

Anti-Corruption Policy

Thai Reinsurance Public Company Limited

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Anti-Corruption Policy

Thai Reinsurance Public Company Limited is committed to operating business with integrity, transparency and compliance with the corporate governance principles. Since corruption is a big threat to economic development the Company signed the declaration of intent with “Thai Private Sector Collective Action Against Corruption (CAC)” and was certified as a CAC member in 2016. Anti-corruption has been embedded into the Company’s code of best practices. An anti-corruption policy (the Policy) was then established as a standard of practice for all executives and staff members.

1. Objective

- 1.1. To be the Company’s practice guide for business operations.
- 1.2. To ensure that business operations and decision making that might involve corruption risks are executed in a prudent manner.

2. Scope and Enforcements

- 2.1. This Policy includes all the existing guidelines, manuals, and any other document that are relevant to anti-corruption policy and those that will be developed in the future.
- 2.2. This Policy is applicable to the Company’s directors, executives, and employees as well as business transactions that involves the Company’s stakeholders such as business partners, customers, creditors, debtors, private sector agencies, government agencies, government officials, state-owned enterprises, juristic entities and other concerned parties.

3. Definitions

“Corruption” means an act of giving, offering or agreeing to give cash, things of value, or any other benefits to government agencies, private companies, any other individuals or juristic entities in order to induce them to perform or not perform any act or to delay the performing of any act contrary to one’s own duty and with an intention to unfairly acquire competitive advantages or to improperly obtain benefits for oneself or others, which may include any form of the following practices:

- 3.1. “Bribery” refers to an offering, promising, giving, accepting or soliciting of benefits, which may be indirectly made in the form of charitable contribution, sponsorship, giving or accepting gifts and hospitality, and facilitation payment.
- 3.2. “Political Contribution” refers to an act of either giving financial supports or encouraging the Company’s employees to participate in political activities on behalf of the Company to support political parties, politicians or politically exposed persons, whether directly or indirectly, so as to gain advantages or benefits to which one is not entitled to, except for employee’s personal involvement in political activities that is in accordance with their personal rights and freedom.
- 3.3. “Charitable Contribution” refers to a donation of cash, things of value, or any other benefits to government agencies, customers, business partners or juristic entities or any other individuals so as to gain advantages or

benefits to which one is not entitled to, except for charitable donations made for social contribution without expecting anything or any benefits in return from the recipient organizations, such as money donations given to associations, foundations, public organizations, temples, hospitals, educational institutes or organizations for social contribution.

- 3.4. "Sponsorship" refers to cash paid to or received from government agencies, customers, business partners or juristic entities or any other individuals so as to gain advantages or benefits to which one is not entitled to, except for cash paid for public contribution or for promotion of the Company's brand or reputation as a way of creating trustworthiness, strengthening business relationship and unlocking business opportunities.
- 3.5. "Giving or accepting of gifts and hospitality" refers to expenses paid on things of value, including cash equivalents and anything that is exchangeable for goods or services the value of which is unusually high, so as to gain advantages or benefits to which one is not entitled to.
- 3.6. "Government Interaction" refers to an activity where the Company needs to interact with government officials so as to gain advantages or benefits to which it is not entitled to.
- 3.7. "Economic Extortion" refers to soliciting or being solicited for cash, things or any other benefits from government or private agencies so as to gain advantages or benefits to which one is not entitled to.
- 3.8. "Facilitation Payment" refers to payment of cash or giving of things to government or private agency officials so as to induce them to facilitate any transactions for the Company.
- 3.9. "Procurement" refers to a purchase of properties or office supplies or a hire of service for the Company so as to gain benefits to which one is not entitled to.
- 3.10. "Revolving Door" refers to the movement of individuals between positions of public office and jobs in the same sector in the private or voluntary sector, in either direction, which can be open to abuse and the risk of conflicts of interest if not properly managed.
- 3.11. "Conflict of Interest" refers to a transaction related to the Company conducted by any of the directors, executives or employees so as to gain personal benefits from such transaction.
- 3.12. "Private-to-Private Bribery" refers to a corruption between the Company and its customers/business partners, whether performed by the Company itself or by the customers/business partners, so as to gain advantages or benefits to which one is not entitled to.

4. Duties and Responsibilities

4.1. Board of Directors

- To formulate the Policy within the purview of legal provisions, regulations and corporate governance principles.
- To allocate sufficient resources for Policy implementation.
- To monitor and follow up on the adequacy and effectiveness of the Policy and measures to ensure that the Company's executives is aware of, gives priority to, and embed anti-corruption policy and practice in the Company's culture.

4.2. Audit Committee

- To provide recommendations to the Board of Directors regarding the adequacy of the Policy and measures.
- To evaluate the adequacy of internal control, financial reporting, and other processes related to the Anti-Corruption Measures.

4.3. Enterprise Risk Management Committee

- To monitor risk status and assess the adequacy and appropriateness of current risk management measures.

4.4. Corporate Secretary

- To be the center to communicate the Company's Policy and measures as well as its effectiveness to investors and third parties.

4.5. Internal Audit Department

- To perform an audit on and review compliance with the Policy and present the audit report to the Audit Committee.

4.6. Related department that is in charge of Policy implementation

- To prepare and update the measures for Policy implementation as being assigned.
- To plan and recommend needed resources for Policy implementation.
- To communicate the Policy and relevant measures to executives and employees.
- To monitor and follow up on compliance with the Policy and relevant measures.
- To evaluate the Company's compliance with the Policy and relevant measures and report findings to the Enterprise Risk Management Committee and the Audit Committee.

4.7. Executives and Employees

- To familiarize themselves and comply with the Policy and relevant measures.

5. Practice Guide under the Anti-Corruption Policy

5.1. The directors, executives, and employees must not involve in any corruption and unlawful practices, whether directly or indirectly.

5.2. All of the directors, executives, and employees must strictly abide by the Company's corporate governance principles, code of ethics and conduct, rules and regulations, and the designated authority, including all relevant policies, measures, regulations, guidelines and procedures as well as the regulations that must be strictly observed by the Company as a financial institution such as internal control policy, rules and regulations regarding money receipt/payment, etc.

5.3. The Company must establish measures/regulations/guidelines/procedures that are relevant for the Policy, ensure that they are adequate and suitable for anti-corruption related risks, and communicate them to all concerned parties to familiarize themselves with and put into practice correctly.

5.4. The following activities are susceptible to corruption and, hence, may dampen the Company's reputation. The Company's executives and employees must, therefore, comply with the Policy as specifically described below:

5.4.1. Political Contributions

The Company has a policy to remain politically neutral and not to provide any support or perform any act deemed to take sides with a political party, whether directly or indirectly, including the use of the Company's resources in any activity that will cause the Company to lose its political neutrality and/or be adversely affected by the involvement in such activity.

5.4.2. Charitable Contribution

The Company controls its charitable contribution by ensuring that donations are made for public interest and/or without any ground to suspect that they are part of corrupt practices. The Company requires that such activities be subject to the approval of its top management and that reliable documents and evidence of such payments be kept and available for checking back on the objectives of payments. The Company has no policy to accept cash donations from third parties.

5.4.3. Sponsorships

The Company has a policy to give or accept financial supports for the sole use in its usual course of business transactions and not for the benefit of any single person or without any ground to suspect that they are part of corrupt practices. The Company requires that such activities be subject to the approval of its top management and that reliable documents and evidence of such payments be kept and available for auditing on the objectives of payments.

5.4.4. Giving or Accepting of Gifts and Hospitality

The Company has a policy to give or receive gifts and hospitality that are of the reasonable nature and consistent with the cultural tradition and not to give or receive anything too high in value in order not to induce the recipient to perform or fail to perform his/her duty, which could lead to the corrupt practices.

5.4.5. Government Interaction

Company provides hospitality to government officials as deemed appropriate and without paying any cash to them. Gifts are given solely as part of business courtesy or culture. Such activities, however, are subject to the approval of the top management that follows the Company's authority levels.

5.4.6. Economic Extortion

The Company has a policy to forbid any cash payment which is extorted or solicited by government or private agency officials.

5.4.7. Facilitation Payment

The Company has a policy not to make any facilitation payment to either government or private agency officials and deem this as a prohibited act.

5.4.8. Procurement

The Company has a policy to control its procurement system to ensure that all procurement processes follow the Company's procedures and guidelines in a transparent manner. Procurement must be centralized and handled by a specific department.

5.4.9. Revolving Door

The Company has a policy to employ government officials or government employees only if needed to provide support or give business advice to the Company. In case the Company's employees have to involve with the public policy, such involvement must not violate the Policy and not intend to create unfair business practices.

5.4.10. Conflict of Interest

The Company requires all directors, executives, and employees to adhere to the Policy on conflict of interest and corporate governance.

- 5.5. The Company must communicate the Policy, the Policy on Complaint/Whistleblowing Handling and Whistleblower Protection, and the complaint/whistleblowing channels to staff members of the Company and its subsidiaries by various methods such as the Board of Directors' meetings, employee orientation, training, public relations via intranet or e-mail, etc.
- 5.6. The Company shall communicate the Policy, the Policy on Complaint/Whistleblowing Handling and Whistleblower Protection, and the complaint/whistleblowing channels to investors and third parties by various methods e.g. public relations on the Company's website, annual report, letters to business partners, etc.
- 5.7. The Company must put in place a human capital management process that demonstrates its commitment to the Policy, ranging from human capital recruitment to training and development, performance evaluation, compensation and promotion, organization structure with proper segregation of duties to promote check and balance, and allocation of resources and staffs that have adequate skills to put the Policy into practice.
- 5.8. The Company must put in place an internal control system covering finance, accounting, data filing, and other internal processes that are relevant to the Anti-Corruption Measures and communicate internal control findings to the executives and relevant staffs.
- 5.9. The Enterprise Risk Management Committee must hold a quarterly meeting to follow up on key risks that cover the corruption risk which can be part of the Company's fraud risk.
- 5.10. The Company must arrange an audit on its internal business processes that cover key activities such as execution of contracts and related expenses and procurement to ensure that the Company's internal control system is effective and continuously improved. Any audit findings that might severely affect the Company must be urgently reported to Chief Executive Officer, the Audit Committee, or the Board of Directors.

- 5.11. The directors, executives, and employees must not neglect or ignore any breach of the Company's corporate governance principles or code of ethics. Any breach or corrupt practices which they have become aware of or suspected must be reported through the whistleblowing channels provided by the Company. Full cooperation must be provided throughout the investigative process.
- 5.12. The directors, executives, and employees who have reported whistleblowing disclosures through the provided channels are fully protected and not subject to any punitive action or adverse consequences, although doing so might cause the Company to lose business opportunities. As such the Company must establish the Policy on Complaint/Whistleblowing Handling and Whistleblower Protection.
- 5.13. Any confirmed fraudulent act by the Company's directors, executives, or employees is deemed to be a breach of the Company's code of ethics and conduct and, therefore, must be subjected to disciplinary actions prescribed in the Company bylaws and/or be prosecuted if it is illegal.

Anti-Corruption Measures

1. Principle and Rationale

The Company has adopted the anti-corruption policy, code of ethics, and code of practice for customers, business partners, government and private sectors since 2000 that all directors, executives, and staff members must adhere to. The Company has also set up a policy on conflict of interest and use of internal information to ensure that all discharges of duty are in a clear and transparent manner, and in compliance with the Company's good corporate governance practices.

To facilitate the Company's decision makings and business operations to be in line with the Policy and prevent corruption risks from happening, the Company has incorporated anti-corruption measures, bylaws, guidelines, and procedures that are publicly disclosed and communicated them to all employees through various channels such as internal training, internal communication, and annual report, etc.

2. Scope

- 2.1. These Measures are applicable to the Company's directors, executives and employees of the Company and its subsidiaries.
- 2.2. The Company has adequately defined a process, roles and duties of the responsible persons to ensure that the Policy is effectively put into action. The process ranges from defining the policy and measures and communication, translation into practice, performance follow-up and evaluation, and continuous improvement and development.

3. Commitment to Operating Business under the Anti-Corruption Policy

The Company is committed to conducting its business in compliance with the Policy and has developed the Anti-Corruption Measures ("the Measures") which therein outlines scope, procedure, process, and practice guide that aligns with the Policy in order for all directors, executives and employees to adhere to in the discharge of their duties in an honest, transparent and ethical manner towards the organization, third parties, and all groups of stakeholders.

All directors, executives, and employees must not conduct any corrupt practices and must not accept corruption in all forms. The Policy and Measures govern businesses practice of the Company and its subsidiaries as well as business activities involved with the government sector and private agencies.

In addition the Company has developed the Delegation of Authority of the Company and its subsidiaries to promote check and balance, to comply with the good internal control principles, and prevent corruption risk. The Company's Delegation of Authority must be approved by the Board of Directors.

Besides the Measures, the Company has also developed specific documents on particular issues, including the Company's bylaws, corporate governance policy, code of ethics and conduct, and other crucial matters such as anti-fraud and misconduct policy, use of internal information policy, company rules on system

and data security, rules on the quiet period for securities trading, and complaint/whistleblowing handling and whistleblower protection policy so that all employees are able to apprehend and act accordingly.

New employees are fully informed about the Company policies, rules, and bylaws which is clearly stated in their employment contracts. In addition the Company has communicated the Policy and related policies to third parties via its website and annual report.

4. Corruption Risk Management

The Company has identified factors that may cause corruption risk as follows:

1. Lack of effective and efficient internal control and check and balance
2. Lack of effective and efficient internal audit
3. Lack of effective and efficient complaint and communication channels

The Company has developed risk management measure to control and prevent any potential corruption risk as follows:

1. Clearly separate power and duties between the Board of Directors and management.
2. Develop manuals, guidelines, and relevant documents that are in accordance with good internal control principles and in line with Company's good corporate governance and anti-corruption prevention as follows:

- * Company's bylaws
- * Delegation of Authority
- * Good corporate governance policy
- * Code of ethics and code of conduct
- * Anti-fraud and misconduct policy
- * Anti-corruption policy
- * Manual and guideline of each department

Documentation process and system are also established to ensure that all documents are kept in a clear and transparent manner.

3. Establish an internal control system where its adequacy and effectiveness must be evaluated on a yearly basis.
4. Establish an internal audit department which is an independent unit being responsible for auditing the operation of each department according to the annual internal audit plan to ensure that the audited departments perform their duties in accordance with the policies, guidelines and regulations. The internal audit department must also assess the appropriateness and adequacy of each department's internal controls whether they are adhere to the principles of good corporate governance. The Internal Audit Department is able to fulfill its checks and balances role because it is directly reported to the Audit Committee.

5. Establish written delegation of authority that covers business activities and decision making that may lead to a conflict of interest.
6. Continuously provide training to employee regarding relevant issues.
7. Incorporate corruption risk into fraud risk in which its risk status and the effectiveness of risk management measures must be reported to the Enterprise Risk Management Committee and Board of Directors every quarter.
8. Monitor legal compliance and submit the compliance report to the Audit Committee every quarter.
9. Notify third party via the Company's annual report that the Company complies with all applicable laws and regulations.
10. Monitor and ensure that material information is disclosed in an accurate, complete, and timely manner as required by the SET and the SEC.
11. Establish a policy on complaint/whistleblowing handling and whistleblower protection by putting in place adequate measures, guidelines, manuals, and procedures.
12. Put in place strict disciplinary action and legal punishment, with termination of employment as the highest level of penalties. If there is a violation of the law, legal action will be taken.

5. Actions to Prevent Corruption in All Forms

1. Political Contributions

The Company has a policy to remain politically neutral and not to provide any support or perform any act deemed taking sides with a political party, whether directly or indirectly, including the use of the Company's resources in any activity that will cause the Company to lose its political neutrality or be adversely affected by the involvement in such activity. A decision on any activity that will cause the Company to lose its political neutrality or be adversely affected by the involvement in such activity on behalf of the Company must be escalated to the Board of Directors. This does not include employee's personal involvement in political activities that is in accordance with their personal rights and freedom.

2. Charitable Contribution

Charitable contribution is a payment of cash without receiving any tangible benefit and, hence, could be used as a means of corruption. To prevent donations from being used to disguise corruption, the Company has a policy to control charitable donations by ensuring that such donations are aimed w public benefit, do not have any ground for suspicious corruption, and provided on behalf of the Company only. Charitable donations must be given to foundations, charitable organizations, temples, hospitals, healthcare places or organizations for social contribution with an examinable certificate. The Company requires that these transactions be subject to the approval from top management while reliable documents and evidence of such payments must be available for auditing on its purposes.

To donate money or assets for public charity, the Company must act as follows:

1. Make sure that such donation complies with the Measures.
2. Examine the recipient's information and identity and ensure that the donation purpose is clearly specified.
3. Receive approval from a designated person.
4. Require Accounting and Finance Departments to examine supporting documents e.g. payment or transfer documents for the donated asset.
5. Require Finance Department to prepare payment slip, make payment, and collect the money receipt evidence. For asset donation, approval must be granted by a designated person whereas the donated asset must be properly recorded. Asset receipt evidence must be collected. Accounting Department must keep all payment documents and evidence available for later investigation and audit.

3. Sponsorships

Such activity involves a payment or receipt of cash without any tangible return and, therefore, could be used as the means of corruption. To prevent the payment or receipt of cash for the purpose of corruption in disguise, the Company has a policy to control sponsorship for external activities as follows:

3.1. To grant sponsorship, the Company must act as follows:

1. Make sure that such payment is intended for business sponsorship.
2. Make sure that the payment is not intended for personal gain.
3. Approved by the designated person.
4. Require Accounting and Finance Departments to examine documents supporting the payment, name of recipient company, and purpose of payment.
5. Require Finance Department to prepare payment slip, make payment, and collect payment evidence. Accounting Department must keep all payment documents and evidence available for later investigation and audit.

3.2. To accept sponsorship, the Company must act as follows:

1. Make sure as to whether the receipt of such money aims for business sponsorship.
2. Make sure that the receipt of such money is not intended for personal gain.
3. Financial Analysis & Budget Control Department sets the amount received as a budget in order to control spending.
4. Require Accounting and Finance Departments to examine money withdrawal, documents supporting the payment, and purpose of payment.
5. Require Finance Department to prepare payment slip, make payment, and collect payment evidence. Accounting Department must keep all payment documents and evidence be available for later investigation and audit.

4. Giving or Accepting Gifts, Hospitality, and Other Expenses

The Company has clearly demonstrated in its Code of Best Practice that it will not give to receive bribes in any forms, including gifts or other benefits and communicates this practice to all executives and employees through internal media channels. The Company also have the code of ethics and conduct posted on its website to communicate its practices to third parties.

Any acts with respect to payments for gifts, hospitality, gifts giving or receiving, and other expenses relevant to the usual course of business and consistent with the cultural tradition are allowed as long as they are performed for business purposes, for promoting the Company's reputation, for contribution to its goodwill or strengthening business relationship. Any activities such as customer entertainment, sales promotion, training and study trips, club membership, etc. must follow the Company's policy and delegation of authority on this specific issue. *For more details, please refer to the 'Authority and Regulations on Money Receipt/Payment' Section.* Hospitality offered in the form of improper entertainment is strictly prohibited.

The Company has an internal control put in place. Payment approval must be granted by a designated person. Internal control system is put in place whereas approval documents and related evidence must be audited. All transactions must be recorded and have needed details including all concerned persons, a clear business-related objective, description of the activity, amount paid, and approval by the designated person to ensure that such payments are not used as the means of corruption and complies with good internal control principles.

4.1 To give gifts, hospitality or other expenses to any persons or external agencies, the Company must act as follows:

1. Make sure as to whether the receipt of such money aims for business sponsorship.
2. Make sure that the receipt of such money is not intended for personal gain.
3. Approved by the designated person.
4. Require Accounting and Finance Departments to examine documents supporting the payment. Payment for gifts must be made as deemed appropriate for the tradition. For hospitality and other expenses, name of recipient, recipient company, and purpose of payment must be specified.
5. Require Finance Department to prepare payment slip, make payment, and collect payment evidence and gift or entertainment receipt bearing company name.
6. Require Accounting Department to keep all payment documents and evidence available for later investigation and audit.

4.2 To accept gifts or hospitality from any persons or external agencies, the Company must act as follows:

1. The directors, executives, and employees must avoid accepting gifts from customers, business partners, or any parties with which the Company transacts business, except for gifts received during festive season or as a business courtesy without any business commitment.
2. The directors, executives, and employees can accept a gift worth no more than THB 3,000.
3. A received gift worth more than THB 3,000 must be reported in the Gift Receiving Form and submitted to Administration Department for further handling as deemed appropriate.

5. Government Interaction

Since government interaction is highly susceptible to corruption and create any doubts on its appropriateness and transparency, the Company, therefore, has put in place various control measures for employees to follow and act accordingly:

5.1 On-site examination or inspection by government officials

Government officials can be appropriately treated with food and beverages or given gifts worth not more than the value prescribed by the Company's bylaws.

5.2 Meeting with government officials for advice

Meeting with government officials to seek advice is vulnerable to corruption. For instance, the Company may obtain confidential information or relaxation of government control which might not follow the governmental rules or regulations or causes government officials to act or omit to act in an unlawful manner. As such, the directors, executives, or employees who requests to meet with government officials can give the gifts as business courtesy which worth not more than the value prescribed by the Company's bylaws.

6. Economic Extortion

The Company has a policy not to pay any cash extorted or solicited by public officials or private agency, except for the payment required by laws or payment made in accordance with business norms.

7. Facilitation Payment

The Company has a policy to prohibit any facilitation payment to either government officials or private agency, except for the payment required by laws or payment made in accordance with business norms.

8. Procurement

The Company has a policy to control its procurement system to ensure that all procurement processes follow the Company's procedures and guidelines in a transparent manner. Procurement must be centralized and handled by a specific department.

Procurement of properties, office supplies and services must be proposed to the designated person for approval. Price and related benefits comparison among vendors or service providers must be performed in a transparency manner while all parties must receive fair treatment. *For more details, please refer to the Regulations on Procurement and Payment.*

The Company has specific departments in charge for procurement. Information Technology Department is responsible for procurement relating to information technology whereas Administration Department is in charge of all other procurements. By doing so, its procurement can be carried out in an efficient, transparent, and examinable manner. The procurement process is set as follows:

1. Examine the budget and allocate accordingly with the proposed projects approved by the Board of Directors.
2. Compare specification, quality, and price of products and select the appropriate vendor.
3. Present the case to designated person for approval.
4. Inspect products delivered from vendors and hand over to the unit requesting such procurement.
5. Require Accounting Department to assign property number for entry into the asset register.
6. Require Finance Department to prepare payment slips, make payments, and collect payment evidence and receipts from vendors.
7. Require Accounting Department to keep all payment documents and evidence available for later investigation and audit.

9. Revolving Door

The Company has a policy to employ government officials or government employees only if needed to provide support or give business advice to the Company. In case the Company's employees have to involve with the public policy, such involvement must not violate the Policy and not intend to create unfair business practices.

6. Communication to and Encouragement of Employees of the Company and Its Subsidiaries and Other Business-Related Parties to Comply with the Measures

The Company has made its rules and regulations, corporate governance policy, anti-corruption policy, complaint/whistleblowing handling and whistleblower protection policy, complaint or whistleblowing channels, and other policies relating to corporate governance available to its employees, subsidiaries' employees, customers, business partners, creditors, investors and third parties through various channels such as employee orientation, employee acknowledgement, public relations via the Company's Intranet or e-mail system, company's website, disclosure in the annual report, and notification letters to business partners, etc.

The Company also has put in place an audit process to ensure that every department operate its activities in a transparent manner and follow the Measures. Compliance Department is responsible for monitoring Anti-Corruption practice whereas Internal Audit Department will be responsible for auditing and assessing the Company's Anti-Corruption practice as well as its complaints and whistleblowing process and provides recommendation for an appropriate corrective action.

Procedures for Communication of the Anti-Corruption Policy and Related Measures

1. Communication to customers, business partners and third parties

- 1.1 Communicate the Anti-Corruption Policy and Measures to all concerned parties via the Company's communication channels such as e-mail, website, annual statement and annual report (Form 56-1 One Report).
- 1.2 Prepare a letter of acknowledgement for business partners (only applicable to large customers and business partners).

2. Communication to directors and executives

- 2.1 The Board of Directors approves the Policy and Measures which all directors, executives and employees must adhere to and comply with.
- 2.2 Arrange a new director orientation program in which Chief Executive Officer will brief new directors on information necessary for discharge of their duties, including the Policy and Measures.

3. Communication to employees and its subsidiaries

- 3.1 Develop specific documents on particular issues, including the Company's bylaws, corporate governance policy, code of ethics and conduct, and other crucial matters such as anti-fraud and misconduct policy, use of internal information policy, company rules on system and data security, rules on the quiet period for securities trading, and complaint/whistleblowing handling and whistleblower protection policy so that all employees are able to apprehend and act accordingly. New employees are fully informed about the Company policies, rules, and bylaws which is clearly stated in their employment contracts. In addition the Company has communicated the Policy and related policies to third parties via its website and annual report.
- 3.2 Prepare relevant documents and media to employees through internal communication channels.
- 3.3 Arrange training on the Policy and Measures for all new employee and its subsidiaries.

7. Information Security

The Company has a policy on data security and data system which must be in line with good internal control principles. Appropriate actions must be taken to ensure that the Company's data and data system, computer systems, network systems, operating systems, and all applications are protected, maintained, and always be ready for operations. *See more details in the 'Policy on Data and Data System Security' Section.*

8. Counseling

When an employee needs assistance in dealing with conflict, he/she may either seek advice from his/her direct supervisor, higher-ranking supervisors, or raise his/her concern through any of the designated complaint/whistleblowing channels.

An employee who has any doubt or faces an ambiguous situation must answer the following questions:

- * Is it legal?
- * Does it comply with the Company's rules, bylaws, policies, or practice guide?
- * Do I have authority to make such decision?

If these questions cannot be clearly answered, an employee may seek further advice from his/her direct supervisor or from Human Capital Management & Development Department, Internal Audit Department, Process Improvement & Internal Control Department, or Compliance Department.

9. Employees and Anti-Corruption

The Company takes the following actions regarding its employee employment and training:

1. The Company puts in place human capital recruitment, interview, selection and employment processes to ensure that the selected personnel do not involve in any corruption. The human capital recruitment and selection process is also reviewed periodically to suit the changing environments.
2. The Company puts in place a process of training and public relations to ensure that its employees understand the essence of the Company's Policy, bylaws, Measures, and guidelines.

All employees must perform their duties by strictly adhering to the Company's corporate governance principles, code of ethics, rules and regulations, the designated Authority, and any other related policies, measures, regulations, guidelines and procedures, including the law and regulations that the Company must strictly abide as a financial institution such as the anti-money laundering policy, the internal control policy, the regulations on money receipt/payment, etc. Compliance with these policies is deemed a key indicator for the measurement of business management performance of the Board of Directors, executives, and all employees.

10. Whistleblowing System

The Company has put in place the relevant measures for receiving complaints and protecting whistleblowers who have reported acts of corruption, fraud, breach of the laws, breach of the Company's code of conduct, or unfair treatment. In this respect, the Company has established the Complaint/Whistleblowing Handling and Whistleblower Protection Policy. Details can be found in *Complaints / misconduct and whistleblower protection Policy*.

11. Protection of Whistleblowers and Employees Who Resist Corruption

The Company provides protection for the complainants and whistleblowers who act in good faith by keeping their names, addresses, or any information confidential and undisclosed to other non-related persons, except for disclosure required by a legitimate order, the court's order or order of the regulatory body.

The Company's employees who perform their duties with integrity, transparency, resistance to corruption, and compliance with the Anti-Corruption Policy must be protected against punitive action and negative consequences from their adherence to this Policy, although doing so will result in the Company losing business opportunities. Details can be found in *Complaints / misconduct and whistleblower protection Policy*.

12. Internal Control

The Board of Directors regularly evaluates the adequacy of Company's internal control system on a yearly basis, based on an evaluation report prepared by the Audit Committee.

The Company have appropriate and adequate internal control elements, and have established, maintained and reviewed its financial control as well as its operation and monitoring systems on a regular basis. Duties are separated between operation and monitoring functions to ensure appropriate checks and balances. Delegation of authority is clearly designated in writing, covering activities that could create a conflict of interest. Risk identification and assessment and measures to prevent and mitigate key risks and corruption risk are in place. The Company's compliance practice is monitored and reported to the Audit Committee every quarter.

13. Review and Follow-up

The Measures must be reviewed and revised on a yearly basis.

References

1. The Company's bylaws
2. The Company's Delegation of Authority
3. Corporate governance policy
4. Code of ethics and conduct
5. Conflict of interest Policy
6. Use of internal information Policy
7. Rules and procedures of other agencies
8. Form 56-1 One Report
9. The Company's Intranet
10. www.thaire.co.th
11. www.kpmg.com/TH/en/topics/ACI/events/ACForum/Documents/vol06/ACForum06-Fraud_Risks.pdf