

**Attachment 5 Code of Conduct****Corporate Governance Policy and Practices**

- The details are available in Part 2, Corporate Governance, under section 6, Corporate Governance Policy.

**Code of Conduct****Best Practice in Business Operation**

To demonstrate its determination to uphold good corporate governance and ethics in business operation, the Company has established the best practice as an operational guideline and promote good corporate governance. The persons required to abide by the best practice in the Code of Conduct are divided into three levels below:

1. **Director level** The Board of Directors and directors
2. **Top management team and executive level**
3. **Employee level**

In addition, the Company has put in place the controlling systems, measures or methods to ensure strict and continuous compliance with the Code of Conduct, as follows:

1. Implement the tracking system for the operation that is non-compliant with the Code of Conduct.
2. Establish the training or education system to consistently cultivate positive attitude toward the Code of Conduct among employees and parties concerned.
3. Make available accessible channels for external parties or stakeholders to provide information or report any instance of conduct that is against the Code of Conduct.
4. Address any breach of the Code of Conduct, taking appropriate action in accordance with the prescribed disciplinary measures outlined in the Company's regulations and the law if such violation constitutes an illegal act.
5. Establish transparent systems or methods to address and prevent recurring violation of the Code of Conduct.
6. Report or disclose publicly any breach of the Code of Conduct, including misconduct related to corruption, bribery, money laundering, or any action that may tarnish the reputation of the business.
7. Join relevant organizations, agencies or associations with the objective of combating fraud and corruption within the business sector.

The Company has incorporated the best practice in business operation into the Code of Conduct to serve as a comprehensive guide on the operation in various activities to ensure good corporate governance, as follows:

**1. Best Practice: Anti-Corruption****Director level**

(1) Formulate an anti-corruption policy and monitor to ensure the Company has in place efficient anti-corruption procedure and personnel of the Company and subsidiary/associated company (if any) are aware of and give importance to anti-corruption and foster the corporate culture of anti-corruption.

(2) Promote and put in place a monitoring process to ensure that employees at all levels within the Company and subsidiary/associated company (if any) strictly comply with the anti-corruption policy and the Code of Conduct, and that employees have no involvement in any corruption, either directly or indirectly and without exception.

(3) Promote and encourage a communication process of the anti-corruption policy to executives and employees of the Company and subsidiary/associated company (if any) as well as all parties concerned.

(4) Arrange to have the corruption risk assessment conducted across the organization of the Company and subsidiary/associated company (if any) on a yearly basis.

(5) Involve in or accept no corrupt behavior, whether directly or indirectly, for personal gain or for benefit to oneself, family, acquaintance, or any undisclosed advantage, whether directly or indirectly.

(6) Build awareness among the directors and personnel at all levels within the Company and subsidiary/associated company (if any) that any act of corruption constitutes violation of the Code of Conduct, which shall be subject to disciplinary measures in accordance with the Company's regulations and legal consequence if the act is deemed illegal.

#### **Top management team and executive level**

(1) Enforce the anti-corruption policy and refrain from involvement in any corruption, either directly or indirectly and without exception.

(2) Monitor to prevent any corrupt behavior, and if any act of corruption is found or discovered, apply consideration and punishment on an equitable basis, regardless of the individual's corporate position.

(3) Solicit, commit or accept no act of corruption, whether directly or indirectly, for personal gain or for benefit to oneself, family, acquaintance, or any undisclosed advantage, whether directly or indirectly.

(4) Establish an efficient and transparent operational system to ensure reliable financial reporting, taking into account corruption risk in the operation, and implement close and regular monitoring.

(5) Develop a procedure to endorse and bolster the anti-corruption policy, and communicate it to employees and parties concerned at all levels.

(6) Review the appropriateness of the processes and measures to align with the changing business arena, rules, regulations and legal provisions.

(7) Communicate to personnel at all levels within the Company and subsidiary/associated company (if any) that any act of corruption constitutes violation of the Code of Conduct, which shall be subject to disciplinary measures in accordance with the Company's regulations and legal consequences if the act is deemed illegal.

#### **Employee level**

- (1) Comply with the anti-corruption policy and refrain from direct or indirect involvement in any corrupt act.
- (2) Monitor to prevent act of corruption.
- (3) Ignore or neglect no act found or known to be within the purview of corruption that is related to the Company.
- (4) Do no unfair or illegal transaction that is in the conniving nature involving government officials or other individuals or agencies, either directly or indirectly, and avoid any undisclosed benefit, whether accruing to oneself, family, or acquaintance associated with the Company.
- (5) Refrain from attending inappropriate entertainment activity hosted by parties with business relation to the Company or by any other individuals who may benefit from the operation.
- (6) Make no offer or acceptance of money, gift, reward, award or any other benefit in return for action that confers advantage to each other or in expectation of benefit from the business operation of all types, and ensure that the Company's business operation and contact with the government agencies are carried out with transparency, integrity and in adherence to the laws.

## 2. Best Practice: Prevention of the Use of Inside Information

### Director level

- (1) Use no inside information of the Company, clients, debtors, creditors, trade partners, business alliances, and stakeholders of the Company, which has been informed from overseeing its business operation, to seek benefit for oneself or related persons or to do any act that may cause the Company to lose benefit in overall, and adhere to the Company's personal data protection policy.
- (2) Designate a public relations unit to communicate to the top management, executives and employees across the organization so that they would acknowledge and abide by the laws, rules, regulations and best practice in prevention of the use of inside information of the Company to seek benefit for oneself or related persons or to do any act that may cause the Company to lose benefit in overall.
- (3) Seek no benefit from the use of inside information of the Company even after termination of employment or discontinuation of performance of duties.
- (4) Establish a policy to prevent the use of inside information for trading securities or making commitments under the Company's futures contract, and ensure that the Company's operation aligns with the corporate governance principles and on a transparent and examinable basis.

### Top management team and executive level

- (1) Use no inside information of the Company, clients, debtors, creditors, trade partners, business alliances, and stakeholders of the Company, which has been informed from performing duties, to seek benefit for oneself or related persons or to do any act that may cause the Company to lose benefit in overall, and adhere to the Company's personal data protection policy.

(2) Notify subordinates to abide by the laws, rules, regulations and best practice on prevention of the use of inside information of the Company to seek benefit for oneself or related persons or to do any act that may cause the Company to lose benefit in overall.

(3) Seek no benefit from the use of inside information of the Company even after termination of employment or discontinuation of performance of duties.

(4) Oversee to ensure subordinates' awareness and understanding of and adherence to the policy to prevent the use of inside information for trading securities or making commitments under the Company's futures contract.

#### **Employee level**

(1) Use no inside information of the Company, clients, debtors, creditors, trade partners, business alliances, and stakeholders of the Company, which has been informed from performing duties, to seek benefit for oneself or related persons or to do any act that may cause the Company to lose benefit in overall, and adhere to the Company's personal data protection policy and procedure.

(2) Maintain and keep confidential for an indefinite period of time the information relating to clients and transactions between clients and the Company the employee is informed from work performance or any other channels.

(3) Seek no benefit from the use of inside information of the Company even after termination of employment or discontinuation of performance of duties.

(4) Comply strictly with the policy to prevent the use of inside information for trading securities or making commitments under the Company's futures contract and disclose or use no inside information for personal benefit.

### **3. Best Practice: Treatment Relating to Stakeholder Engagement**

#### **3.1 Best Practice: Treatment of Shareholders**

##### **Director level**

(1) Establish a stakeholder engagement policy for use as operational guidelines to align with good corporate governance and sustainable business operation principles.

(2) Encourage and provide support for the performance of duties and business operation with integrity, transparency and accountability for the shareholders on an ongoing basis.

(3) Promote and support the Company's business management for prosperity and stability by fully leveraging on the knowledge and competence, and take any action with honesty, integrity, duty of care and fairness for the benefits of the shareholders in overall.

(4) Encourage and support availability of the procedure to disclose documents and information to the shareholders through various channels of the Company in an adequate, complete, accurate and timely manner, as well as to suit the situation to support effective decision making.

(5) Encourage and support availability of the procedure to enhance engagement that addresses the needs, expectations and concerns of the shareholders.

(6) Promote and support having efficient and effective shareholder management system put in place and integrated into business management at all levels.

(7) Seek no personal or related party's advantages through disclosure of any confidential and/or not yet disclosed information of the Company to the public and external parties in a way that would cause damage to the Company.

#### **Top management team and executive level**

(1) Undertake business management for prosperity and stability by fully leveraging on the knowledge, competence and experience, and take any action with honesty, integrity, duty of care and fairness for the benefits of the shareholders in overall.

(2) Monitor the business operation to ensure that the Company's financial position and business administration and management are aptly aligned for protection and enhancement of shareholder interests.

(3) Supervise and ensure that disclosure of documents and information to the shareholders through various channels of the Company is in an adequate, complete, accurate and timely manner, as well as to suit the situation to support effective decision making.

(4) Cultivate confidence among the Company's shareholders by delivering positive outcomes that align with their demand, expectations and concerns.

(5) Perform duties and operate business with ongoing honesty, transparency and accountability to the shareholders, and ensure accurate and complete disclosure of information to the shareholders according to the established standards, laws, ethics and good corporate governance principles.

(6) Respect the rights of the shareholders by reporting on the Company's operating status and results as well as information to all shareholders on an equitable, regular, timely, accurate, complete and factual basis.

(7) Seek no personal or related party's advantages through disclosure of any confidential and/or not yet disclosed inside information of the Company to the public and external parties in a way that would cause damage to the Company.

#### **Employee level**

(1) Be committed to performing duties with accountability, duty of care and integrity, and making use of skills and knowledge to full capacity in the best interests of the shareholders.

(2) Perform duties to ensure that disclosure of documents and information to the management is adequate, complete, accurate and timely to support effective decision making.

(3) Perform duties and operate business with ongoing honesty, transparency and accountability to the shareholders, and ensure accurate and complete disclosure of information to the shareholders according to the established standards, laws, ethics and good corporate governance principles.

(4) Perform no act that may lead to a conflict of interest with the Company without notification to the Company.

(5) Seek no personal or related party's advantages through disclosure of any confidential and/or not yet disclosed inside information of the Company to the public and external parties in a way that would cause damage to the Company.

### **3.2 Best Practice: Treatment of Government/Regulatory Agencies**

#### **Director level**

(1) Encourage and support establishment of a work unit to be in charge of ensuring the Company strict and complete compliance with the laws, rules, regulations, guidelines, measures and policies prescribed by the government and regulatory agencies.

(2) Foster and support the Company's cooperation in the operation of the government and regulatory agencies as part of the mechanism to drive the country's overall economic and social stability and prosperity.

#### **Top management team and executive level**

(1) Oversee to ensure that the Company strictly and completely complies with the laws, rules, regulations, guidelines, measures and policies prescribed by the government and regulatory agencies.

(2) Manage to ensure that the Company gives cooperation in the operation of the government and regulatory agencies as part of the mechanism to drive the country's overall economic and social stability and prosperity by performing duties transparently and efficiently.

#### **Employee level**

(1) Comply strictly and completely with the laws, rules, regulations, guidelines, measures and policies prescribed by the government and regulatory agencies.

(2) Cooperate in the operation of the government and regulatory agencies as part of the mechanism to drive the country's overall economic and social stability and prosperity by performing duties transparently and efficiently.

### **3.3 Best Practice: Treatment of Executives and Employees**

#### **Director level**

(1) Ensure to have policies and procedures established on treatment of the management, executives and employees with respect for individual dignity and human rights.

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- (2) Encourage and ensure that there is in place the performance evaluation and career advancement system as well as determination of remuneration and fringe benefits that are fair to the employees and commensurate with the Company's operational performance and the economic and social conditions.
- (3) Oversee to ensure that the Company strictly complies with the laws and regulations relating to employees and their welfare.
- (4) Encourage the Company to provide a workplace that fits with the nature of work and maintain the work environment that is suitable and safe for employees' life and property.
- (5) Oversee to ensure the Company's availability of comprehensive and regular knowledge and competence management and development for employees.
- (6) Perform no act that is a tort or threat, whether verbally or non-verbally, against others because of difference in native place, race, gender, religion, age, color, physical and mental disability, status, ancestry, education, and expression of political opinion.
- (7) Encourage executives and employees to perform duties under the shared corporate culture and values as well as in unity and harmony across the organization.

#### **Top management team and executive level**

- (1) Treat employees with respect for their individual dignity and human rights.
- (2) Evaluate employees' work performance and career advancement on a regular basis, ensure fair remuneration and welfare commensurate with their knowledge, competence, experience, position, responsibilities and individual performance and in alignment with the Company's operating results, economic conditions and employment status, and perform no act in violation to the labor law.
- (3) Provide appropriate welfare and benefits on a par with those of peers in the same or similar business, and in compliance with applicable laws, such as provident fund, etc.
- (4) Provide a conducive work environment that gives importance to the health and safety of employees' life and property at all times.
- (5) Pay attention to feedback, uphold fairness and treat all subordinates with equality and empathy, and ensure that employee appointment, rotation, rewards and disciplinary actions are carried out in a sincere manner and based on the individual employee's knowledge, capabilities and suitability.
- (6) Support and give importance to regular and continuous development of knowledge, capabilities and potential of employees at all levels to enhance their career advancement.
- (7) Comply strictly with the laws and regulations relating to labor laws, such as those concerning employment, termination of employment and welfare of employees.
- (8) Encourage employees at all levels to perform duties under the shared corporate culture and values as well as in unity and harmony across the organization.

(9) Perform no act that is a tort or threat, whether verbally or non-verbally, against others because of difference in native place, race, gender, religion, age, color, physical and mental disability, status, ancestry, education, and expression of political opinion.

#### **Employee level**

- (1) Perform duties in a way that brings about effective coordination and cooperation.
- (2) Respect and pay attention to colleagues' opinions and recommendations, and apply them in a way that is beneficial to the Company's business.
- (3) Perform duties to the best of one's potential, knowledge and capabilities, and neglect no performance of duties that will affect the success of one's work or the work of colleagues and team members.
- (4) Give assistance, where appropriate, to colleagues in trouble or facing problems in performing their duties.
- (5) Be sincere to colleagues and avoid gossiping whether in front of or behind them.
- (6) Avoid disclosing or criticizing other employees' information or matters relating to whether their work or their private life in a way that will cause them damage or tarnish the Company's image.
- (7) Perform duties without causing problems or conflicts at the workplace.
- (8) Maintain unity among colleagues and team up working together for achievement of the assigned work according to the Company's policies and goals.

#### **3.4 Best Practice: Treatment of Customers/Debtors**

##### **Director level**

- (1) Develop policies and procedures for treatment of customers/debtors to ensure their benefits and satisfaction, including fair service provision and interest charging.
- (2) Oversee to ensure that the Company delivers products and services of good quality that fulfil customers/debtors' requirements with fair conditions and prices.
- (3) Designate a work unit to be responsible for dissemination of information about products and services in an accurate, complete, adequate and timely manner without overstatement or statement that may lead to misunderstanding about the quality, prices, and terms and conditions of the products and services.
- (4) Oversee to ensure strict compliance with the terms and conditions or agreements with customers/debtors pursuant to the relevant laws and regulations.
- (5) Ensure that there are in place the system and process for customers/debtors to lodge complaints about the quality and prices of products and services, and join in acknowledging the reports in order to provide remarks and recommendations for quick and timely solutions.
- (6) Encourage keeping confidentiality of customers/debtors' information obtained by the Company from conduct of transactions with them, and formulate the policy, guidelines or measures for prevention of the wrongful use of

such information for personal benefits or benefits of any particular group, and promote adherence to the Company's personal data protection policy and procedure.

(7) Ensure that there is in place the mechanism for regular supervision, monitoring and evaluation of the delivery of products and services to customers/debtors in order to improve, refine and develop the Company's products and services to better address customers/debtors' needs.

#### **Top management team and executive level**

(1) Manage to ensure the delivery of products and services of good quality that meet customers/debtors' requirements with fair conditions and prices and the provision of advice on the products and services to fulfil customers/debtors' satisfaction as deemed fit and fair.

(2) Be sincere to customers/debtors by making available dissemination of information on products and services in an accurate, complete, adequate and timely manner without overstatement or statement that may lead to misunderstanding about the quality, prices and terms and conditions of the products and services, and keep promises to customers/debtors without overpromising what could not be delivered.

(3) Ensure strict compliance with the terms and conditions or agreements with customers/debtors pursuant to the relevant laws and regulations, and where any of the conditions could not be fulfilled, promptly notify customers/debtors thereof and take action to ensure customers/debtors' satisfaction as deemed fit and fair.

(4) Manage and put in place the system and process for customers/debtors to lodge complaints about the quality and prices of products and services, handle those complaints, and respond to customers/debtors without delay.

(5) Keep confidentiality of customers/debtors' information obtained by the Company from conduct of transactions with them, formulate guidelines or measures for prevention of the wrongful use of such information for personal benefits or benefits of any particular group, and respect the personal rights of customers/debtors to services as well as protect their personal data according to the relevant laws.

(6) Monitor and evaluate the delivery of products and services to customers on a regular basis in order to improve, refine and develop the Company's products and services to better address customers/debtors' needs.

(7) Establish process for customers/debtors to report issues about the products and inappropriate services through email or call center in order to facilitate prompt and appropriate prevention/solution and allow for the use of such information for further improvement or development of the products and services.

(8) Support activities that will maintain and foster relationships between customers/debtors and the Company.

#### **Employee level**

(1) Deliver products and services of good quality that meet customers/debtors' requirements with fair and reasonable conditions and prices.

(2) Respect the personal rights of customers/debtors to services and protect personal data of customers/debtors according to the relevant laws.

(3) Be sincere and keep promises to customers/debtors without overpromising what could not be delivered, disclose no customers' secret or confidential information, unless otherwise required by laws or consented in writing by customers/debtors, or in case of the information already disclosed publicly.

(4) Comply strictly with the terms and conditions made with customers/debtors, and in case any of the conditions cannot be fulfilled, promptly notify customers/debtors of the cause of such inability to fulfil.

(5) Provide services to customers/debtors with great attention and to the best of one's ability on a fair and equitable basis, give advice and assistance to customers in a polite and gentle manner by providing useful information upon customers/debtors' request, and listen to their problems and help them identify causes and seek corrective measures.

**Remarks:**

- Customers refer to the Company's customers in core business transactions, i.e., buyers/lessees of NPAs
- Debtors refer to NPLs purchased by/transferred to the Company.

### 3.5 Best Practice: Treatment of Creditors

#### Director level

(1) Oversee and ensure that the Company has a policy to treat all groups of creditors on a fair and equitable basis and without violation to creditors' rights by strictly adhering to fair benefits to both parties under the agreements or the terms and conditions mutually agreed upon in order to create credibility and transparency in creditors' view, and conceal no information that may cause damage to the creditors.

(2) Oversee and ensure that the Company regularly reports financial information to creditors in a correct, complete and punctual manner.

(3) Oversee and ensure that the Company gives remarks and recommendations to executives in case where it is suspected that there will be an incident that may affect creditors.

(4) Promote and support giving priority to capital management, ensuring that an appropriate structure is in place to enhance the Company's business operation and sustain creditors' confidence.

(5) Promote and support efficient business management to prevent default of debt payments and maintain sound debt servicing capability.

#### Top management team and executive level

(1) Manage and ensure repayment of loans, debts and interest (if any) to creditors of all types according to the terms and conditions of the agreement as well as collateral/guarantee conditions (if any).

(2) Manage and treat all groups of creditors on a fair and equitable basis and not violate creditors' rights by strictly adhering to the fair benefits to both parties under the agreements or the terms and conditions mutually agreed upon,

and where any of the conditions of contracts, agreements, and obligations cannot be fulfilled, promptly notify creditors thereof in order to jointly consider and work out corrective measures.

(3) Ensure that financial information is regularly reported to creditors in a correct, complete and punctual manner.

(4) Seek to notify creditors and solve problems urgently in case where it is suspected that there will be an incident that may affect creditors.

(5) Decline dishonest receipt and payment of any benefits from transactions with creditors.

(6) Give priority to capital management, ensuring that an appropriate structure is in place to enhance the Company's business operation and sustain creditors' confidence.

(7) Manage business efficiently to prevent default of debt payments and maintain sound debt servicing capability.

#### **Employee level**

(1) Treat all groups of creditors on a fair and equitable basis and not violate creditors' rights by strictly adhering to the fair benefit to both parties under the agreements or the terms and conditions mutually agreed upon, and where any of the conditions of the contracts, agreements, and obligations cannot be fulfilled, promptly notify creditors thereof in order to jointly consider and work out corrective measures.

(2) Report financial information to creditors regularly in a correct, complete and punctual manner.

(3) Decline dishonest receipt and payment of any benefits from transactions with creditors.

#### **3.6 Best Practice: Treatment of Trade Partners**

##### **Director level**

(1) Formulate a trade partner treatment policy under the equality and mutual benefit principles.

(2) Promote and support the implementation of measures to examine and scrutinize the Company's trade partners, and encourage collaboration with those who operate business with fairness, respect for human rights and social responsibility.

(3) Oversee and ensure that the Company develops and maintains sustainable relationship with trade partners and contractual parties who join hands with the Company in building quality, image and reliability of products and services.

(4) Encourage strict compliance with the Company's procurement procedure to ensure fairness to all parties.

##### **Top management team and executive level**

(1) Arrange to have procedures to scrutinize the trade partners, such as manufacturers and contracted parties, encourage dealing business with those who operate business with fairness, respect for human rights and social

responsibility, and have in place procurement regulations, as well as issuance of orders on appointment of the procurement committee for transparent and examinable selection of trade partners to be strictly observed by all those concerned.

(2) Encourage employees to perform duties with focus on developing and maintaining sustainable relationship with trade partners and contractual parties who join hands with the Company in building quality, image and reliability of products and services as follows:

- Support competition based on information accessible on an equal basis,
- Apply clear criteria in evaluation and selection of trade partners and contractual parties,
- Ensure that trade partners are able to completely fulfill the conditions set forth in the agreements and there is no fraud and misconduct in the procurement process,
- Ensure that payments are punctually made to trade partners and contractual parties according to the payment terms agreed upon.

(3) Comply strictly with the Company's procurement procedure to ensure fairness to all parties and not negotiate in a deceptive or forceful manner or not based on principles and rationale.

(4) Undertake management on the basis of mutual benefit between the Company and trade partners, taking into account not only the benefits of the Company or oneself or own group and having to ensure disclosure of true and complete information to trade partners.

- (5) Treat trade partners with fairness and equality and based on fair and mutual benefits for both parties.
- (6) Encourage trade partners to participate in the anti-corruption alliance network.
- (7) Ensure measures to fight corruption of various forms are communicated to trade partners.

#### **Employee level**

(1) Perform duties with focus on developing and maintaining sustainable relationship with trade partners and contractual parties who join hands with the Company in building quality, image and reliability of products and services as follows:

- Support competition based on information accessible on an equal basis,
- Apply clear criteria in evaluation and selection of trade partners and contractual parties,
- Ensure that trade partners are able to completely fulfill the conditions set forth in the agreements and there is no fraud and misconduct in the procurement process,
- Ensure that payments are punctually made to trade partners and contractual parties according to the payment terms agreed upon.

(2) Perform duties on the basis of mutual benefit between the Company and trade partners, taking into account not only the benefits of the Company or oneself or own groups and having to ensure disclosure of true and complete information to trade partners.

- (3) Comply strictly with the agreements or conditions mutually agreed upon.

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- (4) Request or accept no properties or any benefits dishonestly in transactions with trade partners.
- (5) Give no cooperation or support to any person or organization engaging in illegal business activities.

### 3.7 Best Practice: Treatment of Business Alliances

#### Director level

- (1) Formulate a business alliance treatment policy under the equality and mutual benefit principles.
- (2) Oversee and ensure that the Company strictly complies with the agreements made with its business alliances, and where the conditions mutually agreed upon cannot be fulfilled, promptly instruct the executives to so notify business alliances in order to jointly seek remedial measures.
- (3) Encourage the provision of assistance to the Company's business alliances in the manner that is beneficial to each other so as to enhance efficiency in business operation and add mutual business value on a fair basis.

#### Top management team and executive level

- (1) Comply strictly with the agreements made with the Company's business alliances, and where the conditions mutually agreed upon cannot be fulfilled, promptly so notify business alliances in order to jointly seek remedial measures.
- (2) Provide assistance to the Company's business alliances in the manner that is beneficial to each other, whether through sharing of news and information, service provision, technical support and others, so as to enhance efficiency in business operation and add mutual business value on a fair basis.
- (3) Treat business alliances with fairness and equality and based on fair and mutual benefits for both parties.
- (4) Be committed to maintaining sustainable relationship with business alliances and fostering trust in each other.

#### Employee level

- (1) Be committed to complying strictly with the agreements made with the Company's business alliances, and provide assistance in the manner that is beneficial to each other and add mutual business value on a fair basis.
- (2) Comply strictly with the agreements or conditions mutually agreed upon.
- (3) Request or accept no properties or any benefits dishonestly in transactions with trade partners.
- (4) Give no cooperation or support to any person or organization engaging in illegal business activities.
- (5) Be committed to maintaining sustainable relationship with business alliances and fostering trust in each other.

### 3.8 Best Practice: Treatment of Competitors

#### Director level

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- (1) Formulate a policy that ensures fair and honest treatment of competitors under the Code of Conduct and adhere to business operation in compliance with the applicable laws, rules, regulations and stipulations.
- (2) Oversee and ensure that the Company competes in a fair and professional manner and within the legal framework, as well as having no policy to compete by way of defaming, persecuting or distorting factual information of competitors.
- (3) Oversee and ensure that the Company complies with the good competition rules without seeking confidential information of competitors by unethical or improper means.
- (4) Oversee and ensure that the Company competes by offering good services to customers in order to achieve customer satisfaction.
- (5) Oversee and ensure that the Company supports and promotes free trade and avoids making any agreements with competitors in a way that will lessen or restrict trade competition.

#### **Top management team and executive level**

- (1) Manage and ensure that the Company competes in a fair and professional manner and within the legal framework, as well as having no policy to compete by way of defaming, persecuting or distorting factual information of competitors.
- (2) Comply with the Code of Conduct and relevant laws with honesty, morality, ethics and transparency, gain no advantage over competitors by unlawful means, and seek no confidential information of competitors by unethical or improper means.
- (3) Not defame competitors by making unfounded accusations without factual information.
- (4) Support and promote free trade and avoid making any agreements with competitors in a way that will lessen or restrict trade competition.
- (5) Manage for the Company to compete by offering good services to customers in order to achieve customer satisfaction.

#### **Employee level**

- (1) Not compete by way of defaming, persecuting or distorting factual information of competitors, which may affect business competition of the Company.
- (2) Comply with the good competition rules without seeking confidential information of competitors by unethical or improper means.
- (3) Avoid making any agreements with competitors or any persons in a way that will lessen or restrict trade competition.
- (4) Not perform any act that will infringe the intellectual property rights of competitors.

### 3.9 Best Practice: Treatment of Community and Society

#### Director level

- (1) Formulate a policy on treatment of the community and the society, with focus on developing, promoting and uplifting their quality of life.
- (2) Oversee and ensure that the Company puts in place a policy that demonstrates its consistent responsibility for the community and the society in terms of quality, safety, occupational health and environment, thereby executives and employees are required to take part in the Company's activities that focus on operating business with sustainable growth.
- (3) Oversee the Company's operation strictly without taking advantage over or causing trouble to the society, while minimizing adverse impacts on the society and the environment from its products, services and operation.
- (4) Oversee and ensure that the Company seeks to strengthen the community and the society to be self-reliant on a sustainable basis by supporting activities that help tackle or reduce problems facing the community and the society.
- (5) Promote and support activities that contribute to the preservation, restoration and utilization of natural resources, the environment and energy.

#### Top management team and executive level

- (1) Manage and control to ensure strict compliance with the relevant laws, rules and regulations.
- (2) Conduct business and take part in all of the Company's activities that demonstrate responsibility for the community and the society in a creative way with focus on operating business with sustainable growth.
- (3) Supervise the Company's business operation strictly to prevent any acts that could harm the country's reputation, natural resources and the environment, take no advantage of or cause no trouble to the society, and strive to minimize any adverse effects on the society and the environment from the Company's products, services and operation.
- (4) Manage and ensure that business operation is carried out in a creative way and seeks to strengthen the community and the society.
- (5) Support the strengthening of the community and the society to be self-reliant on a sustainable basis, support one another, and have good quality of life, happiness and peaceful living.
- (6) Give no cooperation or support for any person or organization engaging in illegal activities or threatening the society and national security.

#### Employee level

- (1) Take part in the Company's activities that demonstrate responsibility for the community and the society by volunteering to develop and strengthen the community and the society on a regular basis.

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- (2) Participate in or support on a regular basis the activities for public benefits and social services organized by trade partners, business alliances, stakeholders or external regulatory agencies in all sectors concerned and having transacted business with the Company.
- (3) Avoid any act that will cause trouble to and pose adverse effect on the community and the society.
- (4) Implement relief projects for the community and the society in need in diverse forms of assistance.
- (5) Create and support regularly activities beneficial to the maintenance, preservation and use of natural resources, the environment and energy.
- (6) Cooperate in organizing activities or provide support to strengthen the community and the society by consistently engaging in efforts to address or mitigate community and social issues.

### 3.10 Best Practice: Treatment of Media

#### Director level

- (1) Formulate policy and procedure regarding treatment of media with focus on disclosure of information to facilitate accurate, complete and timely communication to the public.
- (2) Encourage and support giving opportunity for media interview as necessary and appropriate.
- (3) Promote and support development of corporate image to enhance awareness and recognition and foster good relationship with the media.

#### Top management team and executive level

- (1) Manage to ensure that disclosure of information to the media is in a fair, prompt and up-to-date manner, and such information is accurate, clear and complete.
- (2) Allow for media interviews with top management team as necessary and appropriate.
- (3) Give priority to enhancement of corporate image, build awareness and recognition, and foster good relationship with the media by arranging visits to the office or projects and engaging in activities that strengthen the relationship on various occasions.
- (4) Ensure proper facilitation of the media contacting the Company.

#### Employee level

- (1) Make no unauthorized disclosure of information to the media.
- (2) Ensure convenience for the media in contact with the Company.
- (3) Foster good relationship with the media and avoid improper conduct.

### 4. Best Practice: Handling of Complaints/Whistleblowing

**Director level**

- (1) Oversee and ensure that the Company puts in place measures and procedures for handling of complaints/whistleblowing and reporting to the Board of Directors.
- (2) Oversee and encourage the Company to have in place a work unit to compile evidence and review the incidents and persons involved so as to ensure a good internal control system and compliance with the Company's Code of Conduct.
- (3) Treat the compiled information as confidential and disclose it only as deemed necessary by primarily paying regard to the safety of and damage to the complainants/whistleblowers, the sources of information or the persons involved.
- (4) Establish measures to ensure fairness and protection for complainants/whistleblowers on an equal basis.

**Top management team and executive level**

- (1) Put in place measures and procedures for handling complaints/whistleblowing by focusing on key issues as follows:
  - 1) Acts committed against the laws/Code of Conduct/Articles of Association of the Company, comprising:
    - Corruption, embezzlement and misconduct within the Company,
    - Solicitation, receipt or offer of any unrightful benefits from/to customers, debtors, creditors, trade partners, business alliances, competitors or other stakeholders of the Company,
    - Non-compliance with the Code of Conduct,
    - Guiding, encouragement or support for others not to comply with the Code of Conduct,
    - Negligence when one witnesses, knows or should have known an incident in violation of or non-compliance with the Code of Conduct,
    - Giving no cooperation or obstructing the investigation and examination of the incident claimed as the violation of or non-compliance with the Code of Conduct,
    - Unfair act towards others who have reported the non-compliance with the Code of Conduct.
  - 2) Inaccurate financial reporting.
  - 3) Internal control deficiencies which could lead to corruption, embezzlement and misconduct within the Company.
- (2) Be committed to paying attention to all complaints/whistleblowing reports on an equitable, transparent and prudent basis and ensuring fairness to all parties on an equitable and non-discriminatory basis.
- (3) Treat the information as confidential and disclose it only as deemed necessary by primarily paying regard to the safety of and damage to the complainants/whistleblowers, the sources of information or the persons involved.
- (4) Review the collected evidence and information and scrutinize and process them according to the criteria and process established by the Company within an appropriate period of time with transparency and fairness to all parties.

(5) Safeguard employees/whistleblowers of matters related to corruption within the Company and provide protection to employees who refuse to engage in acts of corruption/cooperate in reporting acts of corruption as per the Company's regulations outlined in the procedures for handling complaints and whistleblowing related to employees and customers/external parties.

#### **Employee level**

(1) Lodge complaints/whistleblowing reports when witnessing any acts committed against the laws/Code of Conduct/Articles of Association of the Company, including any deficiencies in the internal control system, which will affect the Company, comprising:

- Corruption, embezzlement and misconduct within the Company,
- Solicitation, receipt or offer of any unrightful benefits from/to customers, debtors, creditors, trade partners, business alliances, competitors or other stakeholders of the Company,
- Non-compliance with the Code of Conduct,
- Guiding, encouragement or support for others not to comply with the Code of Conduct,
- Negligence when one witnesses, knows or should have known an incident in violation of or non-compliance with the Code of Conduct,
- Giving no cooperation or obstructing the investigation and examination of the incident claimed as the violation of or non-compliance with the Code of Conduct,
- Unfair act towards others who have reported the non-compliance with the Code of Conduct.

(2) Lodge complaints/whistleblowing reports that are true by providing evidence or information that is accurate and reliable in order for the recipients of the complaints/whistleblowing reports to use for further review of the incidents.

(3) The employees in charge shall treat the information as confidential and disclose it only as deemed necessary by primarily paying regard to the safety of and damage to the complainants/whistleblowers, the sources of information or the persons involved.

(4) The employees in charge shall review the compiled evidence and information and scrutinize and process them according to the rules and procedures established by the Company within an appropriate period of time with transparency and fairness to all parties.

#### **5. Best Practice: Prevention of Intellectual Property Infringement**

#### **Director level**

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- (1) Oversee and ensure that the Company puts in place the policy and procedure on prevention of intellectual property infringement according to the relevant laws.
- (2) Encourage the executives to serve as role models for prevention of infringement of intellectual property obtained by the Company or related to its business operation.
- (3) Communicate and encourage the executives and employees to use intellectual property in various forms, which are the rights of persons in and outside the Company and obtained by the Company or related to its business operation, for the maximum benefit and prevent loss or use of such intellectual property for one's own or other persons' benefit.
- (4) Oversee and promote establishment of systems, procedures and measures for maintaining confidentiality of and hierarchical access to information to ensure the information security of the Company.
- (5) Encourage the executives and employees to strictly comply with the guidelines on good internal control and risk management in relation to the prevention of intellectual property infringement.

#### **Top management team and executive level**

- (1) Perform as role models for prevention of infringement of intellectual property obtained by the Company or related to its business operation.
- (2) Communicate and encourage the employees to use intellectual property in various forms, which are the rights of persons in and outside the Company and obtained by the Company or related to its business operation, for the maximum benefit and prevent loss or use of such intellectual property for one's own or other persons' benefit.
- (3) Put in place systems, procedures and measures for maintaining confidentiality of and hierarchical access to information to ensure the information security of the Company.
- (4) Ensure and encourage the employees to strictly comply with the guidelines on good internal control and risk management in relation to the prevention of intellectual property infringement.

#### **Employee level**

- (1) Comply with the best practice for prevention of infringement of intellectual property obtained by the Company or related to its business operation.
- (2) Be responsible for using intellectual property in various forms, which are the rights of persons in and outside the Company and obtained by the Company or related to its business operation, for the maximum benefit and prevent loss or use of such intellectual property for one's own or other persons' benefit.
- (3) Use electronic equipment, electronic data or information technology for the benefit of the Company only, and not for personal benefit.

(4) Perform duties by using copyrighted computer software, and if working on a computer outside the office, verify the copyright before working, while pirated computer software is strictly prohibited from being installed and used in the Company.

(5) Keep one's password as confidential without disclosing it to other persons so as to prevent other persons from accessing the password.

(6) Disclose and deliver to the Company benefits of products or services one has invented and developed while performing duties, whether in whole or in part and whether such intellectual property has duly been protected by law.

(7) Comply strictly with the guidelines on good internal control and risk management of the Company in relation to the prevention of intellectual property infringement.

## 6. Best Practice: Giving or Accepting Money, Gifts, Presents, Entertainment or Any Other Benefits

### Director level

(1) Oversee and ensure that the Company establishes the policy and procedure on giving or accepting money, gifts, presents, entertainment or any other benefits.

(2) Perform as role models for the executives and employees by not giving or not accepting money, gifts, presents, entertainment or any other benefits of value that is beyond commonly recognized limits and may lead to unfairness and lack of transparency in the Company's corporate governance.

(3) Encourage the executives to perform as role models in giving, not giving or not accepting money, gifts, presents, entertainment or any other benefits.

(4) Encourage avoidance of improper entertainment provided by parties in business association with the Company or by persons who may gain benefits from performance of duties by the Company's personnel.

### Top management team and executive level

(1) Perform as role models by giving, not giving or not accepting money, gifts, presents, entertainment or any other benefits of value that is beyond commonly recognized limits from those involved in the business, such as customers, debtors, creditors, trade partners, business alliances and other stakeholders, which may affect the performance of duties and business decision-making, as well as the Company's overall business operation image.

(2) Manage and provide services to all groups of customers with fairness and transparency and without performing any act or making any decision that is influenced by the giving, not giving or not accepting of money, gifts, presents, entertainment or any other benefits in bad faith.

(3) Give advice to employees with respect to questions about giving, not giving or not accepting money, gifts, presents, entertainment or any other benefits.

(4) Avoid giving, accepting money, gifts, presents, entertainment or any other benefits to/from supervisors or subordinates, which may lead to decision-making or performing duties in bad faith, or expectation of business advantages of all types, and ensure that the Company's operation and dealing with government agencies are transparent, honest and compliant with the laws.

(5) Avoid improper entertainment provided by parties with business association with the Company or by other persons who may gain benefits from performance of duties by the Company's personnel.

#### **Employee level**

(1) Avoid giving or accepting money, gifts, presents, entertainment or any other benefits of value that is beyond commonly recognized limits from those involved in the business, such as customers, debtors, creditors, trade partners, business alliances and other stakeholders, which may affect the performance of duties and business decision-making, as well as the Company's overall business operation image.

(2) Seek advice from line supervisors when there is doubt about the appropriateness of giving, not giving or not accepting money, gifts, presents, entertainment or any other benefits.

(3) Avoid giving or accepting money, gifts, presents, entertainment or any other benefits to/from supervisors, which may lead to decision-making or performing duties in bad faith, or expectation of business advantages of all types, and ensure that the Company's operation and dealing with government agencies are transparent, honest and compliant with the laws.

(4) Avoid improper entertainment provided by parties with business association with the Company or by other persons who may gain benefits from performance of duties by the Company's personnel.

### **7. Best Practice: Disclosure of Information**

#### **Director level**

(1) Ensure that there is in place the policy and procedure on the Company's disclosure of financial and non-financial information as well as general information both within the organization and to external agencies in an accurate, complete, reliable and timely manner.

(2) Oversee and ensure that the Company has in place a main work unit in charge of consideration of the Company's disclosure of financial and non-financial information as well as general information to ensure its accuracy and completeness as required by laws before being made available publicly.

(3) Oversee and ensure that there are channels available for the Company's disclosure of financial and non-financial information as well as general information both within the organization and to external agencies so that they would have easy and equal access to such information.

(4) Encourage the executives and employees to keep the Company's confidential information and avoid disclosing or criticizing its inside information in a way that causes damage to the Company.

#### **Top management team and executive level**

(1) Designate a main work unit to be in charge of the Company's disclosure of financial and non-financial information as well as general information both within the organization and to external agencies in an accurate, complete, reliable and timely manner.

(2) Designate channels for the Company's disclosure of financial and non-financial information as well as general information both within the organization and to external agencies so that they would have easy and equal access to such information.

(3) Keep the Company's confidential information and avoid disclosing or criticizing inside information in a way that causes damage to the Company.

#### **Employee level**

(1) Disclose the Company's financial and non-financial information as well as general information both within the organization and to external agencies in an accurate, complete, reliable and timely manner, and provide channels for easy and equal access to such information.

(2) Keep the Company's confidential information and avoid disclosing or criticizing inside information in a way that causes damage to the Company.

### **8. Best Practice: Prevention of Conflict of Interest**

#### **Director level**

(1) Oversee and ensure that the Company puts in place the policy and procedure on the prevention of a conflicts of interest of the Company.

(2) Encourage the executives to be the role models for strict prevention of conflict of interest of the Company.

(3) Avoid conducting any transactions connected with oneself, one's spouse or person cohabiting as husband and wife without marriage registration, children or other blood-related persons or acquaintances, which could cause the Company to lose benefits or create a conflict of interest.

(4) Give importance to decision-making on business transactions in the best interests of the Company without being influenced by personal or related persons' requirement, and using fair and reasonable prices as if they were transactions entered into with third parties, insofar as having to be involved in the processes of procurement, selection, decision on or approval of transactions that may have a conflict of interest.

- (5) Report any conflict of interest immediately upon the occurrence thereof.
- (6) Any member of the Board of Directors who may be related to a transaction with conflict of interest or has beneficial interest in any item of the meeting agenda shall notify and report such conflict of interest to the Board Chairman or the entire Board of Directors, and shall abstain from voting or expressing opinion or attending the meeting to consider such agenda item.

#### **Top management team and executive level**

- (1) Give importance to the policy and procedure on the prevention of conflict of interest of the Company, and have it communicated across the organization and to external agencies.
- (2) Perform as the role models for strict prevention of conflict of interest of the Company.
- (3) Avoid conducting any transactions connected with oneself, one's spouse or person cohabiting as husband and wife without marriage registration, children or other blood-related persons or acquaintances, which could cause the Company to lose benefits or create a conflict of interest.
- (4) Make decision on business transactions in the best interests of the Company without being influenced by personal or related persons' requirement, and using fair and reasonable prices as if they were transactions entered into with third parties, insofar as having to be involved in the processes of procurement, selection, decision on or approval of transactions that may have a conflict of interest, with report thereof made to respective supervisors or persons taking part in the approval thereof.
- (5) Comply with the Company's regulations according to common standards and fully dedicate time and effort to performance of duties for the Company without spending working hours for any other outside businesses not related to the interests of the Company.
- (6) Report any conflict of interest to the line supervisors immediately upon the occurrence thereof.
- (7) The executive who may be related to a transaction with conflict of interest or have beneficial interest in any item at a meeting shall notify and report such conflict of interest to the higher supervisors or the Board of Directors, and shall abstain from voting or expressing opinion, or leaving or not attending the meeting as the executive to consider or approve such agenda item.

#### **Employee level**

- (1) Perform duties with integrity, carefulness, prudence and transparency in accordance with the policy and procedure on the prevention of a conflict of interest of the Company.
- (2) Avoid having any financial relation and/or personal relationship with other third parties that will cause the Company to lose benefit or create a conflict of interest.
- (3) Make decision on business transactions in the best interests of the Company without being influenced by personal or related persons' requirement, and using fair and reasonable prices as if they were transactions entered into with

third parties, insofar as having to be involved in the processes of procurement, selection, decision on or approval of transactions that may have a conflict of interest, with report thereof made to respective supervisors or persons taking part in the approval thereof.

(4) Comply with the Company's regulations according to common standards and fully dedicate time and effort to performance of duties for the Company without spending working hours for any other outside businesses not related to the interests of the Company.

(5) Perform work under one's responsibility without any conflict of interest with the Company.

(6) Report any conflict of interest to the line supervisors immediately upon the occurrence thereof.

## 9. Best Practice: Information Security and Cybersecurity

### Director level

(1) Formulate a policy on information security and cybersecurity to ensure effectiveness in the Company's operation in compliance with relevant laws regarding information security and cybersecurity.

(2) Promote and support integration of information security and cybersecurity management of the Company.

(3) Encourage and support developing appropriate measures and mechanisms for enhancement of potential to prevent, handle and mitigate cyber threats in various forms that may cause damage to the Company's business operation.

(4) Encourage and support collaboration between the Company and the National Cyber Security Agency and other external parties with expertise.

(5) Encourage and support research and development initiatives to acquire required knowledge base for the Company's information security and cybersecurity.

### Top management team and executive level

(1) Develop the list of critical information structures within computer systems, data storage systems and interconnected electronic systems along with crucial electronic data.

(2) Develop measures, practices and operational plans that serve as the minimum standards for information security and cybersecurity.

(3) Oversee or supervise the examination of the minimum standards for information security and cybersecurity.

(4) Recruit talented personnel as system administrators or develop existing system administrators by enhancing their knowledge and competence to ensure robust information security and cybersecurity.

(5) Procure hardware or software essential for ensuring information security and cybersecurity.

(6) Support dissemination of the Company's policies, measures and practices regarding information security and cybersecurity and encourage employees' awareness thereof.

(7) Designate employees' access rights to critical information systems based on the minimum rights in accordance user standards as appropriate and necessary for the business operation.

(8) Oversee, provide recommendation, issue warning and consider disciplinary measures for those who violate the Company's policies, measures and practices related to information security and cybersecurity on a fair and equal basis.

(9) Ensure analysis of causes, solutions to damage, obstacles and speed in responses to emerging threats for development of knowledge base to define guidelines for prevention and management of potential cyber threats.

(10) Ensure consideration, review and potential adjustment of policies as deemed appropriate and apply the assessment results to improve or enhance relevant measures and practices in an appropriate and efficient manner.

#### **Employee level**

(1) Study, understand and strictly comply with the Company's policies, measures and practices regarding information security and cybersecurity.

(2) Give full cooperation to the Company in safeguarding its computer and information systems from cyber threats.

(3) Participate in training programs provided by the Company to boost knowledge and understanding of information security and cybersecurity.

(4) Report the Company promptly upon witnessing any inappropriate conduct or wrongdoing or cyber threats that may cause damage to the Company.

(5) Adhere to the policy on information security and cybersecurity when using computer and information systems.

(6) Make available control mechanism to ensure that external parties related to the Company's business comply with the Company's cybersecurity policy.

#### **10. Best Practice: Development of Organization Sustainability**

#### **Director level**

(1) Ensure having in place policies essential to sustainable business operation in line with the Company's vision.

(2) Supervise the Company's implementation of policies as framework for its management of sustainable development, covering such key areas as sustainable environmental management, development of social shared values, good corporate governance, and streamlining of business processes on a consistent basis.

(3) Oversee the Company's business operation to ensure adherence to the principles of good governance in conjunction with social and environmental responsibility, respect for human rights, fair labor treatment, innovation and dissemination of innovation, and preparation of sustainability report, and encourage its public relations unit to build confidence among stakeholders.

(5) Encourage the executives to perform as role models in demonstrating respect for human rights, fair labor treatment, accountability to customers, community and social development, environmental protection, innovation and dissemination of innovation.

(6) Promote and make available safe and hygienic working environment in compliance with the occupational safety, health and environmental regulations prescribed by law.

#### **Top management team and executive level**

(1) Ensure effective communication of business operation policies that gives priority to fairness and commitment, and with focus on operation that poses no adverse impact on the environment, respect for human rights, fair labor treatment, accountability to customers, community and social development, environmental protection, innovation and dissemination of innovation, and preparation of sustainability report by establishing a public relations unit to communicate with employees, trade partners, business alliances, stakeholders and the general public, and support the development of mechanisms to oversee and monitor the compliance with these policies.

(2) Be committed to fair and efficient human resources management.

(3) Be committed to business operation in accordance with good corporate governance principles, and with transparency, examinability and good governance in line with the Company's practices.

(4) Be committed to business operation with focus on revival of assets to drive sustainable growth of Thai economy and society, taking into account long-term value added of products and services.

(5) Be committed to encouraging employees at all levels to respect and follow international human rights principles with focus on equality and non-discrimination, and supporting engagement of the Company with stakeholders concerned.

(6) Make available safe and hygienic working environment in compliance with the occupational safety, health and environmental regulations prescribed by law.

#### **Employee level**

(1) Adhere to the Company's good corporate governance principles and Code of Conduct Handbook.

(2) Take action in reduction of greenhouse gas emissions, energy conservation and optimization of resources.

(3) Take care of the environment and perform duties with all stakeholder groups taken into account.

(4) Demonstrate respect for and adherence to human rights principles towards colleagues and stakeholders.

(5) Follow the Company's guidelines or measures on respect for human rights, fair labor treatment, accountability to customers, community and social development, environmental protection, innovation and dissemination of innovation.

### **Policies, Handbooks and Relevant Operating Procedures**

1. Anti-corruption policy
2. Policy on prevention of use of inside information for securities trading or futures contract obligation
3. Stakeholder engagement policy and practice guidelines
4. Human rights policy and practice guidelines
5. Policy on prevention of intellectual property infringement
6. Personal data protection policy and practice guidelines
7. Policy on prevention of conflict of interest for directors, executives and employees
8. Information security and cybersecurity policy, measures and practice guidelines
9. Sustainability development policy
10. Information disclosure handbook pursuant to regulations of the SET and/or the SEC
11. Operating procedures for handling of complaints and whistleblowing against employees by other employees in the organization
12. Operating procedures for handling of complaints and whistleblowing against employees by customers/outside parties