



## **Central Plaza Hotel Public Company Limited**

### **Anti-Corruption Operating Guidelines and Procedures (2026 Edition)**

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## Anti-Corruption Operating Guidelines and Procedures (2026 Edition)

### 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 ensure that the Company has appropriate policies, responsibilities, practices, and guidelines to prevent corruption that may occur in its business. In addition, it is important that decisions and business operations with corruption and bribery risks are handled with due diligence, the Company has established written anti-corruption and anti-bribery practices. These practices are clearly communicated to all employees to ensure a comprehensive understanding of conduct standards. This serves as a clear guideline for business operations and supports the development of a sustainable organization.

#### 1. Scope

The anti-corruption and anti-bribery practices cover the processes related to the policy on anti-corruption and anti-bribery, business ethics, and corporate governance policies. All personnel of the Company, including directors, executives, and employees at all levels, as well as subsidiaries, affiliated companies, and other entities controlled by the Company, including business representatives, are required to comply with these practices. They must also adhere to any relevant regulations and policies, without exception. Furthermore, they must not request or engage in any actions that involve giving, receiving, or accepting corruption and bribery in any form, whether direct or indirect, for the benefit of the organization, themselves, their families, friends, acquaintances, or for business purposes, both domestically and internationally.

#### 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.

Item	Description
Employee	Employees below the management level, including permanent, contract, and temporary staff of the Company.
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.
Business Partners and Affiliates	means manufacturers, contractors, vendors, suppliers, and/or service providers, as well as agents, intermediaries, and any business partners, whether juristic persons or natural persons, engaged with the Company. This also includes subcontractors of such manufacturers, contractors, vendors, suppliers, and/or service providers. The term covers both existing and new business partners and suppliers
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	Payments made for services or benefits that are difficult to measure or track, which could be linked to bribery, such as sponsorship money that may have hidden motives. These funds might be channeled through charity events or sports for charity as a front, aiming to gain an advantage in the consideration of government officials or relevant parties. Examples of such advantages include awarding contracts, business opportunities, or tenders; reducing or waiving fees; providing assistance or waiving requirements for licenses that do not comply with the regular decision-making process of government authorities; relaxing or eliminating legal requirements; or offering or assisting in gaining access to government officials.
Giving and Receiving Support	Payments made to or received from customers, business partners, associations, foundations, charitable organizations, or non-profit organizations to promote the brand or reputation of the Company, benefit commercial credibility, enhance business relationships, and align with appropriate opportunities.

Item	Description
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.
Donation	Providing monetary donations, goods, or other forms of support to individuals or entities, including associations, foundations, public institutions, temples, hospitals, educational facilities, or organizations dedicated to societal welfare, to benefit the public without seeking any form of compensation or advantage from the recipients.
Giving and Receiving Gifts, Tokens of Appreciation, Entertainment, and Hospitality	Giving and receiving items with monetary or sentimental value, whether in cash or non-cash form, presented on significant occasions in accordance with tradition or culture, as an act of goodwill. This includes awards of recognition, tokens of appreciation, and special privileges for services, and entertainment, as well as covering expenses for hospitality, travel, or recreational activities, such as accommodation, meals, or other related expenses.
Political Support	Providing political support in accordance with the legal provisions, whether financial or in other forms, directly or indirectly, to assist political activities, political parties, politicians, election candidates, or individuals with political roles. This support must be conducted with transparency and properly disclosed.
Facility Payment	A minor informal payment to a government official aimed at ensuring the completion of routine procedures or expediting the process. Such payments do not involve the official's discretion and relate to tasks that the official is legally obligated to perform. These payments also pertain to rights already granted to the entity under the law, such as obtaining or renewing licenses, acquiring certificates, or accessing 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

Item	Description
	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.

### **3. 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**

Company employees must not attempt to acquire power or influence over the customers, business partners — including tour agents, sales representatives, merchants, government officials, or other service providers—through offering or promising to provide valuables or other benefits. These actions should not be intended to gain an unfair advantage or encourage individuals to violate their professional 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. All involved employees should not give in to 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 and Bribery 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:

- Refrain from accepting or offering gifts, souvenirs, money, checks, bonds, stocks, gold, jewelry, real estate, or similar items to individuals or entities with whom one has dealings, both within the government or private sectors.
- Refrain from accepting assets, items, gifts, souvenirs, or other benefits that could influence neglect of one's responsibilities. If receiving such items is unavoidable, ensure they align with legal requirements and Company policies. Furthermore, gifts or items exchanged during work should be of modest value and suitable for the occasion.
- Refrain from giving assets, items, gifts, souvenirs, or other benefits with the intent to influence decisions or encourage the recipient to act outside of standard business practices, as would be expected of other business partners. However, any gifts exchanged on specific occasions should be of reasonable value and in line with common practices.
- Refrain from acting as an intermediary to offer money, assets, items, or other benefits to individuals or entities involved in business, government bodies, or any organizations in return for unfair privileges or to encourage government officials to disregard rules, regulations, and legal procedures.

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 and verifiable.

4. In making charitable donations, the following practices must be followed:

- Charitable donations using the Company's funds or assets must be made solely in the Company's name. Donations should be directed to reputable and verifiable foundations, public charitable organizations, temples, hospitals, healthcare institutions, or other organizations that serve societal benefits. All donations must follow the procedures outlined in the Company's regulations.
- 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 the reputation of the Company. All expense is required to identify the explicit objectives and sufficient evidence to verify and proceed following the Company's regulations and procedures.

6. Refrain from involvement in political activities and strictly prohibit the use of its resources for such purposes. The Company upholds political neutrality, promotes compliance with legal and governance standards, including democratic principles, and does not endorse or affiliate with any political party or provide political support, whether 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 a supervisor or related designated individuals to verify the facts. If there are any inquiries, employees should consult with the supervisor or related designated individuals regarding overseeing the Company's ethics 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 reporting 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 ethics, which will be obligated to receive disciplinary action according to the Company's practice. Additionally, legal penalties can be faced if those actions violate the law.

10. The Company's Board of Directors, Audit Committee, and Risk Management, Corporate Governance, and Sustainability 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 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 and Bribery Operating Guidelines and Procedures extend to the 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 the Anti-Corruption and Bribery 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. The Company employees, including those associated with the Company, are prohibited from requesting, accepting, or offering excessive or inappropriate gifts, money, assets, items, entertainment, travel expenses, or other benefits, whether directly or indirectly to government officials or business associates. The actions should not influence decision-making unfairly or induce others to perform or refrain from actions that are improper or in exchange for undeserved privileges. If such actions could impact the Company's operations, the giving or receiving of gifts or other benefits must be done transparently, be auditable, and in accordance with customary practices.
2. The Company 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

However, the individuals mentioned above may accept and give gifts or other benefits in the following circumstances:

- (1) Operations must be carried out properly, transparently, and honestly, in line with ethical principles and in compliance with laws, Company policies, as well as regulations of government agencies, state enterprises, public organizations, and other relevant authorities.
- (2) Gifts or actions should be appropriate for the occasion, festivals, and local customs.
- (3) It should not serve as a justification for engaging in bribery or corruption.
- (4) It must not lead to a situation where personal interests conflict with the Company's objectives.
- (5) The value of receiving or giving gifts, hosting events, providing hospitality, or other benefits with government officials or agencies should not exceed 3,000 Baht per instance

If the individuals listed above accept gifts, money, assets, items, entertainment, travel expenses, or any other benefits, they must promptly report this to their direct supervisor. When giving gifts, hosting events, providing hospitality, or offering other benefits, the appropriate executive must approve the value within the scope of their authorization.

#### 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
- 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. The giving of gifts, assets, or other benefits must not be in the form of cash or cash equivalents.

3. The giving should exclusively be made on behalf of the Company, not in the name of directors, executives, or employees, and must be carried out transparently and without concealment.

4. Giving and receiving gifts must comply with similar standards so as to avoid selection.

5. The nature and value of gifts must be appropriate and aligned with the occasion. For example, during a bidding process, no gifts should be provided to government officials, Company directors, executives, employees, or personnel from related organizations.

6. Gifts, assets, or other benefits must not be given to the spouses, children, or associates of government officials, customers, business partners, or other relevant parties, as these may be considered indirect acceptance on their behalf.

7. Giving gifts, assets, or other benefits on significant business occasions, such as Company establishment anniversaries or business contract signings, is permissible. However, if the value of the gift exceeds 3,000 Baht, it must be approved by the Chief Executive Officer.

8. Once the process is complete, the requester must provide proof of the gift, asset, or benefit given to the Finance and Accounting department. This may include receipts, acknowledgment letters, or other relevant documentation. The documents should be submitted for reimbursement in accordance with the disbursement policies of the Accounting and Finance department and other relevant teams. All records must be carefully reviewed, securely stored, and retained as evidence for future audits.

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

1. The Company announces a no-gift policy during occasions such as New Year or other events to promote ethical business practices. It is the responsibility of Company personnel to regularly communicate this policy to business partners and relevant stakeholders, encouraging their compliance and support.

2. The Company employees are prohibited from receiving gifts, assets, or any other benefits under any circumstances where the intent is unethical or could improperly influence decision-making for personal gain. They are also responsible for ensuring that external parties are thoroughly informed about the Company's Anti-Corruption and Bribery Policy.

3. In the event it is necessary to receive gifts, assets, or other benefits that become unavoidable or cannot be returned, the recipients must notify their supervisor and transfer the items to the Human Resources department. The department will collect these items to be used as prizes for employees during significant festivals or request approval to donate them to external individuals or organizations for charitable or public benefit purposes, as appropriate, unless specific exceptions:

- 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 or distributed to other departments.
- In cases where gifts or souvenirs are received on behalf of the organization, such as during the signing of a business contract, they may be accepted. However, these gifts or souvenirs must be considered Company property. The recipient is required to report the acceptance to their direct supervisor for approval and forward the items to the Human Resources department.

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

The Company acknowledges the importance of maintaining positive relationships with its stakeholders. Hence, expenditures related to business entertainment, including meals and beverages, sports events, recreational activities, and other directly business-related or customary practices, as well as providing business education, are allowed. However, the expenditure must be reasonable and should not impact the decision-making of the recipient or create conflicts of interest between the Company, the recipient, or any related parties. All expenses must adhere to the Company's approval process. Accordingly, the Company has set forth guidelines for hosting and hospitality as follows:

1. Expenditure for entertainment and reception in terms 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. The entertainment or hospitality must be provided on behalf of the Company solely, not on behalf of directors, executives, or employees, and it must be conducted openly and transparently, without concealment.
3. The nature and value must be appropriate in line with the occasion. For example, during a bidding process, providing entertainment or hosting officials, directors, executives, or employees of the Company or affiliated organizations is not allowed.
4. It must not involve hosting or providing hospitality in inappropriate locations.
5. It must not involve using force, persuasion, or compensation to influence any individual in order to gain an unfair advantage through unethical or hidden actions aimed at obtaining help or benefits.
6. It must not violate any legal regulations and must strictly comply with the Company's anti-corruption and bribery policies, corporate governance standards, and business ethics.
7. For hosting or providing hospitality, approval must be obtained according to the designated approval authority.
8. After providing hospitality or hosting an event, the requester is required to submit proof, such as receipts, thank-you letters, or other supporting documents, to the Finance and Accounting department for reimbursement in line with the Company's disbursement policies. These records must be stored for future auditing purposes.

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

The Company has established guidelines for donations and financial support, ensuring that these actions are transparent and comply with the law. It must be proven that the funds are used for charitable purposes or support as originally intended and approved. The process must comply with legal and ethical standards and must not be used as an excuse for bribery, corruption, or unfair business advantage. Furthermore, any financial support for projects must serve the purpose of advancing the business, enhancing the Company's image, and promoting its reputation. The following guidelines for donations and financial support are as follows:

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

1.1 It must be conducted transparently, in accordance with the law, and not in violation of ethical standards. Additionally, it must not involve any actions that could be used as an excuse for bribery, corruption, or to create an unfair business advantage.

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

1.3 It must be a donation made on behalf of the Company only.

1.4 The donation must have a clear purpose that can be implemented and evaluated.

1.5 Payments should not be made directly to officials or individuals in a personal capacity unless specified in the support request letter and supported by written proof of the support.

1.6 Approval must be obtained in line with the established approval authority.

1.7 Documentation of the donation, including receipts or other proof indicating the donated amount, must be submitted for verification.

1.8 Monitoring should be conducted to ensure that the donation and/or support is used for public benefit and/or fulfills the intended purpose of the donation and/or support, without hidden motives or for gaining inappropriate business advantages.

2. Financial support in the form of money or assets for any activities or projects must be conducted transparently and 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.

2.1 Corporate Social Responsibility (CSR) activities can be conducted both internally and externally, taking into account all stakeholders, including shareholders, employees, customers, creditors, competitors, the government, communities, society, and the environment. These activities must have a clear and defined purpose.

2.2 Financial support or the organization of Corporate Social Responsibility (CSR) activities must not be associated with providing benefits or rewards to any specific individual, organization, or group of individuals.

2.3 Financial support or the organization of Corporate Social Responsibility (CSR) activities must be verifiable, with receipts or other clear supporting documents that align with the Company's regulations. This is to ensure that the support is not used as an excuse for corrupt practices or misconduct.

2.4 Corporate Social Responsibility (CSR) activities or any activities conducted in the Company's name must not involve supporting political parties.

2.5 Support for travel expenses and other costs for government officials may be provided as deemed appropriate.

2.6 Approval must be obtained in line with the established approval authority.

**Remark 1 :** Approval authority for donations and financial support.

a. At the Business Unit Level

- 1) For any amount not exceeding Baht 10,000: Joint approval by the 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 for Accepting Proposals for Meetings, Training, Seminars, and Site**

##### **Visits Funded by Partners**

Providing and receiving invitations to meetings, training sessions, seminars, business visits, and other social events using the budget of the Company's partners.

1. In the event that the Company employees may attend the meetings, training sessions, seminars, study visits, or business, provided they adhere to the specified guidelines and procedures.

- The activity must be appropriate and beneficial to the Company.
- It must not impact the company's operations or business decisions.
- It must not involve disguised tourism without the genuine intent of knowledge sharing.
- It must be approved by the supervisor and comply with the Company's regulations.

2. In the event that the Company receives an invitation to attend meetings, training sessions, seminars, or business visits specifically organized for the Company's employees, participation is permissible under the following criteria and practices:

- The invitation must be issued on an organization-to-organization basis only.
- The activity must be appropriate and beneficial to the Company.
- It must not impact the Company's operations or business decisions.
- The activity must not involve disguised tourism without the genuine intent of knowledge-sharing

#### 4.6 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. It should not be expressed in any way that may lead others to believe that the Company is involved in, biased toward, or supports political activities.
2. The Company does not provide financial support or any items to political parties, politicians, or political candidates to benefit 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. Company employees should not wear the employee uniform or use any symbols that could make others understand that they are employees of the Company when participating in political activities.
5. Avoid expressing or commenting on political matters in the workplace or during working hours, as it may lead to conflicts at work.

#### 4.7 Conflict of Interest

All directors, executives, and employees must refrain from 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.

Executives and employees are required to carry out their responsibilities in the Company's best interest and exercise care to avoid potential conflicts of interest by:

- (1) Company employees should refrain from engaging in activities that are of the same nature and compete with the business of the Company or its subsidiaries unless they can demonstrate that mechanisms are in place to ensure that such activities do not impact the Company, or establish measures that serve the best interests of the Company and its shareholders as a whole. This should be reported to the Company's secretary in the case of directors and executives, or to the supervisor in the case of employees.

(2) Directors and executives should disclose any business activities or interests that could create a conflict of interest with the Company or its subsidiaries, by reporting them to the Company's secretary. These include:

- Joint ventures or shared interests with the Company's or subsidiaries' partner
- Holding any position or serving as an advisor to the Company's or subsidiaries' partners.
- Engaging in business transactions involving products or services with the Company or its subsidiaries, either directly or through intermediaries.

(3) Company employees shall not use the Company's or its subsidiaries' confidential information such as plans, revenues, meeting decisions, business projections, or price quotes—to gain personal benefits for themselves or others, regardless of whether it harms the Company. They must also comply fully with the Company's policies on preventing the misuse of insider information.

(4) Company personnel should avoid holding substantial shares in businesses that are similar to or in competition with the Company or its subsidiaries if such ownership could hinder their ability to carry out their responsibilities or impact on their work. If personnel owned these shares before becoming a director, executive, or employee, or before the Company or its subsidiaries engaged in that business, or acquired them through inheritance, they must report this to the Company's secretary or their supervisor (as appropriate).

#### **4.8 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.

#### **4.9 Government Officials Hiring (Revolving Door)**

The Company will not hire or appoint any government officials who still hold positions to work in the organization. However, the Company will provide a two-year gap for the appointment of retired former government officials or a person who has ever worked for a supervisory agency directly related to the Company. When hiring or appointing 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 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.

#### **4.10 Operating Guidelines and Procedures for conducting contracts between the Company and customer, business partners, or Affiliates.**

The Company has an anti-corruption and bribery policy, good corporate policy, transactional integrity policy, and code of conduct policy for the business, and business partners which affect shareholders, stakeholders as well as society. The Company does not have a policy to demand or accept any offers or provide financial benefits or any others that 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 in the Company, including employee 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 comparisons 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

### **4.11 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 the 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 (usernames) 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.

#### **4.12 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 employee 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.

#### **4.13 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](mailto: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 on 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.

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

The risk management department is responsible for presenting information on the risk assessment of 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.

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

The Company has established an 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.

#### **4.16 Operating Guidelines and Procedures for communication and dissemination of anti-corruption and bribery 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 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, and transparency, and can be audited.

##### Communication with Company employees

1. The Company communicates its anti-corruption policy to employees through email, bulletin boards, and 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 employees attended orientation regarding the Company's anti-corruption policy, including stating their acceptance to adhere to 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 of the matter.

**Notification to general stakeholders:**

1. The Company promotes its anti-corruption and bribery policy on its website and sends notifications to partners to inform them of the policy.
2. Creating media or symbols that demonstrate support for anti-corruption and anti-corruption and bribery policies.

**4.17 Recommendation in the event of unsure in making decisions.**

Expenses incurred from providing financial support, gifts, entertainment, charitable donations, and other related costs must go through a review and approval process in accordance with the Company's anti-corruption and anti-bribery policies and approval authority, to prevent any involvement in corruption and bribery. The process is as follows:

- Approved by the authorized approver.
- There must be proper documentation as evidence of the payment.
- The payment must be verified by the accounting and finance department to ensure that the approver has the authority to approve the payment before it is made and that all payment records are accurate and can be properly recorded in the accounts.

If unsure about your decision, use common sense and ask yourself the following questions:

- Does this action violate the law? If it does, stop.
- Does this action contradict your Company's policy? If it does, stop.
- Does this action go against your Company's values or culture? If it does, stop.
- Does this action negatively impact your Company's stakeholders? If it does, stop.
- Does this action harm the Company's reputation? If it does, stop.
- Will this action lead to bad practices in the future? If it will, stop.

If you are still unsure or cannot decide if your decision is correct, you should consult your supervisor or contact the Risk Management and Legal Department.

## 5. Monitoring and Review

The Company mandates that all employees must acknowledge, understand, and strictly adhere to this anti-corruption and bribery 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 violate laws, regulations, and rules of the government sector, the Company will consider reporting the matter to the relevant authorities for further legal action.

## 6. Duties and Responsibilities

### Board of Directors

- The Board of Directors is responsible for establishing and approving policies and measures related to anti-corruption and anti-bribery efforts.
- Oversee the establishment of systems that support anti-corruption and anti-bribery practices, ensuring that all Company employees at every level are aware of the importance of combating corruption and bribery and have incorporated these values into the Company culture.
- Review reports on the implementation of anti-corruption and anti-bribery policies and measures.
- Address urgent issues related to corruption and bribery to ensure timely and appropriate actions are taken in response to the situation.

### Audit Committee

- The Audit Committee is responsible for reviewing the Company's financial reporting systems, internal controls, and internal audit systems to ensure sufficient internal control measures are in place and that operations are carried out in compliance with this policy effectively.
- The committee reviews the implementation of operations according to the regulations, policies, and applicable laws, by acknowledging the results of both internal and external audits. It also monitors compliance with the anti-corruption and anti-bribery policies and measures as presented by the internal audit department.

Address urgent issues related to corruption and bribery to ensure timely and appropriate actions are taken in response to the situation.

## Risk Management, Corporate Governance and Sustainability Committee

- The Risk Management, Corporate Governance and Sustainability Committee is responsible for overseeing the Company's evaluation of corruption and bribery risks. This includes reviewing issues and risk indicators related to corruption, and bribery, and ensuring the effectiveness of risk management actions to keep corruption and bribery risks at an acceptable level, as presented by the risk management department.
- The committee reviews and approves the results of risk assessments, reviews, and monitoring reports on corruption and bribery risks presented by the risk management department and reports the findings to the Board of Directors.
- The committee reviews and recommends updates to the anti-corruption and anti-bribery policies, measures, and procedures presented by the risk management department and reports the outcomes of these reviews to the Board of Directors for acknowledgment.

## Management

The Chief Executive Officer and senior executives are responsible for implementing a systematic approach to anti-corruption and anti-bribery measures. They also promote and support the anti-corruption and anti-bribery policies to ensure that all Company personnel, at every level, adopt these measures and integrate them into the Company culture. Additionally, they review the appropriateness of systems and measures to ensure alignment with changes in the business, regulations, and legal requirements.

## Internal Audit Department

The Internal Audit Department is responsible for auditing and reviewing operations to ensure compliance with policies, procedures, authority, operational practices, and regulations set by regulatory bodies. The department ensures that there are appropriate and sufficient control systems in place to manage corruption and bribery risks, and reports to the Audit Committee.

## Risk Management Department

- The Risk Management Department is responsible for developing and reviewing policies, practices, and measures to combat corruption and bribery, ensuring they align with changes in business operations, Thai laws on anti-corruption and bribery, regulations, and standards. Implement these policies, practices, and measures by establishing systems that promote, support, control, and communicate them to Company personnel and stakeholders equally

and without discrimination. This ensures that all personnel comply with the Company's anti-corruption and anti-bribery policies, practices, and measures.

- Review and evaluate issues and risk indicators related to corruption and bribery.
- Monitor the results of corruption and bribery risk management and actions taken to ensure risks remain at an acceptable level, with continuous implementation of risk management measures
- Report the Company's risk review results, management methods, and risk monitoring outcomes to the Risk Management, Corporate Governance and Sustainability Committee.
- Review, monitor, and assess items related to compliance with the anti-corruption and anti-bribery policies, measures, and practices.
- Review the anti-corruption and bribery policies, measures, and practices annually and report to the Risk Management, Corporate Governance and Sustainability Committee for consideration.
- Provide initial advice on anti-corruption and anti-bribery policies and measures, and coordinate or consult with other relevant departments to provide accurate, comprehensive, and clear guidance.

### **Corporate Company's Secretary**

- The Corporate Company's Secretary is responsible for coordinating with regulatory authorities and exchanging knowledge with other departments to gather information for the development of anti-corruption and anti-bribery initiatives.
- Coordinate and communicate the scope of measures set by the Board of Directors to ensure that relevant departments implement them.

### **Human Resources Department**

- The Human Resources Department is responsible for establishing a human resources management process that reflects the Company's commitment to complying with the anti-corruption and bribery policies. The department is also responsible for providing training on the anti-corruption and bribery policies and measures to relevant parties, monitoring and maintaining acknowledgment forms, and ensuring that executives and employees adhere to the policies and practices by signing their acknowledgment.

### **Company Employees**

- Directors, executives, and employees at all levels of the Company are required to comply with this policy, as well as other relevant regulations and policies. They must not engage in

any form of corruption, bribery, or unethical conduct, either directly or indirectly, and must not solicit, participate in, or accept corruption or bribery for the benefit of themselves, their families, friends, or acquaintances.

## 7. Violation of Policy

The Company mandates that the anti-corruption and anti-bribery policies and procedures be an integral part of the work discipline for all employees. If any director, executive, or employee is found to be negligent or failing in their duties, an investigation committee will be established to address the issue, and severe disciplinary action will be taken, which may include termination and legal action. At the same time, the Company will not demote, punish, or negatively affect directors, executives, or employees who refuse to engage in corruption or bribery, nor those who report wrongdoing or complaints, even if such actions result in the Company losing business opportunities.

Anti-Corruption and Bribery Operating Guidelines and Procedures Policy 2026 Edition was approved by the Board of Directors Meeting No. 7/2025 on 14 November 2025 and shall be effective from 1 January 2026 onwards.

- Signed -

Mr. Norachit Sinhaseni  
Chairman of the Board  
Central Plaza Hotel Public Company Limited