

## **Complaint/Whistleblowing Handling and Whistleblower Protection Policy**

The Board of Directors of Thai Reinsurance PCL. and its subsidiaries give importance to monitoring and ensuring compliance with the code of ethics and conduct, the policy on corporate governance, the policy on internal control, the anti-corruption policy and measures, and any other related policies and regulations. The directly concerned department heads, Human Capital Management & Development Department and the management altogether support, monitor and act as role models in such policy compliance, as well as supervise, give advice to and provide fairness for employees or external whistleblowers to ensure employees willingly perform their duties with integrity, operate business with transparency, and prevent any misconduct, corruption or infringement of rights in the organization.

To safeguard employees, third parties or stakeholders who have been treated or become aware of any act performed in such a way that contravenes the policies adhered to by the Company as described in the first paragraph, the Company has formulated the Policy on Complaint/Whistleblowing Handling and Whistleblower Protection (“the Policy”) as follows:

1. The Company has provided safe and accessible channels and a whistleblowing system for employees, third parties or stakeholders to lodge their complaints about damages incurred to them or raise their concerns or report any suspicious practice or any misconduct related to the Company or seek advice on compliance with the code of ethics and relevant policies. The information reported must be treated as confidential and the whistleblowers and those who have been cooperative in determining the facts must be protected and be immune from punishment and adverse consequences from their lodging of such complaints or whistleblowing.

**“Misconduct”** refers to dishonesty, corruption, fraud, violation of the laws, rules and regulations prescribed by the supervising authorities and/or violation of the code of conduct, policies, measures, regulations and procedures established by the Company.

- Dishonesty refers to an act or omission in order to obtain, for oneself or others whether directly or indirectly, an advantage to which one is not entitled or in an unlawful manner, divided into three types:
  - 1) Corruption is an act of giving, offering or agreeing to give cash, things of value, or any other benefits to government agencies, government officials, private companies or private company officials 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, including, among others, giving or receiving of bribes, political contribution, conflict of interest, economic extortion and procurement.
  - 2) Asset Misappropriation is a use of the Company's assets for personal interest, including theft of cash/inventory/other assets, fraudulent disbursements, and misuse of assets.
  - 3) Financial Statement Fraud is an over/understatement or information asymmetry.
- Fraud refers to a wrongful act or omission or a deliberate deception in order to obtain, for oneself or others, an advantage to which one is not entitled or in an unlawful manner, whether such fraudulent act is committed by one who obtains such advantage or by others, including an act of disclosing false statements or covering up true statements or concealing information that should be disclosed.

2. The Company has established adequate and efficient measures/ regulations/ guidelines/ procedures for this Policy and communicated these to employees, third parties and stakeholders for acknowledgment and putting into practice correctly and properly.
3. All directors, executives, and employees must not neglect or ignore any misconduct related to the Company and its subsidiaries which they have become aware of and must report such misconduct through the channels provided by the Company and cooperate in the investigation to find the truth.

**Procedures for Implementation of the Policy on Complaint/ Whistleblowing Handling  
and Whistleblower Protection**

**1. Types of complaints/whistleblowing disclosures that are accepted, addressed and resolved.**

The Company must handle and address the reported complaints to comply with the laws, regulations and corporate governance principles. The following complaints/whistleblowing are covered by this Policy:

- (1) Complaints of breach of the Company's corporate governance principles or code of ethics and corrupt practices;
- (2) Complaints or information that could be useful for investigation into any fraudulent or illegal acts, whether committed internally by the Company's directors, executives or employees or externally by customers, non-life insurance brokers or other stakeholders, which will cause damage to the Company or lead to a loss of benefits to which it is entitled;
- (3) Complaints pertaining to laws, rules and regulations that must be observed by the Company;
- (4) Complaints relating to operational policy and accounting and financial policy established by the Company;
- (5) Complaints about transactions with a conflict of interest or connected transactions of the Company as constituted by the SEC's or the SET's regulations;
- (6) Complaints concerning the Company's financial statements and operational performance that result from malpractices or financial statement frauds;
- (7) Other complaints as determined by the Board of Directors or the Audit Committee.

**2. Reporting channels**

The Company has communicated on its website the channels for employees, investors, third parties, directors and all stakeholder groups to lodge any complaints or whistleblowing reports covered by this Policy as enumerated in Item 1 above. They can send letters or e-mails on such reports to the Audit Committee Chairman through the Secretary of the Audit Committee as follows:

- Letters must be sent to the Secretary of the Audit Committee at the Company's office; or
- E-mails must be forwarded to [whistleblowing@thaire.co.th](mailto:whistleblowing@thaire.co.th).

A whistleblower who wishes to lodge a complaint through channel other than the channels and procedures provided by the Company under this Policy may forward his/her report to the Chairman of the Board of Directors through the Corporate Secretary via either a letter addressed to the Corporate Secretary at the Company's office or an e-mail sent to [corpsecretary@thaire.co.th](mailto:corpsecretary@thaire.co.th).

**3. Whistleblowing procedures**

- 3.1 Whistleblowers should lodge their complaints or report their disclosures through the channels provided and clearly give their identification such as names, issues reported, and contact information. The Company, however, reserves the right not to accept any anonymous complaints.

- 3.2 Whistleblowers should indicate the suspected persons' names and describe the suspicious practices as well as all details that could be helpful to an investigation. They also need to provide their names and contact information such as e-mail addresses or telephone numbers so as to ensure their disclosures are made in good faith without any intention to malign or cause damage to the others or the Company.

#### **4. The Company's actions**

- 4.1 The Secretary of the Audit Committee screens a received complaint and initially analyzes the facts thereof to determine whether it meets any type of complaints defined in Item 1 and whether the information provided is sufficient before submitting recommendation to the Audit Committee Chairman who must preliminarily decide whether the information given is sufficient for further investigation. If so, the complaint must be forwarded to an investigation unit, which does not have any conflict of interest, to find out the truth and give a reply, within seven business days from the date of receiving the complaint, either to inform that the complaint is accepted for further investigation or to request additional information from the whistleblower.
- 4.2 The investigation unit conducts an investigation and reports the investigation results, together with recommendations on remedial action or punitive action (if any) within 90 days, except in case of force majeure.
- 4.3 The Secretary of the Audit Committee submits the report on investigation results and punitive action (if any) to the Audit Committee for consideration and approval within the purview of the Company's regulations and the relevant laws.
- 4.4 The Secretary of the Audit Committee informs the whistleblower of the investigation results and the Company's actions within seven business days from the date of approval as in Item 4.3.
- 4.5 The Audit Committee secretariat unit and the investigation unit must not provide information concerning the complaint, the investigation and the investigation results to persons having a conflict of interest such as chief executive officer and/or top executives, in case of which the report must be submitted directly to the Audit Committee Chairman.

#### **5. Confidentiality and whistleblower protection**

- 5.1 The Company must provide protection of rights and fairness for the complainants/whistleblowers who act in good faith by protecting them from negative consequences and 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.
- 5.2 The Company's employees who perform their duties with integrity, transparency, resistance to corruption, and compliance with the Company's policy must be protected against punitive action, termination of employment, demotion, reassignment to an inferior job/workplace, work suspension, and intimidation/disturbance, although doing so will result in the Company losing business opportunities.

5.3 No executives or employees of the Company must dismiss, suspend, take disciplinary action against, or threaten to take any action upon the employees who have raised complaints or reported wrongful practices. Those who have taken any such retaliatory action must be subject to disciplinary action.

5.4 The complainants/whistleblowers who do not receive fair treatment or suffer the retaliatory action as in Item 5.3 may lodge complaints through the channels provided.

## **6. Duties and responsibilities**

### **6.1 Board of Directors/Audit Committee/Management**

6.1.1 To review and ensure that the Company puts in place the Policy on Complaint/Whistleblowing Handling and Whistleblower Protection and complies properly and efficiently with the Policy.

### **6.2 Secretary of the Audit Committee**

6.2.1 To monitor the complaint/whistleblowing reporting channels and give advice on policy and practice guide.

6.2.2 To receive, screen and sort out complaints/whistleblowing reports before passing to the next procedures.

6.2.3 To handle and make sure that all complaints and whistleblowing disclosures covered by the Policy and backed by sufficient information are addressed and resolved under this Policy.

6.2.4 To update the complainants/whistleblowers on the status of their reports so as to demonstrate the importance given to the received information.

6.2.5 To report the performance under the Policy to the Audit Committee.

### **6.3 Investigation unit**

6.3.1 The investigation unit consists of internal work units that are knowledgeable and capable of investigating each type of complaints/whistleblowing, namely Human Capital Management & Development Department, Compliance Department and Internal Audit Department or a person or group of persons designated by the Audit Committee Chairman or by the Board of Directors to act as investigative members, as the case may be, and must be independent of the investigated activity.

6.3.2 The investigation unit has duties to examine the facts and to prepare and submit a report on the investigation results and recommendations on punitive action (if any) to the Secretary of the Audit Committee for further reporting to the Audit Committee Chairman.

## **7. Registration and reporting**

### **7.1 Registration:**

The Secretary of the Audit Committee has duties to register the complaints and whistleblowing disclosures received and to prepare a summary report on all received complaints about wrongful practices, both completely investigated and under investigation, for submission to the Audit Committee.

7.2 Reporting:

7.2.1 Complaints about misconduct:

Once an investigation has been concluded, the investigation results and action taken must be immediately reported to the Audit Committee Chairman. Where any such incident or act severely affects the Company's financial condition, performance or reputation, the Audit Committee must notify the management or the Board of Directors so as to take remedial action without any delay within an appropriate time period as deemed appropriate by the Audit Committee. Failure by the management or the Board of Directors to make a remedy within the time period determined by the Audit Committee must result in the Audit Committee reporting such act to the relevant regulatory body.

7.2.2 Any reports other than 7.2.1:

To be reported on a quarterly basis

**8. Policy review**

The Company must review the Policy on Complaint/Whistleblowing Handling and Whistleblower Protection on a yearly basis.