



# **Annual Registration Statement / Annual Report**

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

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

**SRIVICHAIVEJVIVAT 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 : SRIVICHAIVEJVIVAT PUBLIC COMPANY LIMITED

Symbol : VIH

Address : 74/5 Moo 4 Phetkasem Road, Omnoi Subdistrict, Krathumbaen District

Province : Samut Sakhon

Postcode : 74130

Business : At present, Vichaivej International Hospital Group runs secondary general hospital business with 4 hospitals within the Group, that is, 1) Vichaivej International Hospital Omnoi; 2) Vichaivej International Hospital Nongkhaem; 3) Vichaivej International Hospital Samutsakorn; and 4) Vichaivej Yeakfaichai, being operated by the Company. In addition, the Company also has another subsidiary company, Srivichai Vocational School Company limited, which operates business under the name Srivichai Vocational School and serves as a training facility for assistant nurses of Vichaivej International Hospital Group.

The main customer group of Vichaivej International Hospital Group comprises 2 major groups: 1) Non-capitation customer group, namely general individual customers, life insurance customer, contract party customers, , cars victims, customers under workmen compensation fund program,; and 2) Capitation customer group.

Registration Number : 0107554000062

Telephone : 0-2441-7899 และสายด่วน 1792

Fax (if applicable) : 0-2431-1404

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

Email : bod@vichaivej.com, shares@vichaivej.com

Total Shares Sold (shares)

Common Stock : 570,665,433

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

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

	2020	2021	2022
Total (Thousand baht)	2,275.67	4,717.84	3,645.90
Total revenues from services (Thousand baht)	2,275.67	4,717.84	3,645.90

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Total revenues from services (%)	100.00	100.00	100.00

#### By Geographical Area or Market\*

	2020	2021	2022
Total (Thousand baht)	2,275.67	4,717.84	3,645.90
Domestic (Thousand baht)	2,275.67	4,717.84	3,645.90
International (Thousand baht)	0.00	0.00	0.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	100.00	100.00	100.00
International (%)	0.00	0.00	0.00

\*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)

### IT Risk

Risk Management Measures: Yes

#### Related Risk Topics

Strategic Risk

- Changes in technologies

### Operation Risk

Risk Management Measures: Yes

#### Related Risk Topics

Operational Risk

- Reliance on employees in key positions
- Other

### Risk of lawsuits

Risk Management Measures: Yes

#### Related Risk Topics

Compliance Risk

- Change in laws and regulations
- Violations of laws and regulations

### Risk from future changes in standards or regulations governing the Company

Risk Management Measures: Yes

#### Related Risk Topics



#### Compliance Risk

- Change in laws and regulations
- Violations of laws and regulations

#### Risk of infringement of data privacy rights

**Risk Management Measures:** Yes

#### Related Risk Topics

#### Compliance Risk

- Violations of laws and regulations

#### Risk of reliance on distributors of medicine and medical supplies

**Risk Management Measures:** Yes

#### Related Risk Topics

#### Strategic Risk

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

### Risk to Securities Holder (2.2.2)

#### Strategic Risk

**Risk Management Measures:** Yes

#### Related Risk Topics

- Return from investment of securities holder

#### Financial Risk

**Risk Management Measures:** Yes

#### Related Risk Topics

- Return from investment of securities holder

## **Operation Risk**

**Risk Management Measures:** Yes

### **Related Risk Topics**

- Other

## **Risk from increased hospital industry competition**

**Risk Management Measures:** Yes

### **Related Risk Topics**

- Return from investment of securities holder

## **Risk from the coronavirus 2019 disease outbreak**

**Risk Management Measures:** Yes

### **Related Risk Topics**

- Other

# 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.vichaivej.com/investor/download.php?menu\\_id=22](https://www.vichaivej.com/investor/download.php?menu_id=22)

### 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.vichaivej.com/investor/download.php?menu\\_id=22](https://www.vichaivej.com/investor/download.php?menu_id=22)

Company environmental guideline : Electricity 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)	4,515,180.00	4,663,440.00	5,857,200.00

##### Water management

##### • Water consumption

	2020	2021	2022
Water consumption (cubic meters)	65,703,000.00	62,143,000.00	67,320,000.00

## Waste management

### • Waste from operations

	2020	2021	2022
Hazardous waste (kg)	54,738.00	70,547.20	76,129.00
<b>Total (kg)</b>	<b>54,738.00</b>	<b>70,547.20</b>	<b>76,129.00</b>

## 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	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
<b>Total (Tons of carbon dioxide equivalents)</b>	<b>N/A</b>	<b>N/A</b>	<b>N/A</b>

### • 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

Company human right guideline : Employee 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)	592	573	616
Number of female employees (persons)	1,768	1,716	1,785
<b>Total (persons)</b>	<b>2,360</b>	<b>2,289</b>	<b>2,401</b>

##### • Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	665,751,713.45	840,003,772.65	807,437,853.08

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	22	12	15

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

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	3	7	12

##### • Employee retention

	2020	2021	2022
Percentage of employees who voluntarily resigned (%)	0.00	0.00	1.62

• 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.vichaivej.com/investor/download.php?menu\\_id=14](https://www.vichaivej.com/investor/download.php?menu_id=14)

#### 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	12	100.00
Number of male directors	9	75.00
Number of female directors	3	25.00
Number of executive directors	6	50.00
Number of non-executive directors	6	50.00
Number of independent directors	4	33.33

#### 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. VICHAI VANADURONGWAN Gender: Male Age: 83 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	22 Feb 2011	Health Care Services, Leadership

2.	<p>Mrs. SAISUNEE VANADURONGWAN</p> <p>Gender: Female</p> <p>Age: 76 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Medicine</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Vice Chairman (Executive)</p> <p>Director type: Original director</p>	22 Feb 2011	Health Care Services, Leadership, Strategic Management, Governance/ Compliance
3.	<p>Mr. PONGSAK VATHANA</p> <p>Gender: Male</p> <p>Age: 83 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Medicine</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	25 Aug 1997	Health Care Services
4.	<p>Mr. MONGKON WANITPHAKDEEDECHA</p> <p>Gender: Male</p> <p>Age: 51 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Medicine</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	22 Feb 2011	Health Care Services
5.	<p>Mr. VISUT MONTRIWAT</p> <p>Gender: Male</p> <p>Age: 76 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>	22 Feb 2011	Accounting, Internal Control, Audit

6.	<p>Mr. SURIN PREMAMORNKIT</p> <p>Gender: Male</p> <p>Age: 74 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Economics</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>	22 Feb 2011	Economics, Banking, Finance, Internal Control, Audit
7.	<p>Mr. VIRAH MAVICHAK</p> <p>Gender: Male</p> <p>Age: 79 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Engineering</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>	8 Mar 2011	Engineering, Internal Control, Accounting
8.	<p>Ms. VILAWAN VANADURONGVAN</p> <p>Gender: Female</p> <p>Age: 75 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Original director</p>	15 Jun 2012	Accounting, Risk Management
9.	<p>Mr. TINNAWAT MAHATHARADOL</p> <p>Gender: Male</p> <p>Age: 64 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>(Non-executive)</p> <p>Director type: Original director</p>	17 Oct 2014	Finance & Securities, Finance, Accounting, Banking

10.	Ms. NOPPORN TIRAWATTANAGOOL Gender: Female Age: 68 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	17 Oct 2014	Accounting, Finance & Securities, Finance, Banking
11.	Mr. PORNTEP SIRIWANARANGSUN Gender: Male Age: 67 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	19 Feb 2016	Health Care Services, Finance, Audit, Internal Control, Accounting
12.	Mr. PRUT ROJMAHAMONGKOL Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	22 Apr 2016	Information & Communication Technology, IT Management, Architecture, Accounting, Construction Materials, Procurement

#### 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 : 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. VISUT MONTRIWAT [1] Gender: Male Age: 76 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	8 Mar 2011	Accounting, Internal Control, Audit
2. Mr. SURIN PREMAMORNKIT [1] Gender: Male Age: 74 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	8 Mar 2011	Economics, Banking, Finance, Internal Control, Audit
3. Mr. PORNTEP SIRIWANARANGSUN [1] Gender: Male Age: 67 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	19 Feb 2016	Health Care Services, Finance, Audit, Internal Control, Accounting

[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. VIRAH MAVICHAK	Chairman
	Mrs. SAISUNEE VANADURONGWAN	Member
	Mr. SURIN PREMAMORNKIT	Member
	Mr. VISUT MONTRIWAT	Member
	Ms. VILAWAN VANADURONGVAN	Member
	Mr. MONGKON WANITPHAKDEEDECHA	Member
Risk Management Committee	Ms. VILAWAN VANADURONGVAN	Chairman
Corporate Governance Committee	Mr. VISUT MONTRIWAT	Chairman
Working Group for Financial and Investment Planning	Ms. VILAWAN VANADURONGVAN	Chairman
	Mr. TINNAWAT MAHATHARADOL	Member
	Ms. NOPPORN TIRAWATTANAGOO	Member
	Mr. MONGKON WANITPHAKDEEDECHA	Member
	Mr. PRUT ROJMAHAMONGKOL	Member
	Mr. Sakda Tangchiwatanakorn	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 : 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. SAISUNEE VANADURONGWAN Gender: Female Age: 76 years old Highest level of education: Bachelor's degree Major: Medicine	CHIEF EXECUTIVE OFFICER	22 Feb 2011	Health Care Services, Leadership, Strategic Management, Governance/ Compliance
2. Mr. PONGSAK VATHANA Gender: Male Age: 83 years old Highest level of education: Bachelor's degree Major: Medicine	Deputy Chief Executive Officer	22 Feb 2011	Health Care Services
3. Mr. MONGKON WANITPHAKDEEDECHA Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Medicine	Deputy Chief Executive Officer	22 Feb 2011	Health Care Services
4. Ms. VILAWAN VANADURONGVAN Gender: Female Age: 75 years old Highest level of education: Bachelor's degree Major: Accounting	Deputy Chief Executive Officer	15 Jun 2012	Accounting, Risk Management
5. Mr. Sakda Tangchiwatanakorn [1][2] Gender: Male Age: 66 years old Highest level of education: Doctoral degree Major: public administration	Chief Financial Officer	22 Feb 2011	Accounting, Finance

6.	Ms. Nichapa Roenthongdee [2] Gender: Female Age: 44 years old Highest level of education: Master's degree Major: Accounting	Finance Accounting Manager	1 Feb 2015	Accounting, Finance
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[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)	28,551,857.00	47,190,915.00	42,459,707.00

### 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) : 616

Number of female employees (persons) : 1,785

Total (persons) : 2,401

#### Employee Remuneration

Total employee remuneration : 807,437,853.08

#### Provident fund

Total number of employees (persons) : 2,401

Number of employees contributing to the PVD (persons) : 1,612

Percentage of employees who are members (%) : 67.14

# 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)

##### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. VICHAI VANADURONGWAN	Chairman of the board	Non-participating
Mrs. SAISUNEE VANADURONGWAN	Vice Chairman	Participating
Mr. PONGSAK VATHANA	Director	Non-participating
Mr. MONGKON WANITPHAKDEEDECHA	Director	Non-participating
Mr. VISUT MONTRIWAT	Director	Non-participating
Mr. SURIN PREMAMORNKIT	Director	Non-participating
Mr. VIRAH MAVICHAK	Director	Non-participating
Ms. VILAWAN VANADURONGVAN	Director	Non-participating
Mr. TINNAWAT MAHATHARADOL	Director	Non-participating
Ms. NOPPORN TIRAWATTANAGOOL	Director	Participating
Mr. PORNTEP SIRIWANARANGSUN	Director	Non-participating
Mr. PRUT ROJMAHAMONGKOL	Director	Non-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) : 14

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. VICHAI VANADURONGWAN (Chairman of the board)	-	13/14	Participating	Did not hold the meeting
2. Mrs. SAISUNEE VANADURONGWAN (Vice Chairman)	-	14/14	Participating	Did not hold the meeting
3. Mr. PONGSAK VATHANA (Director)	-	14/14	Participating	Did not hold the meeting
4. Mr. MONGKON WANITPHAKDEEDECHA (Director)	-	14/14	Participating	Did not hold the meeting
5. Mr. VISUT MONTRIWAT (Director)	-	14/14	Participating	Did not hold the meeting
6. Mr. SURIN PREMAMORNKIT (Director)	-	14/14	Participating	Did not hold the meeting
7. Mr. VIRAH MAVICHAK (Director)	-	14/14	Participating	Did not hold the meeting
8. Ms. VILAWAN VANADURONGVAN (Director)	-	14/14	Participating	Did not hold the meeting
9. Mr. TINNAWAT MAHATHARADOL (Director)	-	14/14	Participating	Did not hold the meeting
10. Ms. NOPPORN TIRAWATTANAGOOL (Director)	-	14/14	Participating	Did not hold the meeting
11. Mr. PORNTEP SIRIWANARANGSUN (Director)	-	14/14	Participating	Did not hold the meeting

12.	Mr. PRUT ROJMAHAMONGKOL (Director)	-	14/14	Participating	Did not hold the meeting
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## Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. VICHAI VANADURONGWAN (Chairman of the board)	-	252,000.00	N/A	Yes
2.	Mrs. SAISUNEE VANADURONGWAN (Vice Chairman)	-	235,000.00	N/A	Yes
3.	Mr. PONGSAK VATHANA (Director)	-	150,000.00	N/A	Yes
4.	Mr. MONGKON WANITPHAKDEEDECHA (Director)	-	200,000.00	N/A	Yes
5.	Mr. VISUT MONTRIWAT (Director)	-	384,000.00	120,000.00	Yes
6.	Mr. SURIN PREMAMORNKIT (Director)	-	336,000.00	120,000.00	Yes
7.	Mr. VIRAH MAVICHAK (Director)	-	210,000.00	120,000.00	Yes
8.	Ms. VILAWAN VANADURONGVAN (Director)	-	440,000.00	N/A	Yes
9.	Mr. TINNAWAT MAHATHARADOL (Director)	-	228,000.00	120,000.00	Yes
10.	Ms. NOPPORN TIRAWATTANAGOO (Director)	-	228,000.00	120,000.00	Yes
11.	Mr. PORNTEP SIRIWANARANGSUN (Director)	-	324,000.00	120,000.00	Yes
12.	Mr. PRUT ROJMAHAMONGKOL (Director)	-	190,000.00	N/A	Yes

## 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) : 12

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. VISUT MONTRIWAT (Chairman of the audit committee)	-	12/12
2.	Mr. SURIN PREMAMORNKIT (Audit committee)	-	12/12
3.	Mr. PORNTEP SIRIWANARANGSUN (Audit committee)	-	12/12