

**“Translation”**



**Code of Conduct**

**RATCH Group Public Company Limited**

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## Message from the Chairman

The Company believes that conducting business by adhering to ethics, morality and honesty as well as having a good management and corporate governance system is an important factor that promotes sustainable success and maintains its leadership in the industry.

This Code of Conduct is a compilation of best practices for business operations that are well categorized so that they are up to date, internationalized, and easy to understand and practice while being in line with the Company's rules and regulations. All executives and employees including related persons must study and gain thorough understanding and strictly adhere to this Code of Conduct during their operations.

The Company sincerely hopes that all executives and employees will cooperate and strive to study and comply with this Code of Conduct in order to drive the Company to achieve the stated goals under the mission as well as creating firm and sustainable growth.

Sign .....

(Mr. Sutat Patmasiriwat)

Chairman of the Board of Directors

RATCH Group Public Company Limited

Date 17<sup>th</sup> April 2019

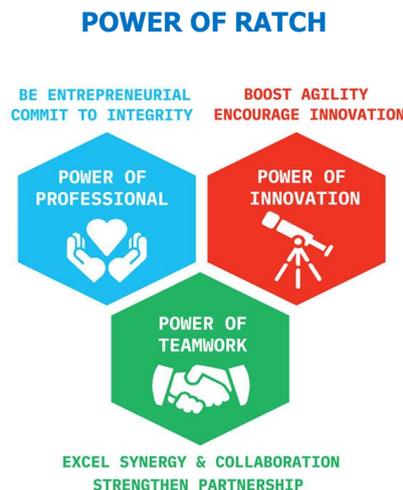
## Vision

To be a leading value-oriented energy and infrastructure company in Asia-Pacific.

## Mission

- ❖ To ensure shareholders' value creation by continuously generating superior financial returns
- ❖ To achieve world-class operational excellence and enhance competitiveness.
- ❖ To be socially and environmentally responsible, conducting business in a fair and sustainable manner and complying with all related laws and regulations
- ❖ To raise employees' awareness and motivation of self-development in preparation for future business competition.
- ❖ To support long-term domestic energy security and infrastructure
- ❖ To seek new opportunities and alternatives in related and other businesses to generate growth and expand business base for shareholders

## Core Values



### ➤ **Power of Professional**

Fully and professionally displaying skills and abilities with excellence and adherence to righteousness and good governance.

### ➤ **Power of Innovation**

Analyzing new business opportunities and quickly responding to changes, daring to think, take actions and make further development for better outcome.

### ➤ **Power of Teamwork**

Being good leader and follower in accordance with roles and responsibilities during the collaboration with related parties both within and outside of the organization.

## Business Aspiration

- ★ The Company shall operate its business with integrity, ethics, and morality while taking into account the duties and responsibilities towards the nation, religion, monarchy, including the laws and good morals of the country and treat all stakeholders equally and fairly. The Company shall also support economic, social and environmental development to create added value to the organization in a long term which leads to firm and sustainable growth.

## Definition

**Code of Conduct** means a compilation of desirable behaviors and actions that are defined as guidelines for all employees of the Company to follow in order to maintain and promote virtue, pride and prestige of the organization.

**The Company** means RATCH Group Public Company Limited and the subsidiaries under the Company's control whether they have already existed or will be established in the future.

**Executives** mean directors and executives who are in Executive Vice-President level and above of RATCH Group Public Company Limited and subsidiaries under the Company's control whether they have already existed or will be established in the future.

**Employees** mean employees and workers who operate to receive wages from RATCH Group Public Company Limited and subsidiaries under the Company's control whether they have already existed or will be established in the future.

## **Compliance with the Code of Conduct**

The Company aims for executives and employees at all levels of the organization to have the duty to comply with this Code of Conduct. Executives are also responsible for creating norms and cultures to respect and comply with the Code of Conduct within the organization by giving encouragement and support to employees so that they willingly comply with the Code of Conduct and well react to matters related to the implementation of the Code of Conduct.

### **❖ Persons Obligated to Comply with the Code of Conduct**

- 1) Executives and employees of the Company.
- 2) Subsidiaries that the Company is controlling or having the right to control whether they have already existed or will be established in the future must accept and have practices that are in line with the Company's Code of Conduct
- 3) Subsidiaries that are not under the Company's control should accept and have practices that are in line with the Company's Code of Conduct.
- 4) Third parties that are representing the Company such as consultants, agents, and independent contractors must
  - Agree to comply with the Company's Code of Conduct.
  - Be educated and informed about this Code of Conduct.
  - Be carried out in any way which may include termination of the contract if it is known that any of them violates the Company's Code of Conduct.

### **❖ Obligation**

Persons obligated to comply with this Code of Conduct must study the details and gain thorough understanding of this Code of Conduct.

### **❖ Instruction Manual for the Code of Conduct**

- 1) Study and gain understanding of the contents of this Code of Conduct, especially regarding matters relating to one's duties and responsibilities.
- 2) Regularly review the knowledge and understanding of the contents of this Code of Conduct.
- 3) Provide knowledge and understanding to others who have to perform duties that are related to or may affect the Company.
- 4) When in doubt, ask one's supervisor or the person designated by the Company to be responsible for monitoring the implementation of the Code of Conduct through assigned channels.
- 5) Report to the supervisor or the responsible persons upon finding or suspecting that there may be a violation of or non-compliance with the Code of Conduct.
- 6) Cooperate with investigations performed by the agency or person assigned by the Company.
- 7) Executives at all levels must be leaders to practice with compliance to Code of Conduct, as well as promoting an understanding to employees and related parties that it is the right thing to uphold to the Code of Conduct and it is the obligation to comply with the Code of Conduct.
- 8) Executives at all levels must regularly monitor the implementation of the Code of Conduct by employees under their supervision.

### ***Actions that may be Unethical***

All employees are obliged to implement and encourage others to comply with the Code of Conduct. The following actions are considered unethical and may result in disciplinary action:

- 1) Not following the Code of Conduct.
- 2) Suggesting, encouraging or assisting others to not follow the Code of Conduct.
- 3) Ignoring and overlooking upon witnessing violation or non-compliance with the Code of Conduct in the case that one is aware or should be aware due to work related to their responsibilities.
- 4) Not cooperating or obstructing the investigation of claims regarding violation or non-compliance with the Code of Conduct.
- 5) Retaliating against employees who report clues about non-compliance with the Code of Conduct.
- 6) Any unfair actions against others due to their reporting of non-compliance with the Code of Conduct.

In this regard, the violator of the Code of Conduct must receive disciplinary consideration in accordance with the regulations set by the Company and may also receive punishment according to the laws if the act is illegal.

### **Measures for Complaints and Report of Irregularity Clues**

The Company has provided channels to file complaints, report of irregularity clues, comments or suggestions relating to illegal acts or non-compliance with the Code of Conduct, including behavior that may indicate fraud from stakeholders who are affected or are at risk of being affected by the Company's business operations or by the performance of duties of the executive and employees of the Company.

#### **Complaints and Irregularity Clues**

Upon witnessing an incident that violates or does not comply with the Code of Conduct, including actions that may indicate fraud or violation of laws, the person can inquire or send complaints to authorized persons as follows:

- 1) Chief Executive Officer
- 2) Any trusted supervisors at all levels
- 3) Vice President – Head of Internal Audit Division
- 4) The Board of Directors

#### **Procedures Upon Receiving Complaints**

The Company has a guideline for procedure upon receiving complaints as follows:

- 1) Complaint receiver, either by him/her self or by assigning appropriated person for the task, gathered all facts related to the violation of or non-compliance with the Code of Conduct

- 2) Presenting to the Chief Executive Officer to consider and appoint an investigation committee comprising experts with appropriate knowledge and fairness to investigate the fact gathered from the complaint.
- 3) The investigation committee gathers information related to the complaint received by interviewing and/or examining documents.
- 4) The investigation committee processes the result and determines the fact in order to consider appropriate procedure and method.
- 5) The investigation committee sets measures to correct and mitigate damage to the affected parties by considering overall damages and report the results to the Chief Executive Officer to report respectively to the Board of Directors.
- 6) The investigation committee reports the results to the complainant in case that the complainant discloses himself/herself.

### **Measures to Prevent Retaliation and Mitigate Damages to Reporters, Complainants or Those Cooperating in Reporting of Violation or Non-Compliance of the Code of Conduct**

Reporters, complainants or those cooperating in the fact examination will receive protection and justice from reporting useful information or clues to the Company regarding fraud, non-compliance with laws or regulations issued by government agencies, including violations or non-compliance with the rules and regulations or Codes of Conduct of the Company as defined below:

- 1) Reporters, complainants or cooperators can choose not to reveal their name if such disclosure will cause any harms or damages. However, if their identities are revealed, it will enable the Company to report the findings or conveniently and quickly alleviate the damages.
- 2) The Company considers relevant information confidential and will only disclose such information when necessary to those responsible for resolving the issue while taking into account the safety and damage of the reporters or related persons.
- 3) In the case that the complainant considers that he/she may be harmed or received damages, the complainant may request the Company to set appropriate protection measures or the Company may prescribe protection measures to the complainant without being requested if it is a matter that is likely to cause damages or harm.
- 4) Those who have suffered damage will receive relief through an appropriate and fair process.

## **Business Operations Guidelines**

### **\* Sustainable Development**

- 1) The Company adheres to sustainable development as a guideline for business operations based on responsibilities to economy, society, and environment.
- 2) The Company takes economic, health, safety, environmental and social issues into consideration in its business decision making.
- 3) All activities of the Company must be carried out under sustainability principles and aim for sustainable results in order to gain the acceptance and trust from all stakeholders.
- 4) All executives and employees have the duty to regularly create good interactions with stakeholders who are related to their operations.
- 5) All executives and employees are obliged to strictly comply with the Company's regulations regarding occupational health, safety, security, and environmental and social responsibilities.
- 6) The Company shall operate business that creates sustainable benefits to the society by taking care of occupational health and safety of employees, partners, and communities while minimizing impacts on the community, keeping greenhouse gases from production to the minimum, best protecting the ecosystem and biodiversity, and using energy, water and other resources with maximum efficiency.

### **\* Anti-Corruption and Bribery<sup>1</sup>**

- 1) The Company will not be involved in giving or accepting bribe or corruption in all forms, whether it is while conducting business with the private sector or the government sector.
- 2) Executives and employees or persons acting on behalf of the Company must not offer, persuade, promise, give or accept bribes, bribe money or other inappropriate payments, including making payment for convenience.
- 3) All executives and employees must abide by the laws and regulations which prohibit giving and receiving bribes and corruption, and also enforce on the Company's partners, contractors, and joint venture partners.

### **\* Transaction with Government Sector**

- 1) Any information to be reported to government officials or regulators must be reviewed so that it is true, accurate and complete. All submissions must be approved by the authorized person.
- 2) The Company will cooperate with government officials or regulators in providing information, inquiries or reviews.
- 3) Employees are obliged to notify and request advice from supervisors and authorized persons before accepting requests for information and other requests from government agencies or regulators.

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<sup>1</sup> More details can be found in

- 1) RATCH Group Public Company Limited's Regulation on Anti-Fraud and Corruption B.E. 2562
- 2) RATCH Group Public Company Limited's Order No. Kor 31/2562 Re: Charitable Donation and Subsidy

### *Prevention of Conflict of Interest*

- 1) All business decisions must consider the best interests for the Company rather than personal ones.
- 2) All executives and employees must perform their duties to the best of their ability and decide to take any actions related to the business based on the best interests of the Company that are in line with the law and ethics.
- 3) The practice of all executives and employees must be transparent, not affecting or deteriorating the reputation and credibility of the Company.
- 4) Do not misuse the resources or names of the Company or cause damage to the reputation and corporate image, either it is intentional or unintentional but with awareness of potential negative impact.
- 5) Executives and employees do not conduct business that is competitive or has the same nature as the Company.
- 6) Executives and employees do not accept positions in external agencies or non-profit organizations, unless they notify or are permitted in accordance with relevant regulations. They are also required to disclose their interests in companies or businesses that are related to and conducting business with the Company.
- 7) Do not use resources, intellectual property, time or location of the Company for personal gain.
- 8) Avoid activities that may have an impact on work in any aspect or could cause conflict between personal interests and benefits of the Company. In the case that the employees are involved in any business or incidents that may cause conflict of interests, they must immediately inform their supervisor.
- 9) Executives and employees do not seek benefits from the information or anything they learn due to their position, duties, and responsibilities.
- 10) Executives must consider the conflict of interest regarding connected transactions between the Company and its subsidiaries, associates or controllers with discretion, honesty, reasonability and independence based on good ethics and with arm's length principle while also taking into account the best interests of the Company.
- 11) In any meeting where a meeting attendee has conflict of interest in the matter under consideration, such attendee must temporarily leave the meeting so that other attendees have the chance to consider, analyze, and make comments without the influence of him/her.
- 12) All executives must prepare a report to disclose their own and related persons' interests in the prescribed form to the organization within the specified time and revise the report when there is a change of interest items.
- 13) The recruitment of new personnel who are relatives of the executives and employees of the Company must be treated on transparent and fair manner as those with the same qualifications.

## ***Compliance with Laws***

- 1) All businesses of the Company must comply with their domestic laws and relevant international laws.
- 2) All executives and employees must adhere to and seriously respect and comply with relevant laws and regulations.
- 3) All executives and employees must acknowledge and comply with the requirements of laws and enforceable or applicable regulations to their work responsibilities.
- 4) All executives and employees must cooperate and treat the regulatory officers professionally with integrity.
- 5) Executives must include the requirements and regulations that affect the business operations of the Company in the strategic plan and business process.
- 6) There must be a team with knowledge and expertise in relevant regulations or those who are involved in government work as well as management of compliance risks.
- 7) All executives and employees are obliged to monitor changes in laws and regulations at all times.

## ***✦ Appropriate Giving / Receiving Gift, Receptions and Other Benefits<sup>2</sup>***

- 1) The Company deems accepting or giving property or items as a gift/souvenir in line with local customs acceptable. However, the Company does not intend the executives and the employees to accept gift/souvenir that has higher value than normality from related business parties.
- 2) Appropriate gift and reception giving and receiving for business purposes must not have any significant impact on the decision-making of executives, employees or third parties.

## ***✦ Political Neutrality***

- 1) The Company will be politically neutral by not taking any actions that take sides or support any political parties or any persons with political power, including not participating in activities of any political parties or groups or politicians whether directly or indirectly, and not allowing political parties to use the resources and location of the Company for political activities.
- 2) The Company respects the right and freedom of employees to exercise their political rights such as voting in an election or being a member of a political party, as well as the personal rights of employees to participate in the political activities outside of working hours as appropriate under the conditions that such actions do not represent of the Company and use the employees' own resources.

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<sup>2</sup> More details can be found in

- 1) RATCH Group Public Company Limited's regulation on Anti-Fraud and Corruption B.E. 2562
- 2) RATCH Group Public Company Limited's order No. Kor. 32/2562 Re: Giving and Receiving Gifts and Souvenir
- 3) RATCH Group Public Company Limited's order No. Kor. 28/2562 Re: Reception Fee

### **Prevention of Money Laundering**

Money laundering is a process of concealing illegal money or property, or changing or transferring money or property to be legal, which includes concealing the source of illegal money or property and the use of legal money to support offenses or terrorism.

- 1) The Company will strictly comply with laws and regulations regarding money laundering prevention.
- 2) Avoid accepting or engaging in transactions involving money with indication to illegality or avoiding laws.
- 3) Regularly review the partners and evaluating their integrity as appropriate.
- 4) Employees are obliged to immediately notify their supervisors if any irregularities in the payment methods or behaviors that indicate dishonesty are found such as paying in currencies other than those specified in the invoice or contract, payment to people who are not direct partners of the transaction, payment to or from accounts that do not belong to the partners, using many cheques or drafts, etc.

### **Fair Trade Competition**

- 1) All executives and employees must study and gain understanding about competition and antitrust laws before any action is taken.
- 2) All executives and employees must study and examine the laws relating to monopoly before proceeding to acquire and merge business or other related transactions that may reduce or significantly limit free competition in the market.
- 3) All executives and employees must comply with laws relating to trade competition in the countries in which the Company operates its business and do not show anti-competitive behavior.
- 4) Do not form an agreement with characteristic that may reduce or limit trade competition or cause unfair competition with competitors or any person. Such characteristic includes pricing, fraudulent bidding, marketing allocation, and agreement to restrict procurement.
- 5) Be careful about meeting or contacting competitors or do not participate in any agreements that may be deemed a conspiracy on anti-competitive trade.
- 6) Do not exchange important information that affects trade competition with third parties, especially competitors.
- 7) Do not accept direct and indirect information from competitors and do not exchange or receive illegal information.
- 8) Carefully participate in business and trade association activities to avoid exchanging information with competitors.
- 9) Approval from senior executives must be granted before any information about the Company's trade secret can be given or exchanged with business partners or joint ventures.

## *Use of Insider Information*<sup>3</sup>

Insider information means information that has yet to be disclosed to the general public and is deemed as important information that may affect price of the Company's securities. Such information comprises operating results, profit forecast, dividend payment, new securities issuance, lending, significant changes, liquidity problems, business acquisition, investment, merger, substantial lawsuit, and the board resolution, etc.

Confidential information is not public information but it is information that, if disclosed to the public or falls into the hands of competitors, will cause serious impact to the Company or reduce the Company's competitiveness.

- 1) All executives and employees have the duty to protect confidential business information of the Company and are prohibited to use the Company's insider information for personal gain, especially to purchase or sell the Company's security or to advise other to do so.
- 2) Do not disclose insider information to outsiders or unrelated persons. Prohibited insider information comprises operating results, profit forecast, dividend payment, new securities issuance, lending, significant changes, liquidity problems, business acquisition, investment, merger, substantial lawsuit, and the board resolution, etc.
- 3) Executives, employees or persons involved with insider information and Company's confidential matters are prohibited to forward such information in all forms to outsiders, including family members, friends, and relatives. They are also forbidden to use insider information to seek illegal benefit or reduced the benefits of the Company.
- 4) Confidential insider information can only be provided or shared to insider of the Company as necessary or as relevant to the work of that person.

## *Business Operations in Foreign Countries*

- 1) The Company will comply with laws and regulations in each country in which the Company operates business, while taking into account society, environment, customs, traditions, culture and way of life in each locality.
- 2) Before traveling abroad, all executives and employees must study the customs, traditions, culture and relevant laws of the destination country.
- 3) All executives and employees must comply with the law and behave as a good citizen in each locality without contradiction to the Code of Conduct of the Company.
- 4) Employment of local workers must comply with the local labor laws and must treat local workers with equality and fairness.
- 5) Employees must regularly report their performance to supervisors.

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<sup>3</sup> More details can be found in

- 1) RATCH Group Public Company Limited's order No. Kor. 33/2562 Re: Use of Insider Information for Personal Gains
- 2) RATCH Group Public Company Limited's Announcement No. 1/2562 Re: Report on Securities Holding of RATCH Group Public Company Limited

## Treatment of Stakeholders<sup>4</sup>

### ✧ Treatment of Shareholders

- 1) The Company is committed to conducting business in order to continuously generate growth and profits for shareholders to receive good returns as well as creating added value to the business which will have a positive impact on the returns to shareholders in a long term.
- 2) The Company conducts business with care, prudence, honesty, fairness and equality to all shareholders for the maximum benefit of overall shareholders.
- 3) The Company respects the shareholders' rights to receive necessary information to use in assessing the management of the Company and equally and thoroughly discloses information to shareholders regarding the operating results, financial position and other relevant reports whether they are monetary and non-monetary, as well as future prospects of the organization. Such reports are based on possibility, have sufficient supportive information and are reasonable, regular, complete and accurate, based on fact and in line with internationally accepted standards of domestic and foreign capital markets.
- 4) The Company has the policy to correctly and completely record accounting transactions in accordance with accounting standards and related laws. The records are reviewed by internal auditors, the Audit Committee and endorsed the Company's independent auditor.
- 5) Executives and employees at all levels dedicate their knowledge and abilities and apply knowledge and skills in management and operate with their full abilities.

### ✧ Treatment of Employees<sup>5</sup>

- 1) The Company prioritizes thorough and regular personnel management and development so that they have knowledge and ability.
- 2) The Company provides fair remuneration and welfare that is comparable to other leading companies.
- 3) The Company strictly complies with laws and regulations related to employees.
- 4) The Company provides a safe and supportive working environment in accordance with the occupational health standards.
- 5) The Company appoints and transfers, including awards and punishes, employees with equality, honesty, and justice based on each employee's knowledge, ability, and suitability.
- 6) The Company accepts comments and suggestions that are based on employees' professional knowledge.
- 7) The Company treats employees with respect to individuality and human dignity.
- 8) The Company avoids any unfair actions which may affect the stability of the employee's work, threaten or create pressure on the mental state of the employee.
- 9) Employees may file a complaint in the event that they do not receive justice from the specified system and process.

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<sup>4</sup> More details can be found in

3) Announcement of the Board of Directors of RATCH Group Public Company Limited No. 1/2562 Re: Corporate Governance Policy of RATCH Group Company Limited's Group

4) Announcement of the Board of Directors of RATCH Group Public Company Limited No. 4/2562 Re: Employees Policy

5) Announcement of the Board of Directors of RATCH Group Public Company Limited No. 5/2562 Re: Shareholders Policy

6) Announcement of the Board of Directors of RATCH Group Public Company Limited No. 6/2562 Re: Social and Environmental Policy

<sup>5</sup> More details can be found in RATCH Group Public Company Limited's Regulation on Human Resources Management B.E. 2562

### **Treatment of Customers**

- 1) The Company is committed to producing and delivering quality products and services and responsible to customers by striving to continually and seriously raise standards.
- 2) The Company discloses accurate and complete information about products and services without distorting facts.
- 3) The Company guarantees products and services under appropriate time condition.
- 4) The Company arranges systems and procedures so that customers can file complaints about products and services and operating at its best so that customers receive a quick response.
- 5) All executives and employees must maintain the confidentiality of the customers and do not use the customer's secrets for the benefit of themselves or those involved.
- 6) All executives and employees do not ask for, accept or pay any illegal benefits while dealing with customers.
- 7) All executives and employees strictly comply with the conditions with customers. If the conditions cannot be fulfilled, customers must be immediately notified in order to find mutual solution.

### **Treatment of Creditors**

- 1) The Company strictly complies with the conditions with the creditors of the Company.
- 2) All executives and employees do not ask for, accept or pay any illegal benefits while dealing with the Company's creditors.
- 3) The Company seriously cooperates in solving the problems of asking for, accepting or paying any illegal benefits while dealing with creditors.
- 4) Accurately, completely, punctually and regularly report relevant financial information to the creditors of the Company.
- 5) In the event that the Company cannot fulfill the conditions, the Company will immediately notify the Company's creditors in advance in order to find mutual solution.

### **Treatment of Partners/Suppliers**

- 1) All executives and employees adhere to the principle of maximum benefit to the Company without regard to personal or dissenter's benefits.
- 2) The Company provides opportunities for partners/suppliers to compete whether they are small businesses or businesses of the underprivileged, minorities, women and disabled veterans.
- 3) There are competitions from bidders and the selection is fair and appropriate.
- 4) There are criteria for evaluating and selecting business partners. Contract is prepared in an appropriate and internationally accepted form.
- 5) Contract management and monitoring system is arranged to ensure complete compliance with the contract's conditions in order to prevent fraud and illegal behaviors at all stages of the procurement process.
- 6) Develop and maintain sustainable relationships with partners who have clear objectives in terms of technical quality, product and service values that are worth the monetary value and have mutual trust.
- 7) All executives and employees strictly comply with the conditions that the Company has with the Company's partners under the rules of fair competition.
- 8) All executives and employees do not ask for, accept or pay any illegal benefits while dealing with the Company's partners.
- 9) In the event that the Company cannot fulfill the conditions, the Company will immediately notify the partners in advance in order to find mutual solution.

### ***Treatment of Trade Competitors***

- 1) The Company treats trade competitors under the international framework and principles of good competition.
- 2) All executives and employees do not seek confidential information of trade competitors in a dishonest or inappropriate way.
- 3) All executives and employees do not accuse against the trade competitors without any ground for the accusation.
- 4) All executives and employees do not ask for, accept or pay any illegal benefits in trading with the Company's competitors.
- 5) All executives and employees strictly comply with the conditions with trade competitors.

### ***Treatment of Business Partners***

- 1) All executives and employees are determined to strictly comply with the agreements and commitments that have been made with business partners.
- 2) Provide business assistance in a manner that facilitates mutual benefits for overall business results while taking into account the best interests of the Company and based on the fair returns to both parties.
- 3) All executives and employees provide true information and accurate report. Negotiation and solution findings are based on business relationships.

### ***Treatment of Government Sector***

- 1) Support the operation of the government sector and comply with the policies and principles of the relevant regulatory agencies.
- 2) Promote and encourage cooperation in the activities of government agencies in order to create stability and growth for community and society.

## *Treatment of Communities, Society, and Environment*

- 1) The Company is committed to conducting business based on responsibility to the communities, society and the environment and includes them in the Company's mission in order to create and maintain good image and reputation as well as credibility of the organization to gain recognition and trust from the community and overall society. This will lead to business success as well as sustainable development and growth.
- 2) The Company supports the preparation of projects and activities of the Company and ones that are arranged together with partners that are appropriate and beneficial to the community and society by integrating the organization's strategy and responding to the expectations of the stakeholders.
- 3) Participate in activities to show responsibility for the community and society in order to enhance the quality of life for stakeholders.
- 4) Support and assist society and community both at the local and national levels as appropriate.
- 5) Respect local customs, traditions, culture, and way of life.
- 6) Cooperate in various activities with the communities in which the Company operates.
- 7) Utilize natural resources by considering the option that has the least impact on the community and society.
- 8) Encourage executives and employees of the Company to have good conscience and responsibility to society and the environment.
- 9) Promote efficient use and conservation of energy for the benefit of future generations
- 10) Provide opportunities, support and arrange appropriate systems and processes for communities and stakeholders to participate in projects which may impact on the community, including proposing comments or complaints resulting from the operations of the Company.
- 11) Cooperate with agencies involved in implementing international standard or agreements on matters that are created to help prevent or mitigate social and environmental impacts.
- 12) Cooperate with relevant agencies to reduce trash or waste, both from the production process and general usage, including providing trash or waste disposal with proper methods.
- 13) Assess risks and impacts on matters related to environment, society, health, and safety before investing or joint venturing in any business.

## **Operational Excellence**

### **♣ Safety, Occupational Health and Working Environment**

- 1) Encourage safety as an important agenda by defining safety, occupational health and working environment requirements and standards with measures that are not less lenient than that prescribed by international standards. Employees must study and strictly comply with the laws, policies, regulations, and standards related to safety, occupational health and working environment.
- 2) The Company will take actions to control and prevent losses in various forms due to accidents, fire, work-related injuries or illnesses, lost or damages of assets, breaches of security system, improper operations and any mistakes including maintaining a safe working environment for the employees of the Company, providing adequate and appropriate safety equipment, as well as regularly rehearsing safety drills. Executives and employees have the responsibility to report incidents and accidents according to the specified procedure.
- 3) The Company must provide public relations and communication in order to create knowledge and understanding and disseminate information to employees of the Company, employees of contractors as well as related stakeholders so that they acknowledge and understand the policy, regulations, procedures and precautions about safety, occupational health, and working environment, and correctly practice without causing harm to health, property and the environment.
- 4) If any work is found unsafe or may not comply with safety, occupational health and working environment requirements and standards or found to have an impact on safety, occupational health, and working environment; such work will be temporarily terminated in order to notify coworker, supervisors and the responsible agencies to correct or make correction plan.

### **♣ Prevention and Correction of Drug Problem in the Office**

- 1) The Company prioritizes the prevention and solution of drug problems in the office by providing relevant requirements and measures.
- 2) Employees must participate and be responsible for preventing and solving drug problems in the office.
- 3) Every supervisor of the Company must act as a good role model and is responsible for monitoring and overseeing drug-related offenses.
- 4) Cooperate with the government in reporting information, news, and behavior of persons involved with drugs.

### **♣ Security**

- 1) The Company prioritizes security in order to prevent damages to life and property of employees and the Company. Regulations, procedures and equipment regarding security are adequately and appropriately provided.
- 2) Build and maintain a safe working environment including specifying and reporting warning signs of violence in the workplace.
- 3) The Company will check backgrounds of the employees and the new contractors as permitted by laws to monitor any related terrorism.
- 4) If any irregularities that may affect the security of the office are found, reports should be made to supervisors or responsible persons.

### **♣ Crisis Management**

- 1) Establish a crisis management and communication plan to solve an event that has serious consequences to reduce the damage and loss of the Company including reducing risks that may affect the stakeholders of the Company.
- 2) Regularly review and improve the crisis management and communication plan in order to be timely and suitable for the Company's situation in each period.
- 3) Integrate with the crisis management and emergency plan of the affiliated Company.
- 4) Provide knowledge to create understanding for the relevant teams and employees of the Company in order to effectively manage and communicate in crisis situations.

## **Data Protection and Asset and Financial Supervision of the Company**

### **♥ Recording, Reporting and Data Storage**

- 1) Recording and reporting of Company's information both financial and non-financial must be done honestly, accurately, completely, timely and reasonably.
- 2) Information that is created or received during work is the property of the Company and must be managed, stored, protected and destroyed in accordance with the requirements.
- 3) Appropriately store documents and records regarding disputes, conflicts and lawsuits that are being considered for the Company's review, monitor or investigation.
- 4) Completely store documents, make records including maintaining records, accounting information and evidence documents.
- 5) Comply with the Company's requirements or regulations related to the storage and destruction of information in the form of documents and electronics.
- 6) Counterfeiting or creating misleading information is a violation of the Company's integrity and may have a disciplinary offense.

### **♥ Accurate and Credible Accounting Controllership According to International Standards<sup>6</sup>**

- 1) Accounting records and the Company's performance reports must be carried out on the basis of accurate, complete information in line with accounting principles and internationally accepted standards and regulations for accounting and financial reporting.
- 2) Prepare and control financial reports to display all of the Company's assets, capital, and transactions in honest, accurate, complete, timely, reasonable and reviewable manners.
- 3) Punctually prepare financial information and reports in accordance with the timeline for presentation or reporting to executives, regulators, shareholders and related parties.
- 4) Monitor the properties of the Company whether they were permanent properties, finance or information to be accurate, complete and that they are completely and accurately recorded.
- 5) Comply with the Company's policy or regulations related to the length of time to keep and destroy accounting documents and related information.

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<sup>6</sup> More details can be found in RATCH Group Company Limited's regulation on Accounting, Finance and Budgeting B.E. 2562

- 6) Any accounting control, disbursement, and decision makings must be made on the basis of honesty, transparency, accuracy and can be reviewed.
- 7) Fully cooperate with the Company's internal audit unit and independent auditor to provide relevant, accurate and complete information.

♥ ***Usage and Treatment of the Company's Assets***

- 1) The Company's assets must be used with care and kept away from being damaged, lost, misused or wasted without any benefits.
- 2) When the property is damaged or lost, the unit that monitors the property must be immediately notified.
- 3) Use the Company's properties for the utmost benefit of work and avoid using the Company's properties for personal activities.
- 4) Protect and do not disclose the Company's confidential information to third parties without permission.

♥ ***Usage and Treatment of Intellectual Property***

- 1) Employees are encouraged to write and publish their writing, books and textbooks in various publications, create computer programs and presentations to disseminate information and use in education. The compensations and copyrights from those works will belong to the employee. However, if the work is assigned by the Company or uses information and resources of the Company or learned from the Company, the Company will own the copyrights and compensation of such work.
- 2) All employees have the duty to protect the intellectual property of the Company. In the case that the Company's intellectual property is found to be used for personal gain without proper permission, employees must report to the supervisor or the responsible person.
- 3) The Company only allows employees to use the Company's intellectual property for the benefit of the Company and not for personal use.
- 4) Access to or use of the right to access to the Company's confidential information or the Company's intellectual property will be terminated immediately after the termination of the employee status.
- 5) Employees must respect intellectual property rights and avoid using the intellectual property and do not violate the intellectual property of others. Do not use or copy documents, materials, images, software that are copyrighted by third parties for use in the work without proper permission.

♥ ***Usage and Treatment of Computer Systems, Emails, Internet and Information and Technology Systems of the Company***

- 1) Employees are encouraged to use the internet for the benefit of their work. Employees must not act as a disturbance to the Company's computer and internet systems and do not use the Company's computer system to disseminate information that is inappropriate in morality and customs or violates the laws such as damage to reputation and property, pornography, forwarding emails that cause disturbance, annoyance or advertise for business and services other than the Company's business and services and sending spam mail, etc.
- 2) Use email, internet services, and computer equipment that are authorized by the Company and comply with the requirements and safe usage instructions and for the Company's business purposes only. Upon encountering an incident related to the security, damages or losses of the information technology system, the unit overseeing information technology system must be immediately notified.
- 3) Employees must work by using computer programs with proper license. Licenses must be checked before performing work on outside computers. Do not install and use computer software without having correct license in the office or on the Company's equipment.
- 4) Employees must keep their passwords confidential in order to prevent other people from accessing their passwords. They should not use the internet to access unfamiliar websites which may harm the Company's computer systems.
- 5) In the event that an employee requests permission for other person, such as an employee of the contractor, to use the Company's information and technology system, that employee must control the person's usage and must be responsible for any damage that may occur to the Company such use of the information system.
- 6) The Company will inspect, search, track, investigate and control the use of employee information systems to protect the security of the Company's information system as necessary and appropriate.

♥ ***Usage of Insider Information for Securities Trading and/or Providing Securities Trading Advice***<sup>7</sup>

Insider information means information that has yet to be disclosed to the general public and is deemed as important information that may affect price of the Company's securities. Such information comprises operating results, profit forecast, dividend payment, new securities issuance, lending, significant changes, liquidity problems, business acquisition, investment, merger, substantial lawsuit, and the board resolution, etc.

- 1) All executives and employees, including their spouses and minor children, are prohibited from using undisclosed information to buy, sell, transfer or accept the transfer of the Company's securities before that information is publicly disclosed.
- 2) All executives and employees are prohibited from recommending or suggesting any person to buy or sell the Company's stock when they acknowledge or have insider information of the Company.
- 3) Information that has yet to be disclosed to public can only be given and shared with inside individuals as necessary or relevant to that person.

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<sup>7</sup> More details can be found in RATCH Group Public Company Limited's announcement No. 2/2562 Re: Policy on Network and Computer Use

## Human Rights

### ■ *The Intention of the Company*

- 1) Business operations and activities of the Company must strictly consider the international human rights principles. Knowledge and understanding of human rights principles must be provided to employees to implement as part of the operations. Activities that violate international human rights principles are not supported.
- 2) The Company strictly respects and complies with laws, rules, and regulations enforced in the business in order to ensure that the operations of the Company are safe and responsible to all stakeholders.
- 3) The Company will treat all stakeholders equitably and fairly without discrimination of race, religion, gender, skin color or social and economic status.
- 4) The Company will treat employees with respect and respect human dignity, including promoting gender equality within the workplace.
- 5) The Company will regularly participate in the care and development of the quality of life of the communities surrounding the Company's business areas.
- 6) The Company will persuade the partners to treat their employees and communities according to international human rights principles.

### ■ *Treatment of Others under the Rights, Freedom and Equality*

- 1) Protect personal information of the employees that the Company has kept without disclosing, forwarding or transferring to other unrelated persons without the permission of the information's owner. Personal information of employees that is protected includes biographies, health history, work history, and other personal information.
- 2) Employees must treat each other with respect and honor, including accepting and respecting different opinions.
- 3) Employees should not express opinions about race, religion, gender, economic, social and education status or any other matters which may lead to conflict.
- 4) Employees are prohibited from taking any actions to oppress others, either physically or mentally, or use violence or assault or any unfair actions towards other people in the workplace.
- 5) Employees have the right and freedom to exercise their political rights such as supporting or being political party members, voting in elections, and other political rights.

### ■ *Protection of Privacy and Confidentiality of Information*

- 1) Sort personal information that is confidential. Limit the access to only those who are properly authorized and have necessity to access that information for business purposes.
- 2) Fairly and honestly use personal information that one is authorized to access only for specified purpose.
- 3) Store personal information as necessary according to legal and regulations objectives or business requirements.
- 4) Recognize the privacy laws in Thailand, especially when transferring personal information out of the original country. Consult with personal right advisors or information protection coordinator to identify legal requirements that must be followed.
- 5) Personal information and Company's confidential documents are not allowed be disclosed without permission from the Chief Executive Officer or the person assigned by the Chief Executive Officer.

- 6) Use electronic media with caution and keep the information that is recorded in the computer or other electronic devices safe and private. The Company may track and review the information at any time without prior notice.
- 7) Storing and destroying personal information and Company's confidential information for an appropriate period of time in accordance with the terms and conditions of the Company or other related regulations.

## **Information Disclosure**

### ***Use of Insider Information for External Communication***

- 1) The Company complies with the laws, rules, and regulations of relevant regulatory agencies regarding the disclosure of information and the generally accepted international information disclosure standards.
- 2) The Company will disclose accurate and complete information to stakeholders in a thorough, equal and timely manner.
- 3) The Company will communicate internal information either financial or non-financial after the information was considered and approved by the Chief Executive Office or the person assigned by the Chief Executive Officer.
- 4) The Company will not communicate the confidential information of the Company or information that is misrepresented or communicate in the manner of expressing opinions, predictions, and claims beyond the truth.
- 5) The Company will communicate information to external recipients only through those who are responsible or assigned.

### ***Communication with Investors, Analysts and Media***

- 1) Carefully communicate with investors, analysts and the media. Study and understand about the media and issues related to relevant laws and regulations.
- 2) Only the Chief Executive Officer and/or the person assigned by the Chief Executive Officer can use information to answer questions from investors, analysts, and the media.
- 3) The Corporate Relations Division and the Investor Relations Department are required to consider and prepare information or issues to communicate with reporters, investors or analysts according to their responsibilities.
- 4) An approval must be granted from Chief Executive Officer before participating in a formal seminar or presentation of financial and non-financial information of the Company.
- 5) Be careful and do not refer to the Company when giving personal opinions either verbally or on social media to protect and maintain the Company's reputation.
- 6) Do not provide information or forecast the Company's financial performance unless permitted by the Chief Executive Officer.
- 7) The Corporate Relations Division and the Investor Relations Department must provide information and communicate with outsiders in accordance with their responsibilities and in the similar direction.
- 8) For communication of affiliated companies or subsidiaries, if there is any related, linked or mentioned issue to RATCH Group Public Company Limited, such issue must be informed to the Company's Corporate Relations Division for consideration before the communication is made.

### **Investor Relations Guidelines**

- 1) Fully perform duties with honesty and professionalism.
- 2) Disclosing necessary information to all related parties in complete, fair and equal manners.
- 3) Provide opportunities for all related parties to access and inquire about the information.
- 4) Perform duties by upholding the benefits of shareholders and stakeholders.
- 5) Maintain the Company's confidentiality and do not use internal information for personal benefits.
- 6) Pursue knowledge to improve work efficiency.
- 7) Do not accept investors or analysts' invitation **10** business days prior to the announcement of operating results.
- 8) Do not use insider information which has not been disclosed to buy, sell, transfer or accept the transfer of the Company's securities before the information is disclosed to the general public.

## **Environmental Care**

### **Conservation of Natural Resources**

- 1) Efficiently and effectively use natural resources, materials or equipment.
- 2) Those involved in the production process and machinery are responsible to oversee, improve and maintain the production process or machinery to meet the prescribed standards to reduce the use of natural resources and pollution emissions.
- 3) Define relevant and appropriate measures to conserve natural resources and biodiversity and preserve natural resources for sustainable benefits.
- 4) Respond to the impacts of the Company's operations on natural resources and biodiversity in a timely manner and ensure that the measures taken can actually correct and prevent impacts in terms of environment, economic and society.

### **Handling Global Climate Change**

- 1) Recognize the problems and impacts of climate change caused by the operations of the Company.
- 2) Reduce greenhouse gas emissions by controlling electricity generating that preserves the highest efficiency as well as promoting energy conservation measures or activities inside and outside the Company.
- 3) Increase greenhouse gas storage by activities to support forest area conservation, increase green areas or other measures.
- 4) Create knowledge and understanding with related parties to jointly and efficiently manage greenhouse gas.
- 5) Prepare to handle and respond to climate change that may occur in the future, such as water management and flood support, etc.

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**(Original)**

**Acknowledgement and Acceptance for Practice Form**

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- I have already received the Code of Conduct of RATCH Group Public Company Limited.
- I shall study and adhere to the Code of Conduct of RATCH Group Public Company Limited during my operations.

**Sign**.....

(.....)

**Position**.....

**Department**.....

**Date**...../...../.....