

CENTRALRETAIL

Anti-Corruption Policy

Central Retail Corporation Public Company Limited

(11 November 2021)

Anti-Corruption Policy

The Company recognizes the importance of anti-corruption and intends to operate business with good morals and under good corporate governance framework as well as adhere to the Code of Business Ethics. Also, the Company takes responsible for the society, environment and all stakeholders by conducting transparent and fair business which can be auditable.

To make certain that the Company has policy specifying appropriate responsibility, guidelines and rules for its business operation to prevent all types of corruption in all of the Company's activities and that the Company's decision and business operation involving with the risk of corruption have been thoroughly considered and conducted, the Company has arranged for the written Anti-Corruption Policy to be clear guidelines for doing business and developing to sustainable organization.

1. Definition

"Corruption" means misusing authority to obtain improper benefit, giving or receiving bribe in the form of offering, promising, offering assurance, requesting, giving or receiving money, assets or other benefits from/ to the government officials, private agencies or third parties, either directly or indirectly, so as to incorrectly influence the performance of their duties or to wrongly acquire or maintain business.

"Charity" refers to activity involving money donation which bring about no tangible return.

"Donation for Public Interest" means donation for project or activity which creates benefit for the community, society and public group, meanwhile, the Company may not get tangible return

"Political Contribution" means political aid that is consistent with the law. Whether it is financial assistance or other forms, directly or indirectly, to support political activities, support political parties, politicians, candidates, or political figures, shall transparently act and properly disclose and receive concurrence in principle from the Board of Directors or the Executive Committee.

"Sponsorships" means the giving of money for service or benefit which is difficult to evaluate and monitor and may be linked to corruption, for instance, sponsorship which has a hidden target by using sports for charity or exploiting charitable organizations to take advantage from the consideration of the government officials or relevant parties. (The advantages from consideration are, for example, providing contract, business opportunity or bidding, reducing or cancellation of fee, giving, helping or withdrawing rule to acquire license, which is not in line with the official normal process, cancellation or reducing legal obligations or giving access to the government officials.)

"Facilitation Payment" means a small amount of expenses unofficially paid to government officials and is sufficient to ensure that government officials carry out the process or

encourage faster action. The process is not at the discretion of government officials and is in favor of the duties of the government officials, as well as the right that the juristic person should have in accordance with the law, such as obtaining or renewal of a license, requesting certificates, or receiving public services, etc.

"Revolving Door" means a person from the government sector who is working in the private sector or a person in the private sector who is working regarding a policy in the public sector, causing in a risk of corruption in terms of conflicts of individuals interest with roles in both organizations. By making government officials unbiased oversight, or personnel in the private sector which are trying to encourage for state policies to benefit their organizations. Hiring a government official by a "government official" means as follow:

- Political officeholder
- Civil servants or local employees with regular positions or salaries.
- Employees or operators in state enterprises Public organizations or government agencies
- Local executives and members of the local council who are not political officeholders.
- The officers are required by the law on local administrative characteristics.
- Providing meanings including directors, subcommittee, employees of government agencies, state enterprises, public organizations or government agencies, and individuals or groups who exercise their power or are assigned to exercise the authority of the state to do one of the actions in accordance with the law. Whether the establishment of a government system, a state enterprise, a public organization, or another state enterprise.

"Conflict of Interest" means a situation in which a person holds a trust position (e.g. attorney, legal counsel, Auditor, Financial Advisor politicians, executives, or directors of private companies or government agencies). There is a conflict between personal interests and professional interests, resulting in there is a problem that he/she is unable to act impartially/unbiasedly from conflicts of interest arisen. This may result in distrust towards to person that how much he can carry out his position in the morality, including the actions as follows:

1. Using the position to act directly for the benefit of own business.
2. Using the position to contribute to close relatives and friends.
3. Receiving direct benefits.
4. Exchange of benefits using positions of duty.
5. Personal use of assets of the company.
6. Personal use of confidential information of the company.
7. Working in another company that conflicts with the previous company.
8. Conflict of interest from changing workplace.
9. Concealment of guilt.

"Providing Gifts or Service, Entertainment/Reception and Hospitality"

Gifts means anything of value that a person/company gives to another person/company without directly claiming compensation, the gift may be an object or may be in the form of other benefits.

Entertainment/Reception means spending on business reception such as food and beverage, sports, and other spending directly related to business practices or commercial practices, including business acumen which can be conducted, but shall be spent reasonably and do not affect operational decisions or cause conflicts of interest.

Hospitality means attending social events, culture, or sports watching with the personnel or individuals who have, or may have, or who may facilitate business relationships with the company.

"Company's Personnel" means director, executives, full-time employees, temporary employees, and contract employees of the company and its subsidiaries.

"Company" means Central Retail Corporation Public Company Limited and includes subsidiaries of Central Retail Corporation Public Company Limited.

2. Anti-Corruption Policy

2.1 The company's personnel must not claim, process or accept the corruption in all forms, directly or indirectly for the benefit of the organization myself, parent, fellow and acquaintance, or the benefit of the organization covers all businesses in all countries and agencies related to the company.

2.2 The Company must regularly review the compliance with the Anti-Corruption Policy as well as business guidelines and rules to ensure they are in line with changes in business, rules, regulations and laws. Any acts which support or involve in corruption will be punished as stipulated by the Company.

3. Anti-Corruption Action Measures

To prevent potential corruption risks to the CRC Group. The directors, executives and employees shall comply with policies related to anti-corruption. Giving and receiving any other benefits to the company's stakeholders, consider as specified requirements as follows:

- 1) Giving and receiving is for the appropriate purposes in accordance with ethical standards.
- 2) Giving and receiving is not intended to be exploited or to influence business decisions.
- 3) Giving and receiving shall be unlawful.
- 4) Giving and receiving shall not contradict the CRC's policies and regulations.

- 5) Giving and receiving shall not contradict the policies of business partners, governments or stakeholders.

3.1. Related Anti-Corruption Policy

3.1.1 Giving or Receiving Gifts, Hospitality, or Other Benefits

Giving, receiving gifts the company's personnel, including related parties, must comply with 5 requirements and require the company's personnel, including related parties. Do not accept, receive or give gifts, money, assets, things, entertainment, travel expenses. welcome services or other benefits that are excess and inappropriate, whether directly or indirectly with government officials or business stakeholders who may influence one of the decisions unfairly or intentionally induce or refrain from acting inappropriately, or exchange for undesirable privileges, or if those actions will have an impact on the company's operations.

3.1.2 Entertainment/ Reception Policy

The payment of the commission shall meet 5 requirements and requires the company's personnel, including related parties of the group. The following requirements can practice as follows:

- 1) Directors and personnel are prohibited for entertaining or attending receptions while at the time of the offer or during the tender or auction, unless the reception is not against the law and is a normal tradition.
- 2) Directors and personnel are prohibited for reception government officials and/or related personnel, even if it is a private reception, unless the reception is not against the law and is a normal tradition.

3.1.3 Donation for Charity and Sponsorship Policy

Donation for charity and/or sponsorship shall meet 5 requirements and require the company's personnel, including those involved in the group, be able to donate to charity or sponsorship with the following characteristics:

- 1) Undertaken in a proper, open and transparent manner without violating the moral or legal boundaries and must be in accordance with the Company regulations, as well as those of government agencies, state-owned enterprises and other related agencies.
- 2) Complies with the social, communal and environmental policies to support the sustainable development of the Company or serves as an activity to provide social benefits.
- 3) Is not used as an excuse for corruption.
- 4) Does not serve hidden agenda to induce business advantage or favoritism.
- 5) Does not raise a conflict of interest between self and the Company.
- 6) Must be documented as a memorandum for approval with the name and address of the recipient person or organization of the charitable contribution or sponsorship clearly stated, along with any relevant supporting

documentation. The memorandum must be submitted and approved by the Company's authorized person before proceeding.

3.1.4 Political Participation Policy

Political participation shall meet five requirements and require the group to be politically neutral. There is no policy to assist or support politics or act as a political party or political group. The company's personnel, including those involved in the group, can participate in politics with the following characteristics:

- 1) Personnel of the Group entitled to the rights and freedom under the constitution and applicable legislation, for instance: exercise the right to vote.
- 2) Personnel of the Group must not utilize the assets of the Company in its name to support any political activity or any activity that may implicate the Company's participation in or support to a political party or group.

3.1.5 Conflict of Interest Policy

Conflict of Interest, executives and employees shall perform their duties for the benefit of the group and act with caution to prevent conflicts of interest as follow:

- 1) Perform their duties with transparency and cooperate in auditing which performing duties from the company or group companies or from the relevant authorities at all time.
- 2) Payment or providing precious things or services such as gifts, entertainment, travel, to government officials and related parties whether directly or indirectly for that person to act or refrain from conducting any illegal, that is an inappropriate act, including not promoting or engaging other persons to conduct the aforementioned.
- 3) In order to purchase and hire shall proceed the procedures in accordance with the group's regulations, be transparent, can audit. Receiving and providing bribes are prohibited from conducting any kind of business with the public and private sectors.
- 4) Spending on business reception and other spending related in compliance with business contracts can execute according to the regulations, but shall be spent reasonably and can audit.

In addition, due to implementing anti-corruption measures throughout the organization, the company shall provide an adequate internal control and support to prevent from the corruption.

3.2 Anti-Corruption Measures

The company has appropriate an internal control to reduce the risk of corruption as well as to create awareness and values for anti-corruption for company's personnel, which is an important factor that can contribute to the company prevent from the corruption in the organization through anti-corruption measures. For instance,

3.2.1 Corruption Risk Assessment

Corruption Risk Assessment, the objective is to enable all agencies in the company to assess potential risks and review the risks of corruption from operations, as well

as to be aware of the impacts. To ensure that corruption risks are identified and dealt with in a timely manner. The corruption risk assessment consists of 3 main steps:

- 1) Determining the criteria for measuring impact and likelihood of occurrence, as well as determining the level of risk appetite
- 2) Risk Identification, specify the internal controls that are currently in use. Evaluate the current internal control system. Analysis of severity and the likelihood of risks before and after current internal control measures are in place.
- 3) Providing measures to reduce risk to an acceptable level. If the internal control measures currently in operation are inadequate to prevent fraud risk.

Each business unit of the company is responsible for regularly preparing and reporting the corruption risk assessment, including the implementation of the risk management plan to the Risk Management Committee.

In addition, the company assesses and reviews corruption risks to identify increased risks or changes in the level of risk available each year. This can be changed by factors such as changes in operational processes in use of new information technology systems, changes in duties and responsibilities of personnel in the company or new methods of corruption, etc. Each business unit presents the risk assessment results to the Risk Management Committee and Risk Policy Committee at least once a year.

3.2.2 Policy-making Related to Anti-Corruption

The Company provides policies, guidelines, procedures, and regulations such as corporate governance policy, anti-corruption policy, anti-corruption guidelines, donation for charity guidelines, business ethics, and work practices so that the company's personnel understand the principles of good corporate governance, including creating awareness and values against anti-corruption.

In addition, policies and practices relating to good corporate governance, shall have the Corporate Governance and Sustainability Committee review and update the policies, procedures, and regulations, proposed to the board of director's meetings annually or as appropriate in the event that they need to be interpreted or other necessary in order to ensure that corruption risks are monitored, evaluated and managed at all time.

3.2.3 Reviewing the history of personnel and business stakeholders

3.2.3.1 Reviewing personnel history

Reviewing the history of personnel is an important factor in preventing corruption effectively. The company assigns human resources departments to review the personnel's history before employment or promotion by inspecting under the related laws and receiving consent from personnel as follows:

- 1) Review the history of personnel before hiring to verify their qualifications. The applicant's experience, as well as information

regarding fraud or corruption against in the past roles of the personnel.

- 2) Review the profile of the person before assigning to hold an important position within the company in order to verify the qualifications of experience, financial credibility, reference persons, or conflicts of interest that may arise from holding the position.

3.2.3.2 Review of Business Stakeholder History

Reviewing the history of business partners is an important factor in effective fraud prevention, the company assigns the purchasing department to review the history of the person or partner company which will perform business transactions with the company prior to executing a contract or performing related transactions by inspecting under the related laws and receiving consent from person or business partners as follows:

Review the history of a persons or other partner companies which will perform transactions with the company, especially vendors, contractors, and external service providers, in order to verify reliability, financial status reputation, qualifications relating to goods or services, prices, quality, quantity, including business conditions and marketing support, as well as reviewing information regarding past frauds of individuals or partner companies in which occur with business.

3.2.4 Internal Control

The company requires an internal audit and control system to prevent fraud and corruption, to ensure that the established risk management system achieves its goals, including having an internal audit system in accordance with the requirements. Regulations relating to anti-corruption measures covering the following areas:

- 1) Regular audits are conducted by internal audit agencies annually.
- 2) To provide protection for whistleblowers or complainants, to be fair and to protect any employee or person who reports or provides evidence of corruption and corruption related to the company, including employees who deny corruption, using measures to protect complainants or those who cooperate in reporting fraud and corruption as defined in the whistleblowing policy and guidelines.
- 3) Regularly prepare audit reports and internal controls to the board of directors/executives.

3.2.5 Business Ethics against Anti-Corruption

The company adheres to business ethics as a principle against corruption by adopting business ethics guidelines in various operating processes, including human resource management, for example, considering to punish offenders who behave contrary to business ethics, promoting career progression with business ethics is one of the factors considering promotion and ranking of annual performance assessments, etc.

In addition, the company has measures to protect personnel who comply with business ethics and deny corruption. personnel will not be punished or affected from denying such as no demoting position, no punishment, or negative effects against personnel who deny any case, even if the manner will affect by losing of business opportunity. All directors and personnel will be awareness on any breaches of business ethics and other policies relating to this anti-corruption policy, which will result in penalties ranging from deductions for misconduct points to dismissal. In accordance with the regulations. Regardless of whether the company may receive any benefits from the use of such fraudulent authority.

3.2.6 Disclosure Measures for Hiring Government Employees

The company requires the disclosure of personnel who were former government employees is required by law according to the board of directors. The National Anti - Corruption Commission: NAC is defined by the Constitutional Act on Prevention and Suppression of Corruption 2018, Section 126 and Section 127, and other laws relating to corruption.

3.3 Enforcement of anti-corruption policy

- The anti-corruption policy applies to the company's personnel, effective from the date the board of directors approve the anti-corruption policy.
- Adjustments, amendments, changes, interpretations, cancellations shall be approved by the board of directors.

3.4 Data Recording and Retention Process

- The recording and retention of financial information and corporate accounting must be conducted in an accurate, complete, transparent and efficiently and reliably verifiable by internal control system and internal audit under the supervision of the Audit Committee.
- The guidelines for data recording and retention are to follow the Code of Conduct and Corporate Governance Policy through announcements, regulations and related policies.

4. Responsibilities and Responsibilities

- 4.1 **The Board of Directors** has duty and responsibility to determine and approve the anti-corruption policies. By establishing a system that supports efficiency and effectiveness anti-corruption to ensure that management recognizes its importance and implements through a corporate culture, establish the scope of adequate anti-corruption measures, support and supervise the company to take action in connection with such measures. To be informed of reports on the implementation of anti-corruption policies and measures. In case the audit committee reports fraud actions affecting the company, the board of directors is responsible for advising and applying penalties and discussing solutions to the Chief Executive Officer and consider urgent issues related to corruption in order to supervise the implementation of the situation.

- 4.2 **The Audit Committee** has duty and responsibility to verify the company has adequate internal control and review operational business in accordance with the anti-corruption policy, rules, and applicable laws. To be informed of reports on the implementation of anti-corruption policies and measures. Consider urgent issues related to corruption in order to supervise the implementation of the situation. Receive whistleblowing and propose the matter to the Board of Directors for joint consideration. Consider penalties or solve the corruption actions affecting the company and report on its performance in accordance with anti-corruption policies and measures. Regularly propose to the board of directors.
- 4.3 **The Risk Policy Committee** has duty and responsibility to ensure that the company assesses the risks of corruption in accordance with policy and organization's risk management policy appropriately, including to approve the evaluation and review of risk assessment and the result of reviewing and monitoring of risks which presented by the risk management committee at least once a year and report the results to the board of directors' meeting for acknowledgement.
- 4.4 **The Risk Management Committee** has duty and responsibility to review issues and risk indicators related to corruption, follows up on corruption risk management and actions to ensure that risk management is at an acceptable level and that risk management measures are continued, and report the results to risk policy committee at least once a year.
- 4.5 **The Chief Executive Officer** has duty and responsibility to organize systematic anti-corruption operations, support anti-corruption policies and communicate to executives, company's personnel, and all stakeholders equally. review system suitability, work processes, and measures in line with changes in business, regulations, and requirements of the law. Present urgent issues of corruption (if any) to the audit committee and the board of directors. Require each agency's executives to be responsible for campaigning. Encourage subordinates at all levels to recognize the importance of complying with anti-corruption policies and measures. Regularly report audit results according policy and anti-corruption policies to the audit committee and the board of directors.
- 4.6 **The Management Department** has duty and responsibility to ensure that all employees and stakeholders comply with anti-corruption policy regulations, including reviewing the appropriateness of the system and measures to comply with the changes in the business and regulations and requirements of the law. Report corruption incidents to the audit committee or the board of directors as appropriate, as the case may be.
- 4.7 **The Internal Audit Department** has duty to audit and review the operation to assure it is conducted correctly and in line with the policy, guidelines, regulations and applicable laws. The Internal Audit Department has to make sure the Company has proper and adequate internal control system to manage potential corruption risk and make report to the Audit Committee.

- 4.8 **The Compliance Department** has duty and responsibility to review, monitor and consider items related to complying with policy, measures and practices relating to corruption as well as update policies, measures and anti-corruption practices annually and regularly report on regarding the implementation of policy, measures, anti-corruption practices to the audit committee, in order to measure effectiveness, Improve, and develop measures in connection with potential risks.
- 4.9 **The Human Resources Department** has duty and responsibility to establish human resources management processes that reflect the company's commitment in compliance with anti-corruption policies and measures. Communicate and educate the anti-corruption policies and measures to relevant stakeholders thoroughly. Monitor and store acknowledgement and adhere to anti-corruption measures signed by the company's executives by signing employees through online channels such as CneXt, MS Forms, Google Forms or any other program with similar features.
- 4.10 **The Company Personnel** has duty and responsibility to comply with the anti-corruption policy by not involving in any corruption, either directly or indirectly.
- 4.11 **The Company** proceeds to make directors and executives of its subsidiaries and affiliates who are nominated by the Company and appointed as directors and executives of its subsidiaries or affiliates (as the case may be) accept to abide by the Company's Anti-Corruption Policy.

5. Scope and Guidelines

- 5.1 The company defines anti-corruption policy and anti-corruption measures as part of its business operations and is the responsibility of the board of directors. executives, supervisors to ensure that anti-corruption practices are appropriately implemented in accordance with the established policies, as well as to review policies and practices to comply with changes in business. Regulations, and related laws by:
- 1) To conduct a risk assessment of the company's corruption and bribery risks and establish practical measures that are consistent with that risk and in accordance with the internal control system on a regular basis.
 - 2) Establish internal control system to ensure the efficiency and effectiveness of anti-corruption policies covering the process of financial records, accounting, human resources management processes, and other processes related to the company's operations.
 - 3) To provide reports, monitoring, evaluation, and review of anti-corruption policy compliance with appropriate procedures to ensure that the policy is complete, adequate, and timely.
 - 4) To provide orientation and training to personnel to provide understanding of policies, measures, and procedures against anti-corruption.

- 5) Provide secure communication channels for the company's personnel and all stakeholders to seek advice, whistleblowing, recommendations, or complaints related to corruption by having measures to protect the right of personnel.
- 6) To communicate anti-corruption policies both inside and outside the company in order to have broad compliance, including notifying subsidiaries, other companies with control over the company and business representatives, implement the company's anti-corruption policy.
- 7) To promote the exchange of knowledge, experience and best practices between other companies in the same industry as the company, including all stakeholders, to cooperate and participate in anti-corruption activities organized by companies, associations, chambers of commerce, public organizations or other regulatory authorities.

5.2 The company requires its personnel to act with caution against the following forms of corruption:

- Giving and Receiving Bribe
Giving and receiving bribe of all forms for an exchange of business benefit, including authorizing others to act on behalf, are forbidden.
- Receiving Gifts or Other Benefits
Giving or receiving gifts, assets, or benefits from customers, partners or stakeholders shall comply with the following practices:
Do not accept, receive or give gifts, money, assets, things, entertainment, travel expenses, welcome services or other benefits that are excess and inappropriate whether directly or indirectly, with government officials or business stakeholders who may influence one of the decisions unfairly or intentionally induce or refrain from acting inappropriately, or exchange for undesirable privileges, or if those actions will have an impact on the company's operations.
However, the above persons can receive and gift, property, provide welcome services or other benefits in case the following characteristics:
 - 1) Perform with accuracy, transparency, and morality in accordance with the law.
The company's code of conduct, including government agencies, state enterprises, public organizations, and other related agencies.
 - 2) Suitable for situations, festivals, and traditions in each locality.
 - 3) Do not use as an excuse for corruption.
 - 4) Do not cause conflicts between individuals interests and company interests.
 - 5) The value of receiving gifts, giving gifts, hospitality services or other benefits do not exceed 3,000 baht with government agencies or officials at a time.

In addition, If the mentioned persons commit to receiving gifts, money, assets, things, entertainment, travel expenses, or other benefits, shall cooperate in the preparation of "The receipt of gifts, assets or other benefits form" and report directly to the supervisor and copy to compliance department with details as per an attachment 1.

For receiving gifts, giving gifts, or other benefits to the private sector, the relevant executives will approve the value according to the authorized value as per an attachment 2.

For request approval to use the form and copy to the compliance department as per an attachment 3.

- Entertainment/Reception Fee
 - 1) Spending on business entertainment/reception such as food and beverage reception, sports, and other spending directly related to business practices or commercial ethics, including business cognition, can be conducted, but must be spent reasonably and do not affect operational decisions or cause conflicts of interest.
 - 2) To process the entertainment/reception, the accredited employee proposes to approve the entertainment/reception fee from the authorized person in accordance with authorization matrix by expressing the reasons and necessities that require entertainment/reception. List and job title of the personnel or group of persons or business units which are certified or participate in the entertainment/reception.
 - 3) The value of the reception does not exceed 3,000 baht with the government officials at a time.
 - 4) The value of the reception does not exceed 10,000 baht with the private sector at a time. If the value exceeds 10,000 baht, shall approve according to the authorization limit.
 - 5) Once the entertainment/reception completed, the employee who makes the reception shall report with the evidence attached for disbursement and propose to the authorized persons.

For the payment of the reception entertainment/reception fee, the relevant executives shall approve the value according to the authorization limit as per an attachment 2.

- Supporting travel expenses and other expenses to government officials
Supporting travel expenses and other expenses to government officials shall execute as appropriate in accordance with the company's regulations.
- Political Contribution
The Company has a policy not to assist or support any political party, political group or politician, either directly or indirectly.
- Receipt of Donation, Charity, Donation for Public Interest and Sponsorship
Receipt of donation, charity, donation for public interest and sponsor ship must be conducted according to the following rules:
 1. Conduct with transparency and legally, not against good morals or creating damage to the society.
 2. Do not involve with bribing or lead to be claimed for bribing.

3. Follow the Company's review and approval processes as defined in the Company's guidelines and regulations.
4. The value of donation, charity, donation for public interest, and receiving or providing sponsorship shall comply with the authorization limit as per an attachment 2.

For request approval to use the form and copy to the compliance department as per an attachment 3.

5. Require monitoring by the department in which overseeing anti-corruption and require regular reviewing in order to ensure that donations and/or sponsorships are directed to the public interest and/or meet the purposes of donations and/or genuine sponsorship.

- Facilitation Payment

Facilitation payment may occur to corruption which the forbidden execution, the company does not have any facilitation payment policy to spend in any form both directly and indirectly. Without conducting any action and accept any action in exchange for facilitating business operations.

- Hiring Government Employees/Government Officials (Revolving Door)

- The company does not hire or appoint government officials who hold positions in the public sector to enter into execute in position in which related responsibility or be risky a conflict of interest.
- Setting a cooling-off period of one year for the appointment of former government officials who have resigned their positions or individuals who have worked directly for regulatory authorities related to the company except government officials according to the National Anti - Corruption Commission : NAC is prescribed under the Constitutional Act on Prevention and Suppression of Corruption 2018, Section 126 and Section 127.
- Require Due Diligence process of the persons to be recruited by the company, to be appointed as directors, advisors, or executives, in order to investigate what may be conflicts of interest issues before appointment.
- Specify prohibitions on duties and procedures to prevent abuse of power or issues of conflict of interest, for example, disclosing the confidentiality of government agencies they were affiliated with, lobbying for abuse benefits, being assigned to contact previous agencies that were affiliated, etc.
- Transparency appointment, disclosure of the names and profiles of former government officials appointed as advisors/directors/executives of the company as well as defining reasons for the appointment in the company's publications.
- In case having company's personnel who are participate in government policy means that the personnel in private sector with business experience support in working in policy, may be useful in making business decisions or government policy for new perspective on determining issues which can occur corruption risks. Therefore, the following guidelines apply:

- Disclosure of employees of companies acting in government policy. The reasons for holding office or acting in policy and publishing in the company's documents to ensure transparency.
 - Specify prohibitions on duties and procedures to prevent abuse of power or issues of conflict of interest, for example, disclosing the confidentiality of government agencies in which they are acting, lobbying for abuse benefits, etc.
 - In case the duties of directors/consultants/executives/employees of companies in government agencies may cause clear conflicts of interest, for example, the company's management holding office in the government, shall define to designated person considering resignation from position in the company in order to ensure transparency.
- Conflict of Interest
 1. The company's personnel refrain from operating in the same condition and compete with the company's or its subsidiaries unless personnel can disclose that there is a mechanism to ensure that such actions do not affect the company or provide measures that are in the best interests of the company and shareholders, and report to the internal audit department in case of directors and executives or report to supervisors for employee cases.
 2. Directors and executives shall disclose transactions or businesses with interests that will result in conflicts of interest in the business with the company or its subsidiaries by reporting to internal audit department of the company, for example,
 - Joint venture or benefits with business partner of the company or its subsidiaries
 - Holding any position or consulting partner of the company or its subsidiaries
 - Directly trading products or services with the company or its subsidiaries or trading via others.
 3. The company's personnel will not exploit themselves or others by using confidential information of the company or its subsidiaries such as plans, income, meeting resolutions, business predictions, bidding for personal benefits, whether damaged or not, including strictly comply with internal data protection policy of the company.
 4. The company's personnel refrain from holding shares in the same business and compete with the company or its subsidiaries in significant amounts. If the case occurs, the company's personnel shall not act or refrain from performing suitable responsibilities or affecting responsibilities, In case the company's personnel receive the shares prior to holding directors. executives and employees or prior to the company or its subsidiaries enter into the business or acquire it through inheritance. The company's personnel shall report to the internal audit department or the supervisor (as the case may be).

- 5.3 The Company strives to create and maintain its organizational culture on zero-tolerance on corruption, either it conducts with public or private sectors.
- 5.4 Directors, executives and employees in every level should not neglect if they find any act involving corruption with the Company. They must report to their supervisors or responsible person and co-operate in the verification process as stipulated in the Whistleblower Policy or regulations of the Company. Moreover, compliant channels for outsiders are arranged.
- 5.5 The Company fairly treats and protects employees who refuse to be involved in corruption or inform the Company about corruption. The Company will not demote, penalize or give negative impact to employees who refuse to be involved in corruption although they make the Company lose business opportunity.
- 5.6 Directors and executives in every level of the Company must show their honesty and be good role models in following the Anti-Corruption Policy.
- 5.7 The Anti-Corruption Policy covers in the human resource management process ranging from recruiting, promotion, training to evaluation. Supervisors in every level have to communicate with employees so they apply the policy in business activities under their responsibilities. Also, supervisors must monitor effective compliance with the policy.
- 5.8 All actions in the Anti-Corruption Policy are in line with those stipulated in the Company's Good Corporate Governance Policy, guidelines for business conduct, relevant regulations, work manual as well as other guidelines which the Company may define later.
- 5.9 The Company discloses the Anti-Corruption Policy, which is under Thailand's anti-corruption law, via both internal and external media, for instance, notifications, website and annual report.
- 5.10 In case of doubts that may have legal implications, seek legal advice. For further inquiries, please consult with the Compliance Authority.

6. Whistleblowing or complaints about corruption

6.1 Whistleblowing or Complaints about Corruption

1. Any act involving corruption of the Company, either direct or indirect, for instance, the offering/ receiving bribe to/ from the government officials or private agencies by the Company's personnel
2. Any act which is not in line with the process as stipulated in the Company's rules or has impact on the Company's internal control system and may lead to corruption
3. Any act which may make the Company lose its benefit or affect its reputation
4. Any act which is illegal, unethical or against the Company's guidelines or Principles of Business Ethics

6.2 Channels for receiving clues or complaints of corruption.

The Board of Directors requires an agency to receive whistleblowing matters or complaints on acts suspected to involve in corruption with the Company, either directly

or indirectly, via channels specified in this policy. Complainants must provide details of complaints along with their names, addresses and contact via email CRCWhistleblower@central.co.th or Postal Mail via

Head of Internal Audit Department
Central Retail Corporation Public Company Limited
22 Soi Somkid, Ploenchit Road, Lumpini,
Pathumwan, Bangkok 10330

In case of complaining towards the Chief Executive Officer, complaints have to be filed directly with the Chairman of the Audit Committee via email AuditChairman@central.co.th or Postal Mail via

The Chairman of the Audit Committee
Central Retail Corporation Public Company Limited
22 Soi Somkid, Ploenchit Road, Lumpini,
Pathumwan, Bangkok 10330

6.3 Whistleblowers or complaints about corruption

Person who can make complaint on corruption are all stakeholders of the Company, namely shareholders, customers, competitors, creditors, public sector, community, society, executives and employees. No matter channels they utilize for making complaints, the Company will strictly keep the reported information confidential.

7. Protection and Confidentiality Measures

In order to protect the right of whistleblowers or reporters who act in good faith, the Company will conceal their names, addresses or other information showing their identity and maintain such information confidential. Disclosure of such information is made only to persons who are responsible for the verification process.

In case of complaining towards the Chief Executive Officer, the Audit Committee has duty to protect reporters, whistleblowers, witnesses and persons who provide information for investigation from trouble, damage or unfair treatment as a result of making complaints, providing information or witnessing. Complainants are requested to directly contact the Audit Committee.

- If the complaints are not made towards the Chief Executive Officer, the Chief Executive Officer has duty to use his discretion to proceed with such complaints as deem appropriate to protect reporters, whistleblowers, witnesses and persons who provide information for investigation from trouble, damage or unfair treatment as a result of making complaints, providing information or witnessing.

- The Chief Executive Officer can assign any executive to act on his behalf to protect reporters, whistleblowers, witnesses and persons who provide information for investigation. Such assigned executive must not relate with the complaint issues, either directly or indirectly (e.g. the accused person is a direct subordinate).

Persons involving in the complaint process have duty to keep information, complaints and evidence strictly confidential and must not disclose such information to others, except it is required by law.

8. Procedures for conducting investigations and penalties

1. Upon receipt of report, the Chief Executive Officer or the Audit Committee is responsible for screening and investigation.
2. During investigation, the Chief Executive Officer or the Audit Committee may assign representative to periodically inform the progress of investigation to reporters or whistleblowers.
3. After investigation, if the information or evidence has reason to believe that the accused person commits corruption, the Company will give right to the accused person to acknowledge the complaint and defend himself.
4. In case the accused person truly involves with corruption and violates the Company's Anti-Corruption Policy or guidelines, such person will be disciplinary punished as stated in the Company's regulation. If such act is illegal, the wrongdoer may be legally penalized.

The Chief Executive Officer or the Audit Committee has duty to receive complaints, gather information, investigate, and report to the Board of Directors for consideration and defining disciplinary action as appropriate. The decision of the Chief Executive Officer or the Audit Committee is considered final. The Company will not demote, penalize, or give negative impact to employees who refuse to be involved in corruption although they make the Company lose business opportunity.

9. Dissemination of anti-corruption policy

In order to everyone in the organization to acknowledge about the Anti-Corruption Policy, the Company conducts as follows:

1. Put notification on the Anti-Corruption Policy in the place where it can be easily seen by everyone in the organization.
2. Disseminate the Anti-Corruption Policy via several channels of the Company, for instance, website, email, annual report and annual registration statement (Form 56-1).
3. Regularly review the Anti-Corruption Policy at least once a year.

9.1 Communication

- 1) To communicate anti-corruption policies and measures to stakeholders, including directors, executives, employees, subsidiaries, other companies with under control of the company, company business representatives & partners in various channels such as email, clarification of policies, events and/or seminars. In case company's personnel, using HR/Own social media channels such as Intranet, Portal, Workplace, etc.

- 2) To communicate penalties if do not comply with anti-corruption policies and measures, including, communicating regarding the company does not demote, penalize, or give negative impact to employees who refuse to be involved in corruption although the conduct affect the lose of business opportunity to directors, executives and employees.
- 3) To disclose information to the public regarding the company's anti-corruption policies and measures, in case the relevant policies and measures are prepared or updated, the information shall communicate and disclose at all times via appropriate communication channels such as letters, emails, websites, intranets, print media, public relations plates, etc.

9.2 Training

- 1) Provide orientation and training regarding anti-corruption policies and measures to directors. executives, and company's personnel.
- 2) Encourage directors and executives to contribute to educating company's personnel, to be a good role model for complying with anti-corruption policies and measures. Require the review of understanding, company's expectations, and awareness of penalties if do not comply with relevant measures at least once a year.

This anti-corruption policy is effective from 11 November 2021 onwards.

(Dr. Prasarn Trairatvorakul)
Chairman of the Board of Directors
Central Retail Corporation Public Company Limited

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