

**- Translation -**

**Beryl 8 Plus Public Company Limited  
Anti-Corruption Policies and Measures**

**(As approved by the Board of Directors' Meeting No. 5/2023 held on November 9, 2023)**

As Beryl 8 Plus Public Company Limited (the "Company") has announced the Thailand's Private Sector Collective Action Coalition against Corruption (CAC) on November 14, 2018, the Company has stipulated Anti-Corruption Policies and Measures to be in line and according to the intention and responsibilities towards the entire society, the Company complies with the anti-corruption policies by prohibiting directors, executives, and employees, including its subsidiaries, affiliates, or other legal entities who have performed work on its behalf, or any contractual staff from requesting or taking any action that will be treated as giving or receiving or accepting or tolerating all kinds of corruptions, both directly and indirectly. In this regard, the guidelines are outlined as follows:

**Definitions**

**"Corruption"** means performing or ignore to performing one's duties and responsibilities, or abuse of power in order to illegally benefit from such action in any form, be they bribery, political contributions, sponsorship, gifts, entertainment and hospitality, facilitation, donation for charities and public interest, promise to give, ask or request for money, assets, goods, or other benefits that are not appropriate for state officials, state agencies, private agencies, or other persons operating a business with the company in order for them to perform or not perform their duties, leading to business advantages or other benefits that are not appropriate in terms of business operations, except for the cases where those actions are allowed by laws, traditions, or trading norms.

**"Bribery"** means bribery or to be bribed by a person/ a group of persons with valuable gifts, or other benefits in order to motivate such person to perform, or not perform, or delay to perform assigned duties.

**"Political contribution"** means to support in terms of finance, materials, and/or participation, as well as encouraging employees to participate in political activities on behalf of the company in order to obtain trading advantages. In this regard, this does not include those employees who participate in political activities out of their own rights and freedom.

**"Entertainment and Hospitality"** means to support in terms of food, beverages, performance/sport tickets, including travel expenses, e.g. air tickets, transportation, accommodation, etc.

**"Sponsorship"** means financial supports provided due to business purposes, trademarks/services, or fame of the company.

**"Gifts"** means to give money, goods, valuable gifts, or services with a purpose to express one's support towards a State official, State agency, private agency, or other persons operating a business with the

company, and to support business operations, promote brands/services, or fame of the company which are beneficial for establishing trading credibility and encouraging close business relationship.

**“Donation for charities and public interest”** means to give money, valuable materials, or services in a form of donation, from which the Company may not receive tangible returns.

**“Goods or other benefits”** means cash or cash equivalence, assets, or other goods or benefits given to one another as prizes or rewards, a privilege as well as compensation for transportation, travel, accommodation, dining, entertainment, or the like, whether they are vouchers, tickets, or other forms.

**“Government official”** means a government official specified in the National Anti-Corruption Act including civil servants, officials, state enterprise employees, employees, agents or any other persons representing ministries, bureaus, departments or government agencies, international organizations, political parties, political office holders, local administrators, regulatory authority or any organization that is owned or controlled by the government whether established in the bureaucracy, state enterprise, or other state affairs, this shall include family members of state officials or used to be an official of the State.

**“Other persons under company’s supervision”** means subsidiaries, affiliates, or other persons, or legal entities who perform work on behalf of the company, or contractual staff.

**“State agency”** means central administration, regional administration, local administration, State enterprises under the Budget Procedures Act, public organizations, independent organization, constitutional organization, court administrative units, public university, agencies under parliament or under supervision of the parliament, and other agencies as prescribed in the Ministerial Regulations on Private Organizations.

**“Facilitation Payment”** means a small amount of money unofficially paid to Government officials to make sure that Government officials will either act as per the process or give faster responses, given that the process does not require any discretions of government officials and is in accordance with the duties of the Government officer, and such process is a part of the company’s rights, such as applying for a license, requesting for a certificate, and obtaining public service, etc.

### **Anti-Corruption Policies**

The Company has executed policies not to promote corruption of all forms, and prohibits all directors, executives, and employees of all levels including other people that the Company has control over from requesting or taking any action that will be treated as giving or receiving or accepting or tolerating any kind of corruptions, both directly and indirectly, for the benefits of the organization, one self, family, friends, acquaintances, or for the purpose of business operations covering all businesses and agencies that are relevant to the Company, in order to motivate such person to perform or not perform duties to inappropriately obtain, or maintain business advantages. Moreover, the Company shall not relegate, punish, or negatively affect any employee who refuses corruption, even though such action leads to loss of business benefit. Also, the Company shall arrange to have reviews on the anti-corruption policy

compliance regularly in order to reflect the changes of the business, rules, regulations of laws and within good morality. In this regard, if there is a violation arising, that is, one tolerates, assists, or collaborates with another party for corruption, such person shall get punishment as prescribed by the Company, and/or relevant laws.

### **Roles and Responsibilities**

In order to implement the anti-corruption policies and measures uniformly throughout the organization and to establish clear regulations, the company hereby stipulates roles and responsibilities of all stakeholders to comply with the anti-corruption policies without taking part in any corruption, both directly and indirectly, as follows:

#### **1) Board of Directors**

The Board of Directors shall be responsible for considering and stipulating policies, and monitoring the whole organization to ensure that a system has been implemented to promote anti-corruption efficiently. This is to make sure that personnel at all levels of the Company and the subsidiaries have realized the importance of the measures, and implement the anti-corruption measures to the extent that they become corporate culture.

#### **2) Audit Committee**

The Audit Committee is responsible for auditing, reviewing, and giving opinions on Anti-Corruption Policies and Measures and reviewing financial reports and accounting system, business regulating system, internal control system, internal audit system, and risk management system of the Company and the subsidiaries, in order to ensure that the anti-corruption process does comply with the Company's policies, regulations, and relevant laws, and is appropriately sufficient and effective. Additionally, the Audit Committee is responsible for ensuring that a system for submitting or filing a trace of wrongdoing or corruption is in place, facilitates all stakeholders and is transparent and fair for all parties involved. Moreover, the Audit Committee shall be responsible for supervising, investigating and considering preventive measures and further proposing to the Board of Directors.

#### **3) Risk Management Committee**

The Risk Management is responsible for considering, stipulating management plans and reviewing strategies and guidelines for risk management in terms of corruption in business transactions and monitoring the whole corporate image in order to ensure that the corruption preventive measures and risk reduction are effective in controlling or reducing risks in accordance to the risk management policy and the level of risk acceptable to the Company. Also, the Committee shall review the anti-corruption measures in an appropriate and sufficient manner.

**4) Chief Executive Officer**

Chief Executive Officer is responsible for implementing anti-corruption policies and measures by communicating essential matters to the employees and stakeholders for further acknowledgement and execution.

**5) Internal Audit Agency**

The Internal Audit Agency is responsible for auditing and reviewing work performances, whether they are in line with the policies, regulations, and laws, at least once a year in order to ensure that the company has executed an internal regulating system that is appropriately sufficient and effective against corruption. Afterwards, the outcomes must be reported to the Audit Committee.

**6) Risk Management Working Group**

The Risk Management Working Group is responsible for risk estimation, and assigning the internal corporate units to estimate corruption, setting forth corruption measures. The anti-corruption risk control guidelines are considered and summarized by the units in order to propose risk estimation results to the Risk Management Committee. Besides, the Risk Management Working Group shall also be responsible for reviewing corruption risks to reflect the changing situations.

**7) Human Resources Management Agency**

Human Resources Management Agency is responsible for rendering advice, establishing understanding, and encouraging employees of all levels to strictly comply with the anti-corruption policies and measures, which are to be promoted as part of corporate culture. In this regard, no employees shall be relegated although such action may lead to loss of benefits. Besides, the HR Management shall stipulate suitable penalties for those who do not comply with the anti-corruption policies and measures. By allowing the authorized person to consider and approve.

**8) Executives, Directors, and Supervisors of all Levels**

Executives, directors, and supervisors of all levels are responsible for encouraging, promoting, supporting, supervising employees under their supervision to perform in line with the company's anti-corruption policies. Also, they have to be role models and review all systems and measures to ensure that they are in line with the changes of business, regulations, and laws, and perform tasks transparently and ethically.

**9) Company Regulated Individuals**

Company regulated individuals have duties and responsibilities to strictly comply with these policies as guidelines that are applicable throughout the organization without involving in corruption, whether directly or indirectly.

**10) Employees**

Employees have duties and responsibilities to strictly comply with this policy. without involving in corruption, whether directly or indirectly.

### **Corruption Notification Channel and Whistleblower Protection**

The company executes protection policies and provide fairness to all employees who give information or clues about corruption or incompliance with the company rules, regulations, and code of conduct by providing a secured channel for notifying or providing clues. Any person noticing corruption can submit a letter to the Company's Audit Committee at Beryl 8 Plus PLC., 33/4 The 9th Tower Grand Rama9 Building (Tower B) Floor 19, Rama 9 Road, Huai Khwang Sub-district, Huai Khwang District, Bangkok 10310, Tel. 02-116-5081, or electronically to the following emails:

- [Threekwan.b@beryl8.com](mailto:Threekwan.b@beryl8.com)
- [Chatrapee.t@beryl8.com](mailto:Chatrapee.t@beryl8.com)
- [Udomsakdi.a@beryl8.com](mailto:Udomsakdi.a@beryl8.com)

Complainant or whistleblower of corruption will be protected according to the policy of protection and fairness to employees who report information or give clues about corruption or non-compliance with laws, regulations and the company Code of Conduct.

In this regard, the company shall not relegate, punish, or negatively influence any employee who refuses corruption, even though such action shall lead to loss of business advantages.

### **Anti-Corruption Measures/Guidelines**

#### **1. General Guidelines**

- 1.1 Directors, executives, and employees of all grades and ranks, including other individuals working under the supervision of the company, are not allowed to take part in all types of corruption, both directly and indirectly, as well as seeking for improper interest of any form, such as requesting for, accepting, offering, or providing assets, and other interest to state officials or other persons that are engaged in the business of the company, etc.
- 1.2 Directors, executives, and employees will establish integrity and impartial organizational culture. They are not allowed to be tolerant to corruption in any kind of business. All transactions of the Company that involve working with state officials or state agencies must be conducted transparently, honestly with auditable proof and the procedures must be in compliance with relevant laws.
- 1.3 The company does not allow its directors, executives, and employees, as well as other persons working for other companies that are under the supervision of the company to request for, proceed, or be tolerant to corruption for the benefit of oneself, family, friends, and acquaintance.
- 1.4 The Company will stipulate sale and marketing procedures. Each step must have clear evidence and appropriately approval authority at each level according to the authorization

matrix, in order to concern potential corruption risk, as well as preparing solutions to such problems.

- 1.5 The company stipulated clear procedures for procurement and contract execution, objectives for transactions, disbursement, or any contract settlement. Each step must be supported with an explicit proof. Throughout a management line there should be persons authorized to approve according to the authorization matrix and providing suitable solutions to problems.
- 1.6 The company shall provide communications and training for all employees in order to promote integrity and prepare them for principles and ethics that are in line with the corporate governance policies. Moreover, the company will also set forth work management procedures that reflect commitment of the organization in achieving successful anti-corruption measures, starting from the step of recruitment to training, evaluation, compensation, and promotion.
- 1.7 The company will provide internal audit to ensure that the internal control system effectively drives the company to achieve the set goals. All business units will also be audited to fulfill possible gaps in their plans that have been approved by the Audit Committee, as well as to render suggestion concerning development of the operational system for efficiency and better work performance, in pursuance of the good corporate governance and anti-corruption policies and measures.
- 1.8 The Company will set up a channel for submitting a trace filing complaints from people both inside and outside of the organization will act fairly and will protect all employees and stakeholders who have refused to be involved in any kind of corruption or provide information regarding the Company or its personnel by using any measure, at full capacity, within the scope of power and responsibilities taken by the Company. Those who find corruption related to the Company or its personnel can whistleblow through the channels specified by the Company under the whistleblowing policy. the Company will provide measures to protect whistleblowers according to such policy.
- 1.9 For an employment of a third party to coordinate with state officials or state agencies, it is required to ensure that such third party is not involved in a bribery.
- 1.10 The company will be in collaboration with the public sector, requesting all agencies that partner with the public sector to disclose balance sheets before the Office of the National Anti-Corruption Commission (ONACC).
- 1.11 The company has prepared written procedures about rendering suggestions for anti-corruption measures.
- 1.12 The anti-corruption policies and guidelines according to this anti-corruption policy and measures are deemed as part of disciplinary action of all directors, executives, and

employees of the company. It is deemed that a person ignoring or breaching the policies and guidelines has committed disciplinary wrongdoing and will be subject to penalties based on the company's regulations. In this regard, such person may be subject to a legal penalty if the action committed also breaches the laws.

- 1.13 The company has written policies that cover code of conduct for directors, executives, and employees, as well as indicated anti-corruption guidelines and instilling all employee to strictly follow the law and relevant regulations such as use inside information prohibition etc.
- 1.14 The company has written policies that cover the use of the company's inside information. The directors, executives and all level employees of the company have to keep inside information secret, and are strictly prohibited to disclose the secret and/or inside information that has not been publicized for the purpose of gaining interest, either directly or indirectly, even not for the purpose of gaining any interest at all.
- 1.15 The company has written policies that cover the prevention of conflict of interest to prevent the conflict of interest, based on the rationale that any decision made in conducting the company' business must be for the best interests of the company and its shareholders. Any actions that cause or may cause conflicts of interest should be avoided to ensure fairness to all stakeholders. All directors and executives of the company are required to report their relater persons and notify the company of their conflict of interest upon making a decision on conflicted transaction.

## **2. Guidelines in regard to Gifts, Entertainment and Hospitality, and Facilitation Payment**

The company stipulates guidelines for gifts, entertainment and hospitality, and facilitation payment as follows:

- 2.1 The company has set forth policies for gifts and entertainment as part of the ethics and code of conduct for directors, executives, and employees to comply. Such ethics and code of conduct are applied to all management levels.
- 2.2 The company is aware that establishing a good relationship with state officials, state agencies, private agencies, or other persons operating business with the company is important. Therefore, the company set forth guidelines for entertainment and hospitality, and facilitation payment as follows:
  - 2.2.1 Entertainments must not be carried out with an aim to influence, lead to, or reward any person in order to obtain advantages with hidden agenda to obtain assistance or benefits.
  - 2.2.2 To be in line with relevant laws and company's code of conduct.



- 2.2.3 Appropriate types and values, suitable for each specific occasion.
- 2.2.4 It is required to request for approval based on operating authority level by indicating objectives, value, entertainment budget, payment approver, receiver, date of receipt, receiving organization, including attaching documents relating to the organization where the entertainment is carried out for, etc.
- 2.2.5 It is an appropriate manner to list down all representatives of the company who attend the entertainment, employees, and state officials joining, objectives of the entertainment, etc.
- 2.2.6 All documents of the company, proofs of entertainment and hospitality, or receipt, or other payment receipts, etc., must be collected based on suggestions of the Revenue Department on storage of accounting documents.
- 2.2.7 In the case where there are concerns that certain actions may lead to legal effect, please seek for advice from the Legal Department in writing, or in the case where there are other concerns, such concerns shall be at the discretion of the executives.

### **3. Guidelines in regard to Donation for Charities, Public Interest, and Sponsorship**

The company stipulates guidelines for donation for charities, public interest, and sponsorship as follows:

- 3.1 It must be transparent, legally, and in line with moral and ethical principals. Also, it must not be an act that negatively affects public interest. Such person must be certain that the donated money or sponsorship shall not be used for bribery or corruption.
- 3.2 Donation for charities, public interest, and sponsorship must not be meant to be bribery.
- 3.3 It is required to seek for approval based on operating authority by indicating the receiving organizations, objectives, date, and values of materials/services provided, including attaching documentation that relates to the organization receiving the sponsorship or donation, such as list of founders, directors, etc.
- 3.4 It is required to store documents of the company, proofs of receipt, or receipts, or other payment receipts, such as appreciation letter, etc., according to the suggestions of the Revenue Department on storage of accounting documents.
- 3.5 In the case where there are concerns that certain actions may lead to legal effect, please seek for advice from the Legal Department in writing, or in the case where there are other concerns, such concerns shall be at the discretion of the executives.



#### **4. Guidelines for Political Contributions**

- 4.1 The company does not have policies for political contributions, both directly and indirectly. The company shall fairly operate the business and shall not support or commit any act to bias any political party in particular. However, the company respects employees' personal rights in participating in or supporting political activities. In such case, the employees must express their favor outside office hours and shall not mention the company's name or use any asset of the company when participating in the political activities.

#### **5. Guidelines for Human Resources Management**

In order for the anti-corruption policies and measures of the company to be well supported and lead to efficient practice, the company stipulates guidelines as follows:

- 5.1 These anti-corruption policies and measures shall cover every phrase of human resources management, starting from recruitment, selection, training, orientation, promotion, rewards, and performance evaluation. All levels of supervisors must communicate with their supervisees and monitor operations to ensure effective compliance to the policies.
- 5.2 It prescribes that supervisors of all levels shall communicate and establish mutual understandings with their subordinates in order for all to be in the same direction. Moreover, the supervisors shall actively monitor and comply with the policies.
- 5.3 Directors and executives of all levels shall be role models in complying with the anti-corruption policies, and shall encourage employees of all levels to strictly comply with the anti-corruption policies, as well as promoting the policies to be part of the corporate culture.
- 5.4 The company shall not relegate, punish, or negatively affect any employee who refuse corruption, even though such action leads to a loss of business advantages.
- 5.5 Directors, executives, and employees of all levels shall not tolerate when finding someone acts something that may violate the anti-corruption measures. The company shall provide a channel that is open for clues and shall protect the employees who give clues or information about corruption, as well as rendering advice regarding the anti-corruption measures.

#### **6. Risk Estimation**

It prescribes that the company shall estimate risks in order to develop effective anti-corruption measures based on transactions carried out by the company which may have any step or process that is risky in terms of corruption. It is required that the company shall review the anti-corruption risk management policies at least once a year and review the existing risk management measures in order to make them suitable for risk prevention and limit such risks to an acceptable level.

## **7. Internal Control System and Financial Reports**

- 7.1 The Management shall be responsible for providing accurate and complete financial reports on time and in line with acceptable accounting standards.
- 7.2 The company shall arrange internal control system in order to reasonably strengthen effective performance and financial credibility, and compliance with policies, rules, and regulations as follows:
  - 7.2.1 Prescribing to have clear written rules and regulations, and procedures.
  - 7.2.2 Designating an authorized signatory to approve payments and financial limits.
  - 7.2.3 All transaction records, balance sheets, and all expense records must be supported by explicit proofs with approval. All details must be provided completely and within the time specified by the company.
  - 7.2.4 The company does not allow to record false, incomplete, inaccurate information, or make up accounts. Also, there shall be no accounts prepared outside the balance sheets that supports or hides inappropriate payment.
  - 7.2.5 Store data, balance sheet documents according to the criteria set forth by the company and in line with relevant laws systematically in order to be convenient when finding. Once the storage period of data, document elapses, there shall be an employee responsible for having them destroyed by methods that best suit each type of data.
  - 7.2.6 Create internal mechanism in order to follow up and monitor the financial reporting system to ensure that it is in line with accounting standards, as well as improving working process of each segment for effectiveness in anti-corruption and misconduct.
  - 7.2.7 Cultivate good moral traits and honesty in carrying out tasks transparently, ethically, whereby all directors, executives, and employees of all levels taking part in preventing and going against corruption, leading to transparent organization that is free from corruption.
  - 7.2.8 Encourage subsidiaries/affiliates, representatives, agents, partners/contractors to comply with the policies and guidelines in order to avoid corruption.

## **8. Training and Communications**

In order to effectively comply with the anti-corruption policies and measures, the company stipulates guidelines as follows:

## 8.1 Communications

- 8.1.1 Arrange to have communications and publication of anti-corruption policies and guidelines regarding anti-corruption measures for directors, executives, employees, and all stakeholders by providing documentation and deliver it to such stakeholders via email in order to establish mutual understanding, agreement, and compliance.
- 8.1.2 Arrange to have communications and publication of anti-corruption policies and guidelines regarding anti-corruption measures, public responsibilities by posting up all information in company's available platforms, such as the company's website, annual data reports/the form 56-1 (one report), etc., in order to establish mutual understanding and persistency to the standards.

## 8.2 Training

- 8.2.1 Organize orientation and training that concern anti-corruption policies and measures for directors, executives, employees at least once a year.
- 8.2.2 Encourage participation of directors, executives in contributing knowledge to all employees in order to be role models who comply with anti-corruption policies and measures.

In this regard, if you have any question or suggestion to encourage development of anti-corruption measures, please contact or inform your supervisor or the Human Resources Department for further consideration and process.

The company deems that the anti-corruption ethics and code of conduct are a kind of discipline with which all directors, executives, and employees need to strictly comply. Any person carrying out any act against or not comply with the anti-corruption policies and guidelines shall be subject to punishment according to the Company Rules and Regulations and/or relevant laws.

## 9. Monitor for Compliance and Internal Audit

- 9.1 The Board of Directors shall promote and encourage the Management Team to attend the Board of Directors' meetings in order to obtain opportunities to render opinions or propose reports that are in trouble in order to obtain effective and efficient solutions.
- 9.2 The Company prescribes that the internal audit agency shall follow up and review appropriateness, sufficiency, and effectiveness of Anti-Corruption Policies and Measures, and Policies and guidelines regarding the Anti-Corruption Measures in order to suggest and discuss with relevant management in order to improve and adjust to suit the Company's business. The review result must be reported to the Audit Committee, and/or to the Board of Directors at least once a year.

9.3 The company prescribes procedures for outcome and urgent issue reports in the preventive policies and shall treat the employees who provide information or clues of corruption or incompliance with laws, rules, regulations, and company's ethics fairly.

**10. Consideration for Punishment in case of Violation or Incompliance with the Anti-Corruption Policies**

10.1 In the case where directors, executives, and employees of the company violates or do not comply with these policies, they shall be subject to disciplinary punishment in accordance with work disciplinary requirements and regulations prescribed by the company, and/or relevant laws. Punishment methods shall depend on truths and surrounding incidents as deemed appropriate, as the case may be. The consideration process must be conducted deliberately by referring back to Company Regulations. In this regard, if such person violates or does not comply with said policies, an act which is against the laws, such persons shall be subject to legal penalties.

The anti-corruption policies and measures shall be effective from November 9, 2023.

(Mr. Chatchaval Jiaravanon)  
Chairman of the Board of Directors  
November 9, 2023