



# **Annual Registration Statement / Annual Report**

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

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

**BANGKOK CHAIN HOSPITAL PUBLIC COMPANY LIMITED**

Fiscal Year End 31 December 2022



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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 : BANGKOK CHAIN HOSPITAL PUBLIC COMPANY LIMITED

Symbol : BCH

Address : 44 Moo 4, Pakkred Sub District, Pakkred District

Province : Nonthaburi

Postcode : 11120

Business : The Company operated its business as a group of hospitals which consists of fifteen hospitals and one polyclinics in Bangkok , upcountry and Laos to provide medical services in the level of primary-tertiary care under four hospital groups; 1.World Medical Hospital Group 2.Kasemrad International Hospital Group 3.Kasemrad Hospital Group 4.Karunvej Hospital Group, to provide medical service for general patients both Thai and International patient and Social Security Patients.

Registration Number : 0107547000401

Telephone : 0-2836-9999

Fax (if applicable) : 0-2106-4858

Website : [www.bangkokchainhospital.com](http://www.bangkokchainhospital.com)

Email : [ir@bangkokchainhospital.com](mailto:ir@bangkokchainhospital.com)

Total Shares Sold (shares)

Common Stock : 2,493,747,984

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping\*

	2020	2021	2022
Total (Thousand baht)	9,014,359.03	21,529,396.18	18,910,298.90
Revenue from hospital operations (Thousand baht)	8,927,910.08	21,404,848.47	18,826,674.64
Other income (Thousand baht)	86,448.95	124,547.71	83,624.26

  

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Revenue from hospital operations (%)	99.04	99.42	99.56
Other income (%)	0.96	0.58	0.44

#### By Geographical Area or Market\*

	2020	2021	2022
Total (Thousand baht)	9,014,359.03	21,529,396.18	18,910,298.90
Domestic (Thousand baht)	9,014,359.03	21,378,094.08	18,609,269.36
International (Thousand baht)	0.00	151,302.10	301,029.54
Laos (Thousand baht)	0.00	151,302.10	301,029.54

  

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	100.00	99.30	98.41
International (%)	0.00	0.70	1.59
Laos (%)	0.00	100.00	100.00

\*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

# 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)**

### Business operating risks

**Risk Management Measures:** Yes

#### Related Risk Topics

Strategic Risk

- Government policy
- Damage to company image and reputation

Operational Risk

- Reliance on employees in key positions
- Shortage or reliance on skilled workers
- Human error in business operations
- Information security and cyber-attack
- Corruption

Compliance Risk

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

### Financial risks

**Risk Management Measures:** Yes

#### Related Risk Topics

Financial Risk



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

#### **Emerging risks**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Changes in technologies

Operational Risk

- Climate change and disasters

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

#### **Shareholder's investment risk**

**Risk Management Measures:** Yes

#### **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)**

#### **Risk from investing in foreign securities**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

- Investment risk

# Sustainable Development

## Sustainable Development

### Sustainability Management Policy and Targets (3.1)

#### Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

### Environmental Aspect (3.3)

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

Environmental Policy and Practice : Yes

Company environmental guideline : Electricity Management, Renewable/Clean Energy  
Management, Water Management, Waste Management

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

##### • Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	N/A	N/A	11,737,280.00

##### Water management

##### • Water consumption

	2020	2021	2022
Water consumption (cubic meters)	N/A	N/A	68,282.00

##### Waste management

##### • Waste from operations

	2020	2021	2022
Non-hazardous waste (kg)	N/A	N/A	87,040.00

Hazardous waste (kg)	N/A	N/A	134,780.00
<b>Total (kg)</b>	N/A	N/A	221,820.00

## 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)	N/A	N/A	1,769.38
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	5,823.77
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
<b>Total (Tons of carbon dioxide equivalents)</b>	N/A	N/A	7,593.15

### • 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 : Yes

URL of human rights policy : <https://www.bangkokchainhospital.com/storage/document/cg/bch-human-rights-policy-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

	2020	2021	2022
Number of male employees (persons)	1,620	2,037	2,103
Number of female employees (persons)	5,220	6,560	6,774
<b>Total (persons)</b>	<b>6,840</b>	<b>8,597</b>	<b>8,877</b>

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	12	5	7

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

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	3	4	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

#### 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	8	72.73
Number of female directors	3	27.27
Number of executive directors	6	54.55
Number of non-executive directors	5	45.45
Number of independent directors	4	36.36

#### 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. CHALERM HARNPHANICH Gender: Male Age: 68 years old Highest level of education: Doctoral degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Executive)  Director type: Original director	24 Nov 1993	Health Care Services, Accounting, Finance, Marketing, Risk Management, Governance/ Compliance

2.	<p>Mrs. SOMPORN HARNPHANICH</p> <p>Gender: Female</p> <p>Age: 70 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Medicine</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Re-elected as director</p>	24 Nov 1993	Health Care Services, Marketing, Risk Management, Governance/ Compliance
3.	<p>Mr. VIRACH APHIMETEETAMRONG</p> <p>Gender: Male</p> <p>Age: 79 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Finance</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Original director</p>	9 Apr 2004	Finance, Accounting, Risk Management, Audit, Governance/ Compliance
4.	<p>Mr. SIRIPONG SOMBUTSIRI</p> <p>Gender: Male</p> <p>Age: 68 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 (Non-executive, Independent director)</p> <p>Director type: Original director</p>	9 Apr 2004	Audit, Accounting, Finance, Risk Management, Governance/ Compliance
5.	<p>Mr. PIPHOB VERAPHONG</p> <p>Gender: Male</p> <p>Age: 61 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Law</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	9 Apr 2004	Law, Accounting, Finance, Risk Management, Audit, Governance/ Compliance

6.	<p>Mr. THAWAT SUNTRAJARN</p> <p>Gender: Male</p> <p>Age: 75 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Medicine</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>	26 Apr 2010	Health Care Services, Governance/ Compliance
7.	<p>Ms. PORNLUCK HARNPHANICH</p> <p>Gender: Female</p> <p>Age: 37 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Medicine</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Original director</p>	10 Aug 2012	Health Care Services, Marketing, Risk Management, Governance/ Compliance
8.	<p>Mr. KANTAPORN HARNPHANICH</p> <p>Gender: Male</p> <p>Age: 35 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>	28 Apr 2015	Marketing, Digital Marketing, Governance/ Compliance
9.	<p>Mr. PHINIJ HARNPHANICH</p> <p>Gender: Male</p> <p>Age: 67 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Political Science</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	27 Feb 2017	Law, Risk Management, Governance/ Compliance

10.	Ms. PORNSUDA HARNPHANICH Gender: Female Age: 33 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	13 Jan 2020	Finance, Risk Management, Accounting, Marketing, IT Management, Governance/ Compliance
11.	Mr. VORAVEE KIATINIYOMSAK Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	23 Jun 2020	Accounting, Finance, Risk Management, Governance/ Compliance

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

General information	Position	Tenure	Replacement Director
1. Mr. PUMIPAT CHATNORASET Gender: Male Age: 38 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	Date position was assumed: 23 Jun 2020 Date directorship ended: 21 Sep 2022	Mr. SURAPANT TAWEEWIKAYAKARN Date position was assumed: 28 Feb 2023

#### Other Information pertaining to committees

The Chairman is an independent director : No

The Chairman and the manager are the same person : Yes

The Chairman and the manager are members of the same family : Yes

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. VIRACH APHIMETEETAMRONG [1] Gender: Male Age: 79 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	9 Apr 2004	Finance, Accounting, Risk Management, Audit, Governance/ Compliance
2. Mr. SIRIPONG SOMBUTSIRI [1] Gender: Male Age: 68 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: Original director	9 Apr 2004	Audit, Accounting, Finance, Risk Management, Governance/ Compliance
3. Mr. PIPHOB VERAPHONG [1] Gender: Male Age: 61 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	9 Apr 2004	Law, Accounting, Finance, Risk Management, Audit, 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
Risk Management Committee	Ms. SAIFON CHAIMONGKOL	Chairman
	Mr. SURAPANT TAWEEWIKAYAKARN	Member
	Ms. SUPOTJANEE HAHTAPORNSAWAN	Member
	Ms. ANCHALEE KENGKIJKARN	Member
	Ms. PORNLUCK HARNPHANICH	Member
	Ms. PORNSUDA HARNPHANICH	Member
	Mr. VORAVEE KIATINIYOMSAK	Member

### Roles of Sub-committees

Sub-committees responsible for risk management : Risk Management Committee

Sub-committees responsible for nomination : None

Sub-committees responsible for remuneration : None

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. CHALERM HARNPHANICH Gender: Male Age: 68 years old Highest level of education: Doctoral degree Major: Medicine	Chief Executive Officer	24 Nov 1993	Health Care Services, Accounting, Finance, Marketing, Risk Management, Governance/ Compliance

[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

	2020	2021	2022
Total executive remuneration (baht)	192,937,158.35	214,321,461.80	235,984,841.99

## Employees (7.5)

### Information about company employees

#### Employees

Number of male employees (persons)	: 2,103
Number of female employees (persons)	: 6,774
Total (persons)	: 8,877

#### Provident fund

Total number of employees (persons)	: 8,877
Number of employees contributing to the PVD (persons)	: 1,011
Percentage of employees who are members (%)	: 11.39



## Other Significant Information (7.6)

### Other significant information

#### Assigned persons

- Person assigned to take direct responsibility for accounting oversight

General information	Email	Telephone
1. Mr. VORAVEE KIATINIYOMSAK	voravee.ki@bangkokchainhospital.com	028369937

- Company secretary

General information	Email	Telephone
1. Mr. VORAVEE KIATINIYOMSAK	voravee.ki@bangkokchainhospital.com	028369937

- Head of internal audit

General information	Email	Telephone
1. Ms. WANTHANEE WONGBUTROD	wantani@dir.co.th	025960500 ต่อ 508

- Head of investor relations

General information	Email	Telephone
1. Ms. VIMONMARN KRISHNAKALIN	vimonmarn.kr@bangkokchainhospital.com	028369940

## Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. KPMG PHOOMCHAI AUDIT COMPANY LIMITED	<p>1. Ms. NAWARAT NITIKEATIPONG Email: nawarat@kpmg.co.th Telephone: 026772319</p> <p>2. Mrs. WILAI BURANAKITTISOPON Email: wilai@kpmg.co.th Telephone: 026772116</p> <p>3. Ms. WIPAWAN PATTAWANWIWEK Email: wipawan@kpmg.co.th Telephone: 026772325</p>	6,495,000.00	-

# 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. Mrs. SOMPORN HARNPHANICH Gender: Female Age: 70 years old Highest level of education: Doctoral degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 24 Nov 1993	Health Care Services, Marketing, Risk Management, Governance/ Compliance
2. Mr. PIPHOB VERAPHONG Gender: Male Age: 61 years old Highest level of education: Master's 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: 9 Apr 2004	Law, Accounting, Finance, Risk Management, Audit, Governance/ Compliance
3. Mr. VORAVEE KIATINIYOMSAK Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 23 Jun 2020	Accounting, Finance, Risk Management, Governance/ Compliance

## Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. CHALERM HARNPHANICH	Chairman of the board	Participating
Mrs. SOMPORN HARNPHANICH	Director	Participating
Mr. VIRACH APHIMETEETAMRONG	Director	Participating
Mr. SIRIPONG SOMBUTSIRI	Director	Participating
Mr. PIPHOB VERAPHONG	Director	Participating
Mr. THAWAT SUNTRAJARN	Director	Participating
Ms. PORNLUCK HARNPHANICH	Director	Participating
Mr. KANTAPORN HARNPHANICH	Director	Participating
Mr. PHINIJ HARNPHANICH	Director	Participating
Ms. PORNSUDA HARNPHANICH	Director	Participating
Mr. VORAVEE KIATINIYOMSAK	Director	Participating
Mr. PUMIPAT CHATNORASET	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) : 6

Date of AGM meeting : 26 Apr 2022

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. CHALERM HARNPHANICH (Chairman of the board)	-	6/6	Participating	Did not hold the meeting
2.	Mrs. SOMPORN HARNPHANICH (Director)	-	6/6	Participating	Did not hold the meeting
3.	Mr. VIRACH APHIMETEETAMRONG (Director)	-	6/6	Participating	Did not hold the meeting
4.	Mr. SIRIPONG SOMBUTSIRI (Director)	-	6/6	Participating	Did not hold the meeting
5.	Mr. PIPHOB VERAPHONG (Director)	-	6/6	Participating	Did not hold the meeting
6.	Mr. THAWAT SUNTRAJARN (Director)	-	6/6	Participating	Did not hold the meeting
7.	Ms. PORNLUCK HARNPHANICH (Director)	-	6/6	Participating	Did not hold the meeting
8.	Mr. KANTAPORN HARNPHANICH (Director)	-	6/6	Participating	Did not hold the meeting
9.	Mr. PHINIJ HARNPHANICH (Director)	-	6/6	Participating	Did not hold the meeting
10.	Ms. PORNSUDA HARNPHANICH (Director)	-	6/6	Participating	Did not hold the meeting
11.	Mr. VORAVEE KIATINIYOMSAK (Director)	-	6/6	Participating	Did not hold the meeting
12.	Mr. PUMIPAT CHATNORASET (Director)	21 Sep 2022	4/6	Participating	Did not hold the meeting

## 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) : 5

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. VIRACH APHIMETEETAMRONG (Chairman of the audit committee)	-	5/5
2.	Mr. SIRIPONG SOMBUTSIRI (Audit committee)	-	5/5
3.	Mr. PIPHOB VERAPHONG (Audit committee)	-	5/5