



บริษัท อ-apiโก ไฮเทค จำกัด (มหาชน)

AAPICO HITECH PUBLIC COMPANY LIMITED

Anti-Corruption Policy

1. Introduction

At AAPICO Hitech Public Company Limited, we intend to do business and operate with integrity, honesty, fairness and transparency. We aim to be a responsible partner and act with integrity towards our employees, customers, business partners, shareholders, as well as the wider community in which we operate.

The Company is firmly opposed to all forms of corruption. We support and encourage our employees at all levels to focus with conscious mind to fight against corruption. We have formulated the anti-corruption policy, which shall be used as a tool to govern our business decisions and apply equally to corporate actions throughout the organization, as well as to the behavior of individual employees in conducting AAPICO's businesses.

2. Objective

The Anti-Corruption policy sets out standard practices and responsibilities in preventing corruption in business transactions of the AAPICO Group. This policy provides a framework and guidance to employees on how to recognize and deal with bribery and corruption issues and to ensure that decision making that could lead to corruption are performed with due care and conscientiousness.

3. Scope and Deployment

This Anti-Corruption policy applies to employees at all levels of AAPICO Hitech PLC and its controlled subsidiaries. This policy is not all-encompassing, but formulate minimum standards of behavior. The management are free to specify further local rules of business conduct.

4. Responsibilities

The Board of Directors is responsible for formulating, reviewing and approving the policy, as well as ensuring this policy complies with the Company's legal and ethical obligations. The Board members shall act as a role model. They shall provide oversight and support to fight against the corruption issues and ensure that such corruption matters are handled appropriately with due care.

The Management is responsible for the deployment of the policy throughout the organization, in compliance with local rules of business conduct, laws and regulation in the country and community where it operates. The management and senior staffs are responsible for ensuring those reporting to them are made aware of and follow this policy.

Employees are responsible to read, understand and comply with this policy. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for the Company or under its control. Employees shall not be involved in bribery and corruption in every

cases, whether directly or indirectly. Employees are required to avoid any activity that might lead to, or suggest, a breach of this policy.

Employees shall raise their concerns to their direct supervisor/department manager if they become aware of an infringement of laws, regulations or suspect that a conflict with this policy has occurred or may occur in the future. If this is not possible or inappropriate, employees shall raise the issue or report such “red flags” that may indicate bribery or corruption directly to the Audit Committee for further investigation.

5. Definition

Bribery is an inducement of any kind or reward offered, promised or provided in order to obtain any commercial, contractual, regulatory or personal advantage.

Corruption is the misuse or the abusive of power for personal gain. It means that bribery in any form. This can be referred to an offering, giving, promising, or agreeing to give, demanding or accepting money, asset, property, or other benefits that are not appropriate from government officials, state agencies, public sectors and private sectors, whether directly or indirectly, for that individual or the agency to act or omit the duty in order to acquire or retain the business or recommend business to a particular company or to acquire or maintain other benefits that are improper to the business. However, exception shall be applied in case of laws, regulations, statements, standards, customs, or business traditions enable to do so.

Facilitation payments is a payment, typically small, unofficial payments, made to a government official to secure or expedite a routine government action. Non-discretionary government actions are also considered as facilitation payment.

Kickbacks are typically payments made in return for a business favor or advantage.

Donations are financial support or goods and services, whether in money or in kind, to organizations.

Political Contributions are contribution, financial or in kind, to support a political cause. This includes contributions to politicians or political parties, whether director or indirectly, such as loans, goods or services, advertising or promotional activities endorsing a political party, the purchase of tickets to events and contributions to organizations with close associations with a political party.

Sponsorships are financial support, or goods and services to organization or events, in exchange for visibility of the Company’s brands, reputations or products and services.

In this policy, **Third Party** means any individual or organization you come into contact with during

the course of your work, and includes actual and potential customers, suppliers, distributors, business partners, agents, advisors, government and public bodies, including their advisors, representatives and officials, politicians and political parties.

6. Anti-Corruption Policy

6.1. Principles

It is our policy to conduct all of our business in a fair, honest, ethical and legal manner. The Company takes a zero-tolerance approach to bribery and corruption, where we will not tolerate our directors and employees, being involved in bribery whether by offering, promising, soliciting, demanding, giving or accepting bribes or behaving corruptly in the expectation of a bribe.

The Company commit to acting professionally, honestly, fairly and with integrity in all our relationships and business dealings and transactions wherever we operate and to implementing and enforcing effective systems and programs to counter bribery.

The Company will uphold all laws relevant to countering bribery and corruption. We are bound by the laws of Thailand in respect of our conduct and also comply with laws relevant to countering bribery and corruption in the jurisdictions in which we operate.

Bribery and corruption are criminal offences and are punishable for individuals, and if the Company is found to have taken part in corruption, we may face a significant fine and damage to our reputation. We therefore take our legal responsibilities very seriously and expect our employees to do the same.

Any violation to this policy will be regarded as a serious matter and is likely to result in disciplinary action, including termination, consistent with local laws. The punishment for violating the laws will be against employee as an individual and may include imprisonment, probation, mandated community and significant monetary fines.

6.2. Activities

Corruption can take place in many types of activities. We have identified area of activities that may create risks related to corruption for our organization, in particular:

6.2.1. Gift, Entertainment and Hospitality

Gift, entertainment and hospitality are acceptable if they are reasonable, proportionate, and made in good faith in order to strengthen and build legitimate business relationships. However, as personal favors and gifts may influence business relationships negatively,

they should not be requested or given in circumstances that may compromise the integrity of business decisions or create the appearance of an impropriety.

Example of gifts, entertainment and hospitality include the receipt or offer of gifts, meals or token of appreciation or gratitude, invitations to events, functions, or other social gathering, in connection with matters related to the company's business. These activities are acceptable provided that they fall within reasonable bounds of value and are given at an appropriate occurrence. For example, it is customary for small gifts or baskets to be given at New Year or festive season. Expensive gifts shall not be given or received. Irrespective of the value concerned, the gifts with the appearance of improper influence shall never be given or received.

Gifts must not be in a form of cash or cash equivalent (such as gift certificates or vouchers). They shall be given openly, not secretly, and in the Company's name, not individual. Gifts and entertainment shall not be offered to or accepted from government officials or representatives, or politicians or political parties, without prior approval.

Employees are responsible for considering the value of the gifts, entertainment and hospitalities. They shall ensure that these activities must be in compliance with the Company's policy (Gift Policy) and its business code of conduct.

6.2.2. Facilitation Payments and Kickbacks

Facilitation payments and kickbacks are not allowed or accepted. The Company does not make, and will not accept, facilitation payments or kickbacks of any kind. All staffs must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by the Company.

If employees are asked to make payment on behalf of the Company, they should always be mindful of what the payments is for and whether the amount requested is proportionate to the goods and services provided. Employees should always ask for a receipt with details of the reason for payment.

6.2.3. Donations and Contributions

Donations to charitable organizations and communities are regarded as good corporate citizenship. However, donations to organizations in which government officials possess a role may cause concern regarding the corruption.

Political parties and candidates are considered government officials. The Company does not make charitable donations or contributions, in money or in kind, to politicians and

political parties. Employee may participate in political activities on an individual basis, with their own money and on their own time.

The Company only make charitable donations that are legal and ethical under local laws and practices. Donations permitted by laws must be approved in advance by the Company's executive and senior management and are subjected to review by the Board of Directors at least on quarterly basis. Contributions made to community projects or charities need to be made in good faith and in compliance with our code of conduct.

The Company also supports employees who are involved in their communities provided that activities or projects in which they take part are aimed at improving the quality of life of a community in which the Company is present.

6.2.4. Sponsorships

Sponsorships are permissible, provided that the organizations, projects, or events that the Company partners with must be in line with the corporate's culture, values and business objectives. Sponsorships must allow the Company to showcase its activities. Request for sponsorship must meet at least one of the following objectives.

- Increase the AAPICO Group's visibility among its customers, suppliers, business partners, investors, graduates and job seekers.
- Position the Company as an employer or supplier of choice.
- Promote the Company's products and services as well as the multiple career opportunities that are available within the AAPICO Group.
- Contribute to the advancement of corporate values and culture.

The Company also supports sponsorship that is related to corporate social responsibility (CSR) activities of the Company, for example, the sponsorship to support activities or events of the community or school in the vicinity area in which we operate.

All sponsorship requests must be approved in advance by the Company's executive and/or senior management, and are subjected to review by the Board of Directors at least on quarterly basis.

6.2.5. Collaboration and Joint Venture Relations

Integrity is a vital part of AAPICO's businesses. It is important that our business partners, whether new investments, partners, agents, consultants, banks, contractors or suppliers, are reputable and does not risk AAPICO being associated with corrupted activities. Our business partners shall act fairly and with integrity towards their stakeholders and shall

comply with the restrictions, applicable rules and laws of the country they operate in.

6.2.6. Competition

Marketing

The Company shall operate under no circumstances cause or be part of any breach of general or special competition regulations, such as illegal cooperation on pricing, illegal market sharing or any other behavior that is in breach of relevant competition laws.

Purchasing

The Company shall adhere to the system of internal controls around supplier selection. Supplier selection should never be based on receipt of a gift, hospitality or payment. The Company shall ensure that invitation to a private agency for the supply of products and services and to the public sector in such competition for the use of public money is open, fair and free from corruption. That no parties are having the unfair advantage of separate, prior, closed-door negotiations for the contract where a bidding process is open to all qualified bidders, and where the sealed bid are in the open for scrutiny and are chosen on the basis of price and quality.

6.2.7. Money Laundering

The Company is opposed to all forms of money laundering and aims to prevent its financial transactions from being used by others to launder money. The Company will not participate in money laundering by entering any agreement which is known or there is reason to suspect that it will be used to facilitate any acquisition, retention, use or control of any property or money intended to disguise the proceeds of crime. Any suspect situation of money laundering shall be informed to Audit Committee.

6.2.8. Payment to Third Parties

Payments shall be made only for the products and services received. Any payment shall be made to the company. Payment to individual is allowed in case of laws, regulations, standards, customs, or business traditions enable to do so, and must be transparent and auditable with evidence of the payment and approval from management. A request to divert a payment to an entity or person offshore shall always be rejected. All payments must be properly and fairly recorded in appropriate books of account available for audit. There must be no off the books or secret accounts. No payments shall be channeled through an Agent. All payments made to an Agent should be intended for the Agent itself.

6.2.9. Agents, Distributors, Commissioners

The remuneration of an agent, distributor, commissioner and the like may not exceed the normal and reasonable commercial rates for the legitimate service rendered by the agent. An agent shall be appointed by virtue of a service contract in writing. An agent shall not be a government official. The background of the agent shall be thoroughly reviewed and assessed with evidence of such review be kept and available for audit.

7. Books, Records and Internal Control Requirements

Bribery and corruption may be hidden by incomplete or false documentation. To prevent this, the Company requires detailed books and accounting records of the Company's transactions and assets, including cash and bank accounts, and have appropriate internal controls in place which evidence the business reasons for making payments to third parties.

The Company must maintain accurate books, records, and financial reporting. Expenses must not be hidden or purposefully misclassified. All expense claims relating to gifts, entertainments, hospitalities and expense incurred to third parties are submitted and approved according to the Company's policies and specifically recorded the reason for the expenditure. A written record of gifts, entertainments, and hospitalities accepted and offered is declared and properly documented, which will be subjected for management review.

All accounts, invoices, memorandum and other documents and records relating to dealings with third parties, such as customers, suppliers, and business partners, should be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-the-book" to facilitate or conceal improper payments.

8. How to raise a concern

Employees are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have other queries, these should be raised with your direct supervisor/department manager and/or HR/Personnel department for further investigation.

If you face a dilemma or difficult business decision, you are strongly encouraged to seek advice when in doubt. You may raise this issue with your direct supervisor/department manager or consult the Company's legal department and/or the Corporate Office.

If you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity, it is important that you report the case to HR/Personnel department and/or the Audit Committee as soon as possible.

9. Protection

Employees who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. The Company aims to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

The Company commits to ensure that no one suffers from detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offense has taken place, or may be taken place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavorable treatment connected with raising a concern. If employees believe they have suffered any such treatment, they shall inform the Board of Directors immediately.

In order to promote the reporting of violations and misconducts, the Whistle Blower Policy is in place, enabling employees to submit complaints on an anonymous basis without fear of the complaints leading to disciplinary action.

10. Training and Communications

Employees operating in areas that are perceived as high risk will receive a regular training on how to implement and adhere to this policy.

The Company's zero-tolerance approach to bribery and corruption must be communicated to all suppliers, customers, contractors, agents, as well as business and other partners at the outset of our relationship with them and as appropriate thereafter.

11. Monitoring and Compliance

The Company has conducted anti-corruption and bribery assessments of its business operations and controlled subsidiaries to raise overall awareness, detect potential misconduct, and monitor compliance with anti-corruption laws and policy. The Company schedules a regular review to ensure that the anti-bribery compliance program elements are functioning properly, particularly in the high risk areas. The frequency of review can be defined as of following:

- On immediate basis
 - Escalation of concerns or suspicions of bribery and corruption acts, which have happened or may happen in the future, shall be determined by the Management and/or the Audit Committee.

- On Quarterly basis
 - The status of issues concerning bribery or corruption and treatment actions are reported to the Board of Directors for review and acknowledgement.
 - Any new or changes of risks related to bribery and corruption are identified and reported to the Risk Management Committee, the Audit Committee and the Board of Directors respectively.
 - Learnings and successful practices are identified and documented for sharing and implementation across organization.
- On Annual basis
 - The Company regularly monitors the effectiveness and reviews the implementation and compliance of this policy, considering the suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible.
 - The Company assesses local processes and practices for risks related to bribery and corruption, identifies areas of high risks, and implements necessary mitigation practices.
 - Internal control systems and procedures are audited to provide assurance that they are effective in countering bribery and corruption.

12. Approval and Review of the Policy

The Anti-Corruption Policy shall be reviewed at least annually to ensure effectiveness and its relevance to the Company's business and its operations.