KWONCJAN HO (Director)	-	4/4	Non-participating	Did not hold the meeting
9.	Mr. REN HUA HO (Director)	-	4/4	Participating	Did not hold the meeting

10.	Mr. STUART DAVID READING (Director)	-	4/4	Participating	Did not hold the meeting
11.	Mrs. REN YUNG HO (Director)	-	4/4	Participating	Did not hold the meeting
12.	Mr. SHANKAR CHANDRAN (Director)	8 Nov 2022	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. KWONPING HO (Chairman of the board)	-	1,048,000.00	N/A	No
2.	Mr. VUDHIPHOL SURİYABHIVADH (Director)	-	700,000.00	N/A	Yes
3.	Dr. JINGJAI HANCHANLASH (Director)	-	700,000.00	N/A	Yes
4.	Mr. THONGCHAI ANANTHOTHAI (Director)	-	700,000.00	N/A	Yes
5.	Ms. SRINTHORN OUNAYAKOVIT (Director)	-	700,000.00	N/A	Yes
6.	Mr. ARIEL P VERA (Director)	-	700,000.00	N/A	Yes
7.	Mr. EDDY HOCK LYE SEE (Director)	-	460,000.00	N/A	No
8.	Mr. KWONCJAN HO (Director)	-	460,000.00	N/A	No
9.	Mr. REN HUA HO (Director)	-	460,000.00	N/A	No
10.	Mr. STUART DAVID READING (Director)	-	460,000.00	N/A	No
11.	Mrs. REN YUNG HO (Director)	-	700,000.00	N/A	No
12.	Mr. SHANKAR CHANDRAN (Director)	8 Nov 2022	345,000.00	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. VUDHIPHOL SURİYABHIVADH (Chairman of the audit committee)	-	4/4
2.	Dr. JINGJAI HANCHANLASH (Audit committee)	-	4/4
3.	Mr. THONGCHAI ANANTHOTHAI (Audit committee)	-	4/4