Whistle-blowing Policy

Thaicom PLC

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Thaicom PLC

Whistle-blowing Policy

1. INTRODUCTION

Thaicom PLC (the "Company" or "THAICOM") operates its business with adherence to the principles of corporate accountability, authenticity, transparency and in accordance with the specified good corporate governance policy of the Company. The Company believes that Employees of the Company must be fairly treated and expects that its Employees will behave professionally, with integrity and in strict compliance with the code of conduct of the Company.

The Company is committed to protecting its Employees, business operations and property from the risk arising out of any conduct which violates the code of conduct, and any fraud which affects the reputation or the value of the shareholders of the Company. Thus, the Company will not tolerate any wrongdoing or fraud in the company and will enforce disciplinary proceedings and actions against wrongdoers.

2. PURPOSE

In order to enable the Company to efficiently implement such a policy and its principles, this policy is, therefore, set up with the following objectives:

2.1 To provide the channels for reporting and to encourage all Employees to report any information on misconduct and/or fraud occurring in the Company. This will help encourage staff to report their concerns with confidence.

2.2 To provide protection to Employees who provide information, cooperation or assistance to the Company concerning the misconduct and fraud from any kinds of threats or unfair acts.

2.3 To provide transparent and fair guidelines for investigation of misconduct and fraud.

2.4 To prevent misconduct and/or fraud which may occur in the organization and help detect and reduce damage from misconduct and fraud.

2.5 To enhance the image and good moral values of the Company and its Employees.

3. SCOPE

3.1 This Policy applies to all directors, executives and employees of the Company and the companies in Thaicom Group.

3.2 This Policy covers all acts of misconduct or fraud (which have either occurred or are suspected) involving the executives, employees, suppliers of goods and/or services, creditors, customers, business partners, shareholders, directors, and other stakeholders who have any kind of business relationship with the Company or the companies in Thaicom Group.

4. DEFINITION

In this Policy, the words and expressions listed below shall have the meanings hereby assigned to them except where the context otherwise requires.

(1) "Employee" means regular Employee, probationary Employee and special contracted Employee according to the work rule of the Company.

(2) "Executive" means an Employee or Employees who have been appointed to any position of responsibility for determining the policy and direction of the Company's business operation and or supervising the compliance with the policy of the Company.

(3) "Misconduct" means any action or omission by the executives or employees that violates the Company's Code of Conduct and work rules, such as :

- Disclosure of confidential information other than for the business objectives of the Company;
- Having serious conflict of interest by regarding his or her own self-interest as an Employee or Executive rather than the interest of the Company;
- Having carried out any inappropriate act for his or her own or other person's benefit;
- Disclose or use any confidential business information or trade secret of the Company to seek for his or her own or other person's benefit;
- Accept or seek for valuables from contractors, suppliers or individuals who provide services or deliver goods to the Company including receiving secret commissions or an "under the table incentive payment";
- Coercion, harassment, or unfair discrimination against any Employee.

(4) "Fraud" means an intentional act carried out by an individual or a group of people in order to directly or indirectly gain an unlawful or unfair advantage. Fraud is classified reference to the manual of the Association of Certified Fraud Examiners.

(5) "The companies in Thaicom Group" means subsidiaries, associates, venture capital investments, or companies in which Thaicom has control, either as the majority shareholder or by legal agreement.

(6) "Whistle-blower" means any director, executive, employee or other stakeholder of the Company or the companies in Thaicom Group who makes a complaint, or reports misconduct or fraud, or suspicions thereof, in good faith.

5. ROLES AND RESPONSIBILITIES

5.1 **Employees.**

5.1.1 Employees have the responsibility to immediately inform his direct superior or use the channel specified in this policy if they witness or have reasonable grounds to believe that an offense or fraud relating to the company executives and Employees has occurred.

5.1.2 Employees must cooperate and assist the Company management or its investigation of the act of misconduct or act of fraud.

5.2 **Executives and supervisors**

5.2.1 Act as good role models as well as encourage their subordinates to comply with the Company's Code of Conduct, work rules, regulations and policies.

5.2.2 Promote and establish adequate and effective internal control and risk management systems as well as understand the types of misconduct or fraud that might occur within their departments and be aware of the indicators including the following :

- Executives should understand the nature of any misconduct or fraud that may arise within their own areas of responsibility.
- Executives should be aware of any abnormality that could indicate any misconduct or fraud.

5.2.3 Executives should support and cooperate with the Internal Audit Department and Investigation Committee and other appointed departments to investigate any misconduct or fraud.

5.2.4 Report any act of misconduct or fraud they may witness or suspect to Internal Audit and Human Resources within seven (7) working days.

5.3 **Internal Audit**

5.3.1 The Internal Audit Department has the primary responsibility to check. Preliminary review the reliability of the reported misconduct and fraud information.

5.3.2 Internal Audit is responsible for registering all allegations and suspicions of misconduct or fraud, and preparing summaries of each case (during and after the investigation) involving the Company or the companies in Thaicom Group, which must be reported to the Audit Committee on a quarterly basis

5.3.3 Inform whistle-blowers of the progress of investigations and their outcomes.

6. MAKING A COMPLAINT OR REPORTING OF MISCONDUCT OR FRAUD

The Company considers every Employee responsible for reporting any concerns they have on the question of misconduct or fraud. Any information must be made with honest intent, and not with the intent to pass deliberately false information that may damage or slander the Company and or its Employees. If an Employee passes information with intent to damage or slander, then the Company will take disciplinary action and legal proceeding against that person. If an Employee wants to provide information relating to misconduct or fraud, they must perform the following steps:

6.1 If an Employee has any cause for concern over matters relating to misconduct or fraud, they must immediately report their concerns to their immediate line-manager verbally or in writing. If the line manager ignores or dismisses the concerns raised, the Employee must report their concerns to the next level manager. (See Misconduct and Fraud Reporting Form, Appendix A) The Employees must not conduct any investigation or ask any questions about their concerns independently.

6.2 If the Employee suspects any Company supervisor or manager is involved in misconduct or fraud, the Employee can report any concerns through the following channels:

6.2.1 Head of Internal Audit E-mail: headofia@thaicom.net

6.2.2 Head of Human Resources E-mail: headofhr@thaicom.net

6.2.3 Ethics Hotline; on the company's Intranet. Any information is passed directly to the Chairman of the Audit Committee, the Head of Internal Audit and the Head of Human Resources.

6.2.4 Head of Audit and Risk Committee E-mail: chairmanofarc@thaicom.net

In such cases, Employees can disclose their name, address and telephone number if they wish. However, Employees may also choose not to disclose this information.

6.3 If an Employee suspects a senior manager at the Dept. Head-level or above, the Head of Internal Audit, or the Head of Human Resources is involved in misconduct or fraud, the Employee should notify the Chairman of the Audit and Risk Committee or the Chairman of the Board of Directors.

6.4 Responsible Executives noted in Article 6.1 and 6.2, upon receiving notification of misconduct or fraud, must report to the Internal Audit Department of the Company within (seven) 7 working days.

6.5 Whistle-blowers from within Thaicom Group should make complaint or report any act of misconduct or fraud, or suspicions thereof, through their company's channels. However, if the person making the report considers these channels to be inappropriate, he or she can report the matter directly to Thaicom through the channels provided in 6.2.1 – 6.1.4.

7. THE COMPANY'S RESPONSE

7.1 The Company will investigate all complaints and reports of misconduct or fraud, or suspicions thereof, independently and impartially in order to obtain sufficient evidence to either substantiate or refute the allegations. If a case is proven, disciplinary action and/or legal proceedings will be taken in accordance with the Misconduct & Fraud Investigation Policy.

7.2 The Company will inform the whistle-blowers who have disclosed their names and contact details of the progress of investigations and their outcome. However, the Company may not provide details of the investigation process or any disciplinary action taken if these are deemed to be private and confidential.

8. PROTECTION OF EMPLOYEES

8.1 The Company will not tolerate any intimidation of Employees who provide information for misconduct or suspected fraud, including those Employees who cooperate with or assist in the investigation with honest intent. The company will provide protection and not allow Company Executives to threaten, take any disciplinary action against, or dismiss Employees who provide information during the investigation. The Company will take disciplinary action against any violation of Company Employees.

8.2 If an employee is threatened or intimidated in any way, he or she has the right to request the necessary protection. The Company may provide additional protection as required and determined by the severity and importance of the complaint(s). In the event that an Employee is threatened, the Employee must report the incident to the Head of Human

Resources immediately, and the Head of Human Resources will serve as a protection officer for the Employee.

8.3 In the case of an investigation where the Company conducts an investigation and finds no evidence of wrongdoing, any Employee who has provided information with honest intent will not be subject to any disciplinary action. However, if the investigation finds that an Employee made unfounded complaints, or provided false information or facts that were disparaging or made with willful intent to cause harm to the Company or its Employees, the company will consider appropriate disciplinary action and consequent penalties against the Employee concerned, including, but not limited to, a verbal or written warning, dismissal from the Company or legal prosecution.

9. CONFIDENTIALITY

9.1 All related persons must keep the fraud information and the investigation as confidential and not be disclosed to anyone other than those who have a legitimate need to know.

9.2 The Investigation Report may not be disclosed to anyone in order to avoid damaging the reputation of an Employee suspected but subsequently found innocent of any Fraud, and to avoid potential civil liability.

9.3 Any employee contacted by the media, investor, or other stakeholders, must response that "I'm not at liberty to discuss this matter" and refer them to the Investor Relations or Public Relations Department.

10. PERSONAL DATA

The Company will process the personal data collected through its whistle-blowing channels in accordance with all the laws and regulations related to data privacy protection. This personal data will only be used for purpose of investigating cases of misconduct or fraud reported by the whistleblower. More information on how the Company processes personal data can be found in the privacy notice for whistleblowing..

11. SEEKING GUIDANCE

If any executive or employee has a question about this Policy, he or she should contact either the Chief Executive Officer or a supervisor, the Head of Internal Audit, the Head of Human Resources or his or her respective business unit.

12. RELATED POLICIES

This Policy should be read in conjunction with the following documents issued by the Company:

(1) Corporate Governance Policy and Code of Conduct
(2) Work Rules
(3) Approval Authority
(4) Misconduct & Fraud Investigation Policy
(5) Personal Data Protection Policy

13. POLICY REVIEW

The Internal Audit Department is responsible for the administration and application of this policy. The Compliance Department is responsible for revising this Policy as necessary and appropriate, at least once per year, to ensure it is up to date and complies with all relevant laws and regulations.

This Policy became effective on November 8, 2022.

(Mr. Somprasong Boonyachai)
Chairman of the Board of Directors
Thaicom PLC

Appendix 1

Misconduct and Fraud Reporting Form

บริษัทที่เกี่ยวข้อง : _____วันที่เกิดหรือพบเห็นการกระทำผิด: _____

Concerned Company Date of incident (and/or date misconduct was discovered)

สถานที่เกิดเหตุ : _____

Where incident occurred

ลักษณะหรือประเภทของการกระทำผิดหรือการทุจริตที่เกิดขึ้น (ความผิดปกติของบัญชี การปลอมแปลงข้อมูลบริษัท การยักยอก ขโมยเงิน สินค้า ฯลฯ)

Nature/Type of misconduct or fraud (accounting/audit irregularities, falsification of company records, theft of cash or goods, etc.):

_____

_____

แหล่งข้อมูลที่ช่วยให้ขยายผลนำไปสู่การสอบสวน รวมถึง ชื่อของบุคคลที่เกี่ยวข้อง เช่น พนักงาน ลูกค้า การร้องเรียน การพบการขโมย

Source of information leading to investigation, including name of person, if appropriate (e.g. employee or customer, complaint, anonymous source, discovery of theft, financial analytics)

_____

_____

ชื่อ นามสกุล ตำแหน่งของบุคคลหรือกลุ่มบุคคลที่ท่านเชื่อว่ามีส่วนเกี่ยวข้องกับเหตุการณ์ และเหตุที่ทำให้ท่านเชื่อ

Name and job title of person or persons believed to be involved in incident and the basis for such belief:

_____

_____

มูลค่าของเงินหรือทรัพย์สินที่เกี่ยวข้อง / ประมาณการความเสียหายที่คาดว่าจะเกิดขึ้น

Where money or other valuable assets are involved, estimate the suspected loss:

_____

_____

จัดทำ โดย (_____) วันที่ : _____

Prepared by (optional): Date:

หมายเหตุ : โปรดแนบเอกสารเพิ่มเติม (ถ้าจำเป็น) Note: Attach additional sheets if necessary.