



**Central Plaza Hotel Public Company Limited**

**Anti-Corruption Operating Guidelines and Procedures**  
**(Review Year 2024)**

Approved by Board of Directors Meeting No. 1/2024

On 26 February 2024

Prepared by Risk Management Department

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## Anti-Corruption Operating Guidelines and Procedures (Review Year 2024)

### Central Plaza Hotel Public Company Limited

Central Plaza Hotel Public Company Limited is committed to conducting business with integrity, adhering to the principles of good corporate governance, and firmly embracing social responsibility for all stakeholders, in line with the principles of good corporate citizenship. The Company advocates the prevention of corruption among its employees, aiming to ensure understanding and dedication to combating corruption in all forms. This is to assure that the Company has appropriate policies, responsibilities, practices, and guidelines to prevent corruption that may occur in its business. Decisions and business operations with potential corruption risks are carefully considered and operated. The Company has established in written anti-corruption practices, providing clear guidance and communication to all employees, serving as a comprehensive framework for ethical business conduct and sustainable organizational development.

#### 1. Extent

This Anti-Corruption Operating Guidance, as well as practice, Code of Conduct, and Corporate Governance Policy related to the Anti-Corruption, must be performed. Employees of the Company must adhere to this guidance as well as relevant regulations and policies. Additionally, employees must refrain from engaging in any form of corruption and, whether directly or indirectly, and not demand, undertake, or accept corruption for personal benefit, families, companions, and acquaintances.

#### 2. Definition

Item	Description
The Company	Central Plaza Hotel Public Company Limited
Subsidiaries and Associates	A company as defined by the Securities and Exchange Act, including announcements from the Securities and Exchange Commission.
Company employees	Director, executives, and employees
Director	The Company's directors
Executive	Company executives, including assistant vice presidents and above, as well as hotel managers, starting from the level of general managers and above.
Employee	Employees below the management level, including permanent, contract, and temporary staff of the Company.
Business partners	Business partners from the tourism industry, entertainment sector, government agencies, suppliers of goods and services to the company, designers, consultants, contractors, and subcontractors.

Item	Description
Stakeholders	Shareholders, investors, employees, customers, business partners, trade creditors, joint venture partners, and business associates from both the public and private sectors, as well as the community, society, and the environment.
Fraudulence	Intentional actions to violate laws, regulations, internal company policies, as well as ethical standards in conducting business, for the purpose of unlawfully gaining undue advantages. Generally, fraudulent activities involve deceptive actions, such as bribery, forged signature, intimidation, theft, jactitation, receiving bribes, collusion, embezzlement, and intentionally concealing the truth so as to obtain inappropriate business benefits.
Corruption	Abusing power without permission to obtain undeserved benefits, giving, or receiving bribes in any form, through offers, contracts, assurances, demands, payments, or assets, or any other legitimate benefits to officials, state agencies, private entities, or individuals, whether directly or indirectly. This is done to induce or omit the performance of duties or to gain improper or inappropriate business benefits.
Bribery	Offering, giving assurances, providing, receiving, or demanding benefits to motivate individuals to act in a manner that is inconsistent with their duties, illegal, contrary to good morals, ethics, laws, regulations, and policies, or to undermine trust.
Providing compensation or other benefits	Providing items, privileges, in the form of assets, monetary or non-monetary compensation, or any other benefits as a gesture of goodwill, reward, or to foster a special relationship.
Giving and Receiving Support	The act of giving or receiving assets, money, goods, other benefits, as a form of assistance or support.
Giving and receiving gifts or rewards.	The act of giving and receiving items of value or sentimental value, whether monetary or non-monetary, on various significant occasions according to popular customs or cultures, with graciousness, or given as honorary awards, or as acts of kindness.
Hosting and Reception Services	The exclusive rights to receive services, entertainment, as well as expenses for hosting, travel, or reception services, tourism, accommodation, meals, or any other expenses.
Political Support	The act of providing assets, money, goods, or any other benefits for the purpose of assistance, support, or any other benefits to political parties, politicians, or individuals with political responsibilities, as well as political activities, whether directly or indirectly.
Donation	The act of giving money, assets, goods, valuables, or any benefits without solicitation or request to the recipient, to benefit society or promote the business and positive image of the company.
Facility Payment	The act of providing money, compensation, items, gifts, valuables, or any benefits to government officials or unofficially associated individuals, in order to facilitate their operations or to stimulate expedited actions, without requiring the discretion of the government official, and as part of their official duties. This includes rights that the

Item	Description
	Company is entitled to under the law, such as licensing, certification, and access to public services.
Conflict of Interest	Conflicts between personal interests and the Company's interests. This refers to situations or actions where employees' personal interests have an impact on decision-making or performance of duties and consequently affect the overall Company's interest.
Normal Customs and Traditions	Festivals or important days where gifts may be exchanged, and also encompass opportunities for expressing gratitude, welcoming, condolences, or offering assistance according to the customary practices in society.
Government Officials	Politicians, government officials, or local government employees with positions or regular salaries, employees or individuals working in state enterprises or government agencies, local administrators, and members of local councils who are not political officeholders. Officials under the law governing the administrative jurisdiction, including board members, commissioners, employees of government departments, state enterprises, or state agencies, and individuals or groups empowered or authorized to exercise state governance powers to carry out any operation according to the law, whether established within the civil service system, state enterprises, or other state enterprises.
Hiring Government Officials	Hiring employees from the public sector to work in the private sector, or employees from the private sector to work in policymaking roles in the public sector, poses risks of corruption. This creates a conflict of interest for employees who have roles in both organizations, leading to a situation where government officials may not impartially oversee. Similarly, private sector employees may try to influence state policies to benefit their own organization.
Corporate Social Responsibility)	Conducting business under ethical principles and good governance practices, coupled with preserving society and the environment, is essential for sustainable business development. This involves engaging in activities both within and outside the organization that consider the social and environmental impacts.

**Key Principles and Practices that all Staff should be aware of and strictly observe.**

**3.1 Not to seek or obtain undue power or influence, in any inappropriate manner, over any other person**

All employees should not seek out or obtain power or influence over any customers/clients or business partners (i.e.: tour agencies, sales representatives, as well as any business and Government officials or other services providers to the Group) through actual giving or promising to give such parties

any valuable gifts so as to gain any inappropriate advantages or to induce such parties to commit any illegal acts in breach of their professional duties and responsibilities.

### **3.2 Receiving requests for any special benefits or threats**

In the event that any clients/customers, business partners as well as any business and Government officials and suppliers/service providers ask for or request some benefits or attempt to make threats in exchange for granting special favors or special convenient services that are inappropriate, then all involved employees should not give into such requests or threats; but they should then report the incident(s) to the Risk and Legal Department for preliminary guidance as to what to do thereafter.

## **4. Operating Guidelines and Procedures**

### **4.1 Operating Guidelines and Procedures of Anti-Corruption Policy**

1. Not to engage in any behavior that indicates receiving or offering bribes to those with a stakeholder in the matters for which one is responsible, either directly or indirectly, to obtain improper benefits, as follows:

- Not accepting or offering gifts, souvenirs, cash, checks, bonds, stocks, gold, jewelry, real estate, or similar items to parties with whom one has dealings, both within governmental and private agencies.
- Not accepting property, items, gifts, souvenirs, or any other benefits that might induce duty of negligence. However, if unavoidable, before accepting souvenirs, one should ensure that it complies with the law and company regulations. Souvenirs or gifts exchanged during work-related duties should be of modest value and appropriate for each occasion.
- Not providing property, items, gifts, souvenirs, or other benefits to influence decision-making or cause the recipient to act differently from how they would with other business partners. However, any items should be of moderate value and consistent with normal business practices.
- Not acting as an intermediary to offer money, assets, items, or any other benefits to individuals associated with business, government agencies, or any organizations in exchange for privileges that should not be obtained or to exempt government officials from adhering to laws, regulations, and legal practices as stipulated.

2. In procurement processes, it is necessary to proceed through the steps according to the company's regulations, ensuring transparency and auditability.

3. Expenditures for business entertainment and other expenses related to contractual compliance. And they must be reasonable ver verifiable.

#### 4. Donation

- The Company funds for charitable donations must be carried out solely under the Company's name. Donations to charity must be made to certified, creditable, and verifiable organizations (i.e., foundations, public charity organizations, temples, hospitals, or any other organizations benefiting society.), including proceeding via the Company's regulations and processes.
- Personal charitable donations are permissible, but this must not be relevant to or raise suspicion of being undertaken with corruption or for any personal gains.

5. The Company funds and assets supporting projects must be solely specified under the Company's name, aiming to benefit the image as well as reputation of the Company. All expense is required to identify explicit objective and sufficient evidences to verify and proceed following the Company's regulations and procedures.

6. Not engaging in any activities related to politics in the Company and refraining from using any Company resources to pursue such activities. The Company upholds political neutrality, supports compliance with the law and governance, including democratic principles. Furthermore, this does not align with any political party or provide political assistance, directly or indirectly.

7. Employees must not overlook or disregard in the event of corruption actions or behaviors related to the Company, directly or indirectly. Employees must report the incident(s) to either supervisor or related designated individuals to verify the facts. If there is any inquiries, employees should consult with the supervisor or related designated individuals regarding overseeing the Company's ethic via specified channels.

8. The Company will uphold justice to the employees who discard corruption as well as individuals who report related corruption in the Company, implementing protection measures to complainants or related coordinators for report the corruption in accordance with the Company's protection measure for complainants.

9. The Company's employees who are involved with corruption commit misconduct against the Company's ethic, which will be obligated to receive disciplinary actions according to the Company's practice. Additionally, the legal panalties can be faced if those actions violate the law.

10. The Company's Board of Directors, Audit Committee, and Risk Management and Committee are aware of the importance of disseminating knowledge, providing advice, and fostering understanding among employees and stakeholders in the organization regarding anti-corruption, ensuring that employees and stakeholders adhere to policies and practices aimed at  $\Psi$  anti-corruption as well as serving as exemplary models in honesty, ethics, and integrity.

11. The company is committed to creating and maintaining an organizational culture that firmly believes that corruption and collusion, as well as giving or receiving bribes, are unacceptable actions,

regardless of whom they are directed towards or whether they involve transactions with the government or private sector.

12. This Anti-Corruption Operating Guidelines and Procedures extend to human resources management process, including recruitment or employee selection, promotion, training, performance evaluation, and compensation. This stipulates that supervisors at all levels communicate and ensure understanding with employees to be used in business activities within their responsibilities and effectively monitor compliance.

#### **4.2 Operating Guidelines and Procedures for Giving or Receiving Gifts, Souvenirs, and other Benefits.**

So as to uphold Anti-Corruption Policy, good corporate governance, and business ethics, the Company therefore establishes guidelines for giving or receiving gifts, souvenirs, or any other benefits as follows:

1. Company's employees and/or their families are prohibited from accepting or giving gifts, souvenirs, or any other benefits from clients, business partners, contractors, or individuals with business interests related to the Company, except for customary gifts or to maintain good relationships between individuals or to foster goodwill between organizations. The acceptance or giving of gifts, souvenirs, or any other benefits must not influence the business decisions of the recipient in any way.

2. Company's employees are prohibited from accepting, agreeing to receive, or giving money, assets, goods, or any other benefits to any individual who intends to induce or overlook actions, including any improper or unethical actions, whether overtly or covertly.

3. The Company must retain evidence of expenses stating the value of gifts, souvenirs, or any other benefits for further audit purposes.

##### **4.2.1 Giving Gifts, Souvenirs, and other Benefits.**

1. Giving gifts or souvenirs in accordance with customary practices is permissible as long as it does not violate relevant laws and local customs, for instance the value must not exceed 3,000 baht per person per occasion. This should be given in a manner that promotes the Company's image and its affiliates, as follows.

- Calendars or diaries
- Company and affiliates products
- Products used as promotional materials for the company and its subsidiaries.



- Royal Project products, Royal Initiatives products, community products in the Company's operational areas as well as its subsidiaries, or products for charity, public benefit, or sustainable development support.
2. Giving and receiving gifts must comply with similar standards so as to avoid selection.
  3. Giving gifts, souvenirs, assets, or any other benefits to spouses, children, or relatives of government officials, clients, business partners as well as contacted individuals are prohibited as this is considered a form of bribes by practices.
  4. Giving souvenirs on special business occasions, for instance foundation day or contract signings, is permissible. Nonetheless, if the value of the souvenir exceeds 3,000 baht, approval must be obtained from the Chief Executive Officer.

#### 4.2.2 Receiving Gifts, Souvenirs, and other Benefits.

1. The Company's employees refrain from accepting gifts, souvenirs, or any other benefits in all circumstances. It is their responsibility to inform external parties regarding the Company's policy of refraining from accepting gifts.

2. In the event of vitally accepting gifts, souvenirs, or any other benefits which are unable to return, recipients must report to supervisors and deliver the items to Human Resources department so as to gather all items to be used as rewards to employees in special occasions or request approval for donation to individuals or external agencies for charity or any other beneficial purpose as appropriate, except

- In the case of consumable items with an expiration period of less than 1 month, this will be under the discretion of supervisors of the department to manage received items.
- In the case of calendars or diaries used as promotional materials for the Company, these can be accepted as personal gifts.

#### 4.2.4 Organizing CSR activities in collaboration with government agencies or government officials.

1. Collaborating on CSR activities with government agencies or officials can be done appropriately, however it must be conducted on behalf of the Company and have explicit objectives, criteria, plans, measurable outcomes, as well as be carried out in accordance with the Company's prescribed processes and regulations.

2. Conducting CSR activities or any activities on behalf of the Company must exclude activities related to supporting political parties.

#### 4.2.5 Supporting travel expenses and other expenses for government officials.

Supporting travel expenses and other expenses for government officials can be carried out as appropriate.

#### **4.3 Operating Guidelines and Procedures for entertainment and reception.**

1. Expenditure for entertainment and reception in term of business, for instance, food and beverages, sports hospitality, and other expenses directly related to business practices or commercial hospitality, including providing business knowledge and understanding, is permissible. Nonetheless, this must be reasonable and not impact decision-making in work practices or lead to conflicts of interest.

2. It must not violate legal regulations and should align with the Anti-Corruption Policy, good corporate governance practices, and business ethics strictly.

3. Documentation indicating the individuals or organizations of the business partners as well as the names of company employees participating in the entertainment and hospitality events should be kept explicitly for further verification.

#### **4.4 Operating Guidelines and Procedures for donation and financial support.**

The Company has policies and operating guidelines for charitable donations and public welfare, which must be transparent, legal, and ethical, and should not be used as an excuse for tax evasion or to gain undue advantage in business. When providing financial support for various projects, the objectives must align with business goals, maintain a positive corporate image, and uphold the company's reputation. The following are the practices:

1. Donations for charity, whether in the form of financial assistance or other forms such as providing knowledge or volunteering, can be carried out by the company as part of its corporate social responsibility activities, as well as for public relations and enhancing the Company's image, without expecting business returns.

2. Financial support in the form of money or assets for any activities or projects, must be conducted transparently, legally, and ensure that the support provided will not be used to avoid tax obligations. This support should have objectives aimed at promoting public relations, business promotion, and maintaining a positive corporate image which can be provided in various forms, for instance, supporting cultural activities, social and environmental initiatives, educational endeavors, and sports activities.

Donations and support to any organization must be carried out under the following conditions:

- The organization must be reputable and/or legally established.

- Operations must be conducted transparently and legally under the Company's name, in accordance with company regulations and approvals. (Remark 1) Explicit and reliable evidence of the donation must be provided.
- Payments should not be made directly to government officials or any individual on behalf of someone, unless details are specified in an explicit sponsorship request letter, accompanied by documented evidence of receipt of the support.
- Monitoring and verification should be provided to ensure that donation and/or support are used for public benefit and/or align with the purpose of the donation and/or support without hidden agenda or inappropriate business.

**Remark 1** : Authority level and limits:

a. At the Business Unit level

- 1) For any amount not exceeding Baht 10,000: Joint approval by General Manager and Director of Finance & Accounting.
- 2) For any amount from Baht 10,000 upwards: Joint approval by CEO and CFO.

b. At the Corporate level

Joint approval by CEO and CFO

#### **4.5 Operating Guidelines and Procedures for political support**

The Company does not have a policy to provide political support to the political parties or groups, directly or indirectly, remaining neutral and does not favor any particular political group in accordance with the following guidelines:

1. The Company neutrally conducts its business regarding politics without any support or engagement in activities that favor any political party.
2. The Company does not provide financial support or any items to political parties, politicians, or political candidates with the intention of benefiting the Company's business.
3. Company employees have the freedom to participate in political activities under the Constitution. However, they must not falsely represent themselves as Company employees or use any Company property, equipment, or tools for political purposes. Participation should be conscious to prevent any misunderstanding for the Company on political support.

#### **4.6 Conflict of Interest**

All directors, executives, and employees must avoid performing any action related to oneself, a person, or a juristic person that may cause conflicts of interest of the Company, whether directly or

indirectly, including not using the company's secret, confidential information, or information to seek for personal and/or related parties' benefits, by adhering to the business ethics to ensure transparency in business operations.

#### **4.7 Facilitation Payment**

The Company will not make any facilitation payment or bribes in any form, whether directly or indirectly, to the government officials and/or related parties, and will not accept any action in exchange for facilitating the business operations.

#### **4.8 Government Officials Hiring**

The Company will not hire or appoint any government officials who still hold the positions to work in the organization. However, the Company will provide a two-year gap for the appointment of a retired former government officials or a person who has ever worked for a supervisory agency directly related to the Company. When hiring or appointing the government officials, a background check process for the person who will be nominated by the Company for appointing to assume the Company's director, consultant, and executive positions, shall be performed in order to verify what may be a potential conflict of interest issue, prior to appointment. The Company shall disclose the list of names and records of the former government officials who have ever been appointed as the advisors, directors, or executives of the Company for transparency, and specify the prohibitions on performing duties and practices in order to prevent an abuse of power or a conflict-of-interest issues.

In the event that the personnel in the Company is involved with the work on the government policies, the information and reason for assuming the position or performing the policy duties shall be disclosed and published in the Company's documents. According to the personnel's involvement with the said work, abuse of power or potential conflict of interest issue with the Company shall not be performed.

#### **4.9 Operating Guidelines and Procedures for conducting contracts between the Company and business partners.**

The Company has an anti-corruption policy, good corporate policy, transactional integrity policy, and code of conduct policy to the business, business partners which affect shareholders, stakeholders as well as society. The Company does not have policy to demand or accept any offers or provide financial benefits or any others which are unethical to any organization. Practices or omissions that are not in line with the law or good ethics to obtain business contracts and various benefits are guided by management guidelines for managing contracts between the Company and business partners, which are crucial as follows.

### Operating business with honesty and integrity

The Company must not engage in or tolerate any form of corruption, coercion, or extortion, and must have procedures for monitoring and enforcing compliance to ensure alignment with business ethics.

The Company must not offer gifts, souvenirs, pay fees, services, discounts, special privileges, or any other benefits to employees of business partners, or their families to obtain special privileges from business partners unless it is done in accordance with the local customs including, does not infringe the law.

The Company must not offer or provide valuables including bribes or certifications to government officials involved the Company, including employees training in accordance with the anti-corruption policy as well as prohibiting any bribery for any benefit of business partners.

Company employees are strictly prohibited from giving, accepting, or requesting any valuable items, for instance, gifts, payments, or other benefits, from business partners. Channels for reporting infringement of this policy should be provided to business partners so that any actions that violate this policy can be reported to the Company.

### General procurement and contracting

The Company has a policy that procurement of assets, materials/equipment, and general services must explicitly specify the purpose of procurement and be presented to the authorized approver in accordance with the Company's procedures. Procurement with high value should involve price comparison from multiple vendors or service providers for transparency and fairness to all parties. The Company does not have a policy to request or accept financial benefits or benefits in any other form from vendors or service providers in order to accept goods or services that do not comply with the terms of the agreement or do not meet the standard quality specified in the purchase order.

### Overlapping benefits

The Company must not be involved in any financial relationship or any other relationship with the employees of business partners that could feasibly or be perceived as having overlapping benefits or conflicting interests with the Company. Employees of the Company are prohibited from functioning as executives, directors, employees, representatives, or consultants of business partners unless approved by the Company's management.

### Fairly conducting business and competition

The Company shall adhere to the principles of conducting business, advertising, and competition fairly, comprising all laws and regulations. Business partners must have appropriate methods to protect

customer information, including prohibiting involvement in the inappropriate misuse of confidential information, price fixing, bidding, or agreements to reduce competition in any transactions related to the Company, aiming to ensure that business partners understand and comply with the laws related to fair competition and anti-monopoly.

The Company shall notify customers and partners of the anti-corruption policy, as well as the operating guidelines and procedures for customers and partners in accordance with the anti-corruption policy.

#### **4.10 Operating Guidelines and Procedures for financial data storage, access, recording, preservation, and backup.**

The Company is committed to maintaining standards regarding its operational and information technology systems, which are essential foundations for creating an efficient control system. The Company will operate to ensure confidence that financial data is accurate, complete, transparent, and auditable, as well as establish efficient computer data storage, access, recording, preservation, and backup systems that are available for use at all times. This includes prevention of the exploitation of data for personal including by affiliates, related parties, and/or competitors, both directly and indirectly as the following operating guidelines and procedures:

1. Financial documents or data stored both internally and externally by the Company contains systems for storage, access, recording, and preservation to prevent unauthorized individuals from accessing, modifying, destroying, and/or recording data without authorization, whether accidentally or intentionally, as well as the ability to audit financial documents and data retrospectively.

2. Operations related to information technology systems and communication must adhere to policies as well as guidelines and procedures regarding access control and usage management of information, including maintaining the security of the Company's information assets.

3. The Company conducts risk assessments and establishes risk management guidelines at an appropriate level.

4. Directors and employees must protect user accounts (Username) and passwords, which are prohibited from being shared, disclosed, distributed, or made known to others without authorization.

5. Ensure a security system in place for data on computer systems to prevent unauthorized access, as well as an adequate data backup system. Additionally, the ability to audit financial documents and data must be available afterward.

6. All operations related to information technology systems and communications must adhere to the Company's computer system usage policy.

#### 4.11 Operating Guidelines and Procedures for Human Resources

The Company has established procedures for human resources, for instance, recruitment, background checks, hiring, orientation, training, performance evaluation, compensation, promotion, investigation, punishment, and hiring of government employees/officers in accordance with Company regulations and employee manuals. Additionally, the Company has a policy of not accepting any benefits or compensation in any form from job applicants or those involved in the job application process.

The Company consistently provides a training process for its employees, as follows:

- a. New employees orientation training is provided.
- b. Communication with employees is conducted through email or the Company bulletin board.

The Company does not have a policy of demotion, punishment, or negative consequences for employees who refuse to engage in corruption, even though such actions result in the Company losing business opportunities.

#### 4.12 Operating Guidelines and Procedures for whistleblowing and whistleblower protection measures

The Company provides opportunities for its employees and stakeholders to report complaints in the event of encountering inappropriate behavior that contradicts the Company's policies on anti-corruption and business ethics, express opinions, and report legal violations. The Company listens to all complaints impartially, transparently, attentively, and fairly, with appropriate timelines for action, concealing confidentiality, and handling matters cautiously, ensuring protection for whistleblowers and involved parties from retaliation or harassment in any form. Internal audit and risk management units are responsible for receiving complaints related to anti-corruption, overseeing business conduct and ethics, with channels for complaints and feedback provided independently to notify the Company of legal violations, regulations, and business ethics breaches, which may damage the Company's assets and reputation, and serve as guidelines for organizational development and sustainability. These can be reported through the following communication channels:

- Email: whistleblower\_centel@chr.co.th
- Mail: Internal Audit and Risk Management  
Central Plaza Hotel Public Company Limited  
999/99 25<sup>th</sup> Floor, Rama 1 Road, Pathumwan, Bangkok 10330

Moreover, complaints will be treated as strictly confidential, and complainants can report issues more than one channel, without identity disclosure, unless voluntary disclosure is made to allow the Company to provide feedback on actions taken or provide additional details regarding the issue. The consideration of issues, the process upon receiving issues, and the protection of whistleblowers are carried out systematically in accordance with the Whistleblower Policy and protective measures.

#### **4.13 Operating Guidelines and Procedures for conducting risk assessments on corruption.**

The risk management department is responsible for presenting information on the risk assessment on corruption in various business activities, identifying high-risk tasks and potential impacts, as well as proposing effective preventive or risk reduction measures, and monitoring the implementation of these measures. Reports are prepared and presented to the Risk Management and the Company Board.

#### **4.14 Operating Guidelines and Procedures for Internal Audit and Control**

The Company has established internal audit and control systems process to support the development of a culture of good governance within the organization, including risk management and auditing procedures to prevent internal fraud and corruption. These processes cover procurement, finance and accounting, data recording, human resource management from hiring, compensation determination, and employee training, as well as disciplinary actions. Additionally, there are clear and appropriate delegations of authority and job responsibilities.

The Company has established an independent internal audit unit for evaluating the internal control systems, risk management systems of various activities or systems within the Company, including financial aspects and the operations of accounting processes as well as data recording to ensure adequacy, suitability, and effectiveness in line with the objectives. Additionally, it ensures compliance with anti-corruption policy, legal regulations, or relevant parties. Moreover, there is a regular financial audit conducted by certified accountants every quarter and annually to ensure that financial information and reports are accurate, reliable, timely, and in compliance with legal requirements.

The Audit Committee oversees the internal control and auditing processes of the Company, including considering the financial reports, internal control systems, and other processes related to anti-corruption measures. Additionally, it considers and recommends the appointment of auditors and sets appropriate compensation for auditors.



#### **4.15 Operating Guidelines and Procedures for communication and dissemination of anti-corruption policy.**

The Company has communicated and disclosed various information related to the anti-corruption policy to the Company's employees, business partners, stakeholders, and the general public through various communication channels to ensure that they are aware of and be able to implement the anti-corruption policy. Communication is conducted through email, bulletin boards, the Company's website, or other appropriate channels to ensure that the Company is an organization free from fraud and corruption, operates with honesty, integrity, transparency, and can be audited.

##### Communication to Company employees

1. The Company communicates its anti-corruption policy to employees through email, bulletin boards, the Company's website, and requires all employees to sign and adhere to the policy to ensure that employees have sufficient knowledge and understanding to implement the policy effectively.

2. New directors or employees are attended in orientation regarding the Company's anti-corruption policy, including stating their acceptance to adhere with the anti-corruption policy, as well as the Company's policy on good governance and business ethics, in order to ensure that new managers or employees sign to acknowledge and adhere strictly to these policies.

3. Training sessions on anti-corruption are provided to directors and employees of the Company to enhance their understanding on the matter.

##### Notification to general stakeholders:

1. Public relations on the Company's website.
2. Creating media or symbols that demonstrate support for anti-corruption and anti-corruption policies.

#### **4.16 Recommendation in the event of unsure in making decisions.**

Use ethical principles. Here are questions to ask yourself:

- Does the action infringe the law? If it does, terminate it.
- Does the action violate your Company's policies? If it does, terminate it.
- Does the action contradict the values or corporate culture of your Company? If it does, terminate it.
- Does the action cause harm to stakeholders of your Company? If it does, terminate it.
- Does the action damage the Company's reputation? If it does, terminate it.
- Will the action lead to undesirable practices in the future? If it will, terminate it.

In the event of uncertainty or inability to make a decision about whether your decision is correct or not, it is advisable to consult with your supervisor or seek advice from the Risk and Legal department.

## 5. Monitoring and Review

The Company mandates that all employees must acknowledge, understand, and strictly adhere to this anti-corruption policy. It is the responsibility of all levels of management within the organization to monitor, oversee, and ensure compliance with the policy, considering it a critical duty to enforce compliance among employees under their authority. If any employee violates the stipulated guidelines, they will face strict disciplinary action. Furthermore, if any actions are believed to be in violation of laws, regulations, and rules of the government sector, the Company will consider reporting the matter to the relevant authorities for further legal action.

The Company's board of directors designates that every department involved, according to the organizational structure and responsibilities, must monitor and review individual work. If anyone suspects any work practices, activities, or business transactions that may violate the policy, measures, or guidelines regarding anti-corruption or breach the Company's laws, regulations, and rules, they must notify or report such information to the relevant authorities through the designated channels for complaints and whistleblowing.

In addition, the Company mandates regular monitoring and review of measures and practices annually or in the event of significant changes that impact risk management, and anti-corruption. This ensures that the measures align with good corporate governance policies and ethical principles in conducting business, as well as comply with relevant regulations and laws. Furthermore, any proposed improvements must be considered and approved by the Company's board of directors, and communication about these updated measures must be disseminated company-wide.

Furthermore, the audit committee will oversee compliance with anti-corruption measures by examining relevant internal controls appropriately and providing recommendations to the board of directors, management, and all relevant departments to ensure that they are informed and up to date.

## 6. Infringement of Policy

The Company has determined anti-corruption related policies and associated operating guidelines that are an integral part of the required standards of behavior on the part of its employees at all levels. In the event that any of its Directors, members of Management or employees is negligent towards or deficient in regards to such required standards of behavior, then that person will be investigated by Audit Committee; and, if found to be in breach of such policies or required standards of behavior, that person will be then be strongly disciplined and punished, which may lead to termination of employment,

as well as possible further criminal legal prosecution in accordance with the applicable laws. However, the Company will not punish or penalize in any unfavorable manner, or downgrade the position of any Director, member of Management or employees for declining to act in a corrupt manner even if that decision should result in loss of business opportunities for the Company.

Anti-Corruption Operating Guidelines and Procedures Policy Review Year 2024 was approved by Board of Directors Meeting NO. 1/2024 on 26 February 2024 and has been in effect since the approval date.

Mr.Suthikiat CHirathivat  
Chairman of the Board  
Central Plaza Hotel Public Limited