

# Code of Conduct

## Part 1 Business Ethic Policy

Business Ethic of the Company shall apply to the Directors, Executives and Officers of all levels in the Company and its affiliates, regardless whether such persons have given exclusive consent or not. The business objective of the Company is to operate justly under law, regulation, rules and stipulation of the relevant government entity while also respecting the right of our business partners.

### Part 2

Compliance to the Rules, Regulation, Announcement and other orders of the Company

#### 2.1 Regulation

This Business Ethic Policy is an addition to the Rules, Regulation, Announcement and other orders of the Company, if any clause of this Business Ethic Policy is in conflict with the Rules, Regulation, Announcement and other orders of the Company, this Business Ethic Policy shall prevail.

Directors, Executives and Officers of the Company shall comply with Rules, Regulation, Announcement and other orders of the Company and of higher ranking officer, i.e.;

2.1.1 Support the policies and strictly comply with the Rules, Regulation, Announcement and other orders or internal memorandum of the Company which is announced to all officers

2.1.2 Carryout duties with vigilance, honesty, justice and promptly report any event which may caused damages to the reputation or property of the Company.

2.1.3 Carry out duties with diligence and maintain good governance in the business of the Company and strive to be a good example to other officers for the growth and prosperity of the Company.

2.1.4 Manage with virtue and good ethic and encourage officer in all levels of the Company to possess such attributes while maintaining vigilance in matter of conflicts of interest in the Company.

2.1.5 Dedicate oneself and time fully to the Business of the Company, where such needs may arise in order to increase profit or any other purpose and if necessary carry out overtime work when such works;

- a. Violate the law, public order or public morals;
- b. In conflict with the interest of the Company;
- c. Compete in the business of the Company or of the same nature of the Company;
- d. Negatively impact the reputation of the Company;
- e. Reveal confidential information of the Company; or
- f. Adversely affect the regular duties of such person.

2.1.6 Carry out duties with manner and respect to colleague.

2.1.7 Govern and maintain a good relation with officers under command without prejudice or bias.

2.1.8 Ready to work in a team and open to opinions.

2.1.9 Adhere to and encourage strict obedience to the regulations, norms, and orders of the Company in using computer system, computer data or network traffic of the Company, in accordance with computer laws, intellectual laws or other relevant legislations and to protect the reputation of the company.

2.1.10 Protect the interest and confidential information of the Company, customers or any such information which should not disclosure. Any disclosure of publication concerning the businesses, finance and personal information of the Company shall

be done through legitimate channels only, with efficiency and care except when such disclosure is stipulated by law. Such disclosure shall be done only for the purpose of legal action or has already been approved by the board. During the time of employment by the Company and after termination of such employment, all employees hereby agree to hold the aforementioned information confidential. The Officers agree to be held accountable for the loss incurred to the Company for any disclosure or use of such information outside of the duties of the Company. Disclosure of any such information shall be done by Officers with authorization only. When faces with inquiry regarding such information, any other Officers not authorize shall direct the inquirer to Officers with authority to enable correct and uniform answers.

Confidential Information shall mean; information which is not of public domain or if fallen into public domain or competitors will result in serious consequences to the Company including information given to partners or customer of the Company.

2.1.11 Each division shall prioritize the confidential information of the Company including the preservation of documents complete and correct format without discrepancies and shall not disclose such information to any parties except when given written valid authorization by Officer with power.

2.1.12 Prepare business, accounting, finance and various reports to be presented to government bodies and other parties with care and honesty, such documents shall be prepared under the standard accountancy method of the Company which shall be in accordance with standard accountancy practice.

2.1.13 In hiring persons which has previously worked with competitors or government bodies, the Company shall research and study the terms of confidentiality such persons are been bound to and shall take no action to subject them to breach any such terms which may later subject the Company to legal action. 2.1.14 Safe-

guard the property of the Company from any loss incurred by third parties or from other disastrous event. No equipment or property of the Company shall be use for personal purposes or for personal benefit unrelated to the business of the Company.

2.1.15 Retain important information relevant to the business of the Company for at least 10 years in hard copies and electronic copies. Some documents may be subjected to specific preservation requirement by law, the Officers shall study these requirements and shall destroy such document after the aforementioned period have lapse.

2.1.16 Avoid any conflict of interest between personal interest and Company interest in contacting partners and other persons.

2.1.17 Assist and cooperate in demonstrating the rights or request the protection of right in intellectual property of the Company including investigation into intellectual property received from third parties or which shall be used in the Company, to mitigate any intellectual property dispute.

2.1.18 Report to Commanding Officers when action which constitute or may constitute intellectual property violation or may give rise to intellectual property dispute arises.

## 2.2. Prohibition

Directors, Managers and Officers of the Company shall abstain from actions which may damage the their own reputation or the reputation of the Company i.e.;

2.2.1 Become insolvent or under reasonable suspicion of being insolvent.

2.2.2 Breach civil or criminal statutes, resulting in damages to oneself or others, whether intentionally or unintentionally.

2.2.3 Using working hours committed to the Company for other purposes.

2.2.4 Act in ways that may damage the reputation of the position held or the prestige of the Company.

2.2.5 Work with carelessness in manner unfit of the position held.

2.2.6 Operate business in the same nature as to compete with the Company, whether for their own benefit or for the benefit of others, or hold shares with managing powers which may damages the Company, whether directly or indirectly, or enter into partnership with decision making or management power in business competing or of similar nature with the Company. If such participation may not be avoided, the person in question shall immediately report to his Commanding Officer.

2.2.7 Report false information or withhold important information from the Company.

2.2.8 Reveal confidential information of the Company to any persons including; electronic data, financial data, work related information, business information, action plan of the Company, etc.

2.2.9 Withhold or distort information for their own benefit or for the benefit of others, which may directly or indirectly result in damages to the Company.

2.2.10 Obstruct or act in ways that may obstruct the legitimate duties of Officers in the Company, or give order to carry out dishonourable or unscrupulous deeds.

2.2.11 Reveal remuneration, salary or the increase in salary of oneself or of others, whether intentionally or unintentionally.

2.2.12 Does not safeguard the intellectual property of the Company or those which were acquired through the work. Reproduction, modification or other similar action of the intellectual property of the Company, whether for own benefit or of others.

2.2.13 Request or accept items or benefits from customers, partners, competitors or any other person with business relation to the Company, including attendance in overly extravagant parties, except gifts given under cultural norm, business discussion parties or expenditure spent for sake of commercial reputation. Regardless, if such articles are of value over 500 (Five Hundred) Baht, report shall be filed to the division manager or above immediately.

2.2.14 Give out bribe or perform actions which may damage the Company in the same manner and/or corruption through third person and/or make use of illegitimate influence with government representative, customer or partners. Such are deemed to be in conflict with the policies of the Company.

2.2.15 For any purpose, intentionally add, delete or amend, the records or financial information of the Company to change or distorts work results and financial record.

2.2.16 Make payment or business arrangement with intent or misrepresent that part of such payment or business arrangement was made under hidden agenda not shown in such payment or business arrangement documents.

2.2.17 Pay or give out property of the Company to any person without the authorization of the relevant Officers.

2.2.18 Replicate the work or intellectual property of others. Any intellectual property violation shall be reported to the Commanding Officer with decision making power.

2.2.19 An action taken for the sake of personal gain or of others

without just cause or by giving internal information acquired on duty to other persons or using such information to seek unjust benefits or as to put the Company at a disadvantageous position.

2.2.20 Have other division which is not the Purchasing Division request assistance from partners or competitors (If such procedure is necessary for the purpose of the Company, the division in question shall consult the Purchase Division, except in joint ventures activities which the Marketing Division and Sales Division shall oversee)

2.2.21 Carelessness which encourage any person to seek benefit, gain access to or disrupt the computer network, computer data or network traffic of the Company without permission. Support or give consent to services provider to violate computer laws or copyright

### **Part 3**

#### **Ethic Complaint Submission**

The Company has designated that the Corporate Compliance Committee handles ethical complaints, whereby the Secretary of the Committee shall be responsible in the receipt, compilation and summarization of such complaint to Committee. Any such proceedings shall maintain the secrecy of the plaintiff and the defendant.

Any Director, Executive Officer or any stakeholder may submit their complaint through the following channels;

#### **Corporate Governance Division**

Website : [https://application.tfg.co.th/CC/complaint\\_out.aspx](https://application.tfg.co.th/CC/complaint_out.aspx)

Email : [cg@tfg.co.th](mailto:cg@tfg.co.th)

Post : Corporate Governance Division

Thaifoods Group Public Company Limited

1010 Shinawatr Tower 3, Fl 12

Viphavadi Rangsit Rd., Kwaeng Chatuchak

Khet Chatuchak, Bangkok 10900

Any persons whom intentionally or by neglect does not adhere to the policy on submission of complaint and protection of plaintiff of the Company or take any action constituting; threat, punishment, abuse of power, prejudice or any similar acts due complaint made shall be deemed as having performed serious misconduct and shall be liable for damages to the Company or any party affected, including civil and criminal claims.

#### **Part 4** Penalty

Such persons shall receive a warning letter which specifies the nature of the misconduct including the principle violated. Appeal may be filed to the person's commanding officer, if no reprimand could be sought, submission can be filed to the Disciplinary Committee appointed by the Chief Executive Officer for consideration, where the verdict of the committee shall be final. If such person once more misconducted before the previous misconduct have been remedied, severe disciplinary measure shall be enforce which may include termination of employment.

Serious Misconduct shall mean the following violation; bribery, fraud, disclosure of confidential information or intellectual property of the Company to other parties, any act which may cause damages to the reputation of the Company, non-disclosure or non-report of information, discussion or important document to the commanding officer. In such a case, the Company may consider termination of employment without any compensation and without written prior notice

#### Revision and improvement of policy

The Company will set the revision on this policy regularly for at least once a year or when-ever there is a significant change in order to be consistent with the Company's operation.

laws or any other relevant laws.

Notified on 26th April, 2021.