



## *Anti-Corruption Policy*

*Jasmine International Public Company Limited*

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## Anti-Corruption Policy

### Jasmine International Public Company Limited

Jasmine International Public Company Limited (the "Company") and its subsidiaries adhere to business operation with integrity, transparency and examinability under good corporate governance principles, and with utmost importance given to fighting corruption. Therefore, the Board of Directors' meeting of the Company has resolved to approve the Company's participation in Thai Private Sector Collective Action Coalition against Corruption and the establishment of the "Anti-Corruption Policy" in writing as the best practice guideline for business operation, requiring that all the personnel of the Company acknowledge, understand and uphold it, accordingly. Details of the Policy are as follows:

#### Anti-Corruption Policy

The Company's directors, executives and employees shall be prohibited from doing or accepting or supporting all forms of corruption, either directly or indirectly. This policy applies to every business and all the relevant work units both in Thailand and overseas. The Company shall have in place the review of the operation in compliance with the Anti-Corruption Policy regularly, at least once a year.

#### Chapter 1: Definitions

**Corruption** means performing or refraining from performing duties under the positions held, or exercising power under the positions in a wrongful way, or giving or accepting bribes; offering, committing to giving or accepting, requesting or demanding any assets or benefits to or from government agencies, private agencies or any persons in charge, directly or indirectly, with a view to acquire any improper benefits in business, unless otherwise permitted by laws, rules, notifications, regulations, local tradition or trade custom.

**Offering of things or any other benefits** means offering of a privilege in the form of money, things or any other benefits as a token of appreciation or reward or for building relationship.

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**Bribery** means offering to give or accept things, gifts, rewards or any other benefits for oneself or accepting these things from any persons as an inducement to perform any act which is dishonest, illegal or against business ethics of the Company.

**Facilitation payment** means a small payment, unofficially made to government officers only to ensure that they will perform according to the processes in place or to expedite the processes thereof. Such processes are of the normal functions of the government officers and juristic entities, by legal right, are entitled thereto.

## Chapter 2: Duties and Responsibilities

1. **The Board of Directors** has the duty to establish the policy and supervise the formulation of an efficient anti-corruption mechanism in order to ensure that the management is aware of and gives priority to the anti-corruption practice and has it cultivated as the Company's corporate culture.
2. **The Audit and Corporate Governance Committee** has the duty to review the financial and accounting reporting system, the internal control system, the internal audit system, and the risk management system to ensure that these systems are in line with international standards and are well-defined, appropriate, up-to-date, and efficient.
3. **The President and the Chief Executive Officer** has the duty to put in place a system that promotes and supports the Anti-Corruption Policy and have it communicated to employees and relevant persons/parties, as well as the duty to review the appropriateness of the system to be in accordance with on-going changes in; for instances, business conditions, relevant rules, regulations and enactment of laws, etc.
4. **Internal auditors** have the duty to examine and review the business operation to ensure that it is carried out correctly and in line with the Anti-Corruption Policy, the practice guidelines, the delegation of authority, relevant laws, and the rules and regulations of the Company and the regulatory agencies and that the control system in place is appropriate and sufficient for handling potential corruption risks; and report the results thereof to the Audit Committee.

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5. Directors, executives and employees have the duty to perform in compliance with the practice guidelines specified in this Policy, and to promptly report any non-compliant conduct found to the relevant supervisor or via the channels specified in this Policy.

### Chapter 3: Practice Guidelines

1. Directors, executives and employees of the Company must comply with the Anti-Corruption Policy and must refrain from being involved in any corruption, whether directly or indirectly, for their own benefits or for the benefits of their families, friends and acquaintances.
2. Directors, executives and employees of the Company shall not ignore or fail to act when witnessing any conduct that may be considered a corrupt activity involving the Company, but shall inform the relevant supervisor or the person in charge, and shall cooperate with the Company in its investigation thereof. In case of any question or query, they shall also refer to the relevant supervisor or the designated person via the channels in place.
3. The Company shall ensure fairness and protection for any employee who refuses to be involved in a corrupt activity or who cooperates in reporting corruption and shall implement protective measures for both the complainant and the whistleblower as set forth by the Company. Also, the Company shall not proceed to demote in rank/position, punish or exert negative effect on the employee who refuses to be involved in corruption even though such act might cause the Company to lose business opportunities.
4. The Company is aware of the importance of disseminating knowledge and establishing understanding with other persons/parties who have to perform duties related to the Company or with possible impact on the Company in complying with the Company's Anti-Corruption Policy and relevant practice guidelines.
5. The Company shall monitor the transactions entered into with persons with conflicts of interest, in alignment with the good corporate governance principles, the business ethics, and the notifications of the Capital Market Supervisory Board and the Stock Exchange of Thailand.
6. The Company shall have the Anti-Corruption Policy integrated as part of human resources management, ranging from recruitment, training, performance appraisal to determination of remuneration and promotion. Supervisors at all levels are required to communicate with the

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subordinates for the understanding and the adoption of the Policy in business activities under their responsibilities and to oversee their performances to ensure efficient compliance with the Policy.

7. The Company shall have in place the accounting record and the safekeeping systems that facilitate the examination of the verification and the appropriateness of the financial reports together with evidence documents that adequately and comprehensively support each work procedure, as required by the relevant standards, principles and laws.
8. The Company shall put in place the audit, the internal control and the risk management systems to ensure the adequacy and the strength of the Company's work systems and also for the prevention of corruption.
9. The Company is committed to cultivating and maintaining a corporate culture that adheres to the principle that any corrupt practice shall not be tolerated.
10. The Company shall arrange for disclosure and public relations of the Company's Anti-Corruption Policy and make available channels for whistleblowing or complaint lodging via its website and Annual Registration Statement (Form 56-1 One Report).
11. The Anti-Corruption Policy of the Company complies with laws related to anti-corruption in Thailand.
12. Directors, executives and employees who violate or fail to follow the Anti-Corruption Policy shall be subject to disciplinary punishment according to the Company's regulations and civil and criminal punishment if such act also violates the law.

#### Chapter 4: Forms of Corruption

1. **Political supports and contributions** mean provision of financial assistance or otherwise to support political activities, such as giving things or services, advertising to promote or support a political party, purchasing tickets to join a fund-raising event, donating money to an organization which has close relationship with a political party and encouraging employees to join a political activity in the name of the Company in order to gain business advantage.

It is the Company's policy to be politically neutral and give no support to any political activities or undertake any act in favor of any political party. Directors, executives and

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employees of the Company have the right and freedom under the Constitution to take part in such political activities as voting in elections, referendums, etc. In addition, they shall use no properties or resources or spend no business hours of the Company, for the provision of services in the name of or with reference to the Company and shall not undertake any act which may lead to the misunderstanding that the Company supports or is involved in any political party.

2. **Donations for charitable and public benefits** mean donations of money or assets of any form to government agencies, state enterprises, medical facilities, public health establishments, temples, foundations or associations for charitable benefits or projects that benefit communities, the society and the environment without any benefits in return.

Request for approval shall follow the criteria of giving or receiving donations for charitable and public benefits in place. (Attachment: Anti-Corruption Policy, Section 4)

3. **Presents, gifts, entertainment and hospitality services** mean cash or cash-equivalent items, e.g. gift vouchers, gift cards, etc., as well as any other items of value the Company receives from or gives to business-related persons/parties to build goodwill or relationship as allowed under the circumstances in the appropriate with a value not exceeding 3,000 baht (three thousand baht) per person per time and as conducted on festive occasions and in customary practice.

Entertainment and hospitality services mean payment for meals and drinks for entertainment or as hospitality services as well as other relevant services the Company receives from or gives to business-related persons/parties to foster relationship with business partners or otherwise as allowed under the circumstances in the appropriate with a value not exceeding 3,000 baht (three thousand baht) per person per time and in customary practice.

Tradition/Custom means the practice on festive or special occasions when there may be mutual gift-giving, which shall include occasions to express congratulations, thanks, welcome, condolences; or to give assistance in line with social etiquette.

The Company has a policy not to accept or offer any presents, gifts, entertainment and hospitality services that may influence any decision making unless it is the acceptance or offering of gifts, presents, entertainment and hospitality services as customarily required and as necessary as well as reasonable in order to maintain a good relationship with business counterparts.

Request for approval shall follow the criteria of giving or receiving presents, gifts, entertainment and hospitality services in place.

4. **Sponsorships** mean giving or receiving financial assistance or otherwise for public relations purpose to promote its business, brand and image, such as provision of support for educational activities, research and development in collaboration with public and private entities, art and culture promotion, holding of sports events, and so on, excluding sponsorships for promotion of sales under trade contracts or agreements.

Request for approval shall follow the criteria of requirements for actions in matters with a high risk of corruption. (Attachment: Anti-Corruption Policy, Section 4)

5. **Facilitation payment** means a small payment unofficially made to government officers only to ensure that they will perform according to the processes in place or to expedite the processes thereof. These processes need no discretion of the government officers, and are under the normal functions the government officers are obligated to perform and juristic entities are entitled thereto according to the law, such as the application for permits/licenses or certification letters and the request for public services, etc.

It is the Company's policy to prohibit making facilitation payment in whatsoever form and whether directly or indirectly to government officers, and not to act and to accept any act in exchange for facilitation of its business operation.

6. **Conflicts of interest** mean a situation in which personnel in operation have personal interests either directly or indirectly which could compromise their judgment and decisions or their performance of duties in the positions they hold; hence potential impact on the Company in

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overall; as under such situation, the personnel may lack fairness in making transparent decisions.

The Company controls and monitors its transactions with persons/parties which may have conflicts of interest in accordance with good corporate governance principles/business ethics and notifications of the Capital Market Supervisory Board and the Stock Exchange of Thailand.

7. **Business relationships with public and private sectors** mean dealing of business with the public sector, government officers and private entities in order to obtain trade or business advantage. The Company's business operation and transactions with government officers or private entity officers must be transparent, honest and compliant with its procurement/engagement regulations and relevant laws.

Request for approval shall follow the standard operation procedure regarding sales and marketing and standard operation procedure regarding sourcing and procurement/engagement in place.

8. **Engagement of government officials or government officers** means engagement of existing or former officers or officials from the public sector to assume such positions as advisors, directors, executives or employees of the Company; or secondment of the Company's personnel to carry out work on policies in the public sector. This may lead to corruption risk as regards conflicts of interest due to the fact that such personnel would have to take the roles and perform duties in both organizations, which may disable them to remain neutral in their work performance or induce them to drive the public policies in favor of the Company.

Government officials or government officers mean persons holding political positions, civil servants or local officers with definite positions or salaries, persons or personnel serving in state enterprises or government agencies, local executives, and local councilors not holding political positions, officials pursuant to the law governing nature of local administration, and officers of functions pursuant to the law governing nature of local administration, including committee members, sub-committee members and employees of public entities, state enterprises or government agencies, and individuals or groups of individuals exercising the

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state administrative power or authorized to exercise state administrative power to take any action according to the law, whether established by the state bureaucratic system, state enterprise system, or any other state system.

It is the Company's policy to engage government officials or government officers as the Company's directors, executives, employees or advisors by undergoing the nomination/selection process, engagement approval process, remuneration determination process, and control process to ensure that such engagement of government officials or government officers does not constitute a return of any benefits in favor of the Company and not impair the Company's trustworthy image and integrity in performance of duties that may risk corruption incurrence.

- The Company shall not engage or appoint any government official or government officer who is still in government service position.
- The Company has in place a system to examine the profile of any person to be nominated and engaged as a director, an executive and an employee of the Company, with focus on examining his/her conflicts of interest before the appointment or engagement.
- Approval of the engagement and determination of remuneration for a government official or a government officer to serve the Company in a position from the executive level upward is subject to prudent consideration of rationale and necessity, as well as compliance with the Company's regulations.
- Approval of the nomination of a government official or a government officer as a director and determination of remuneration is subject to prudent consideration of rationale and necessity by the Remuneration and Nomination Committee before proposing to the Board of Directors' meeting and the shareholders' meeting for approval.
- Appointment of a former government official or a former government officer of a government agency of which the Company's business is under supervision shall be allowed after a lapse of two years.
- Information on engagement of government officials or government officers shall be disclosed in the Company's Annual Registration Statement (Form 56-1 One Report) to ensure transparency.

## Chapter 5: Whistleblowing and Complaint Handling

The Company has whistleblowing or complaint handling measures in place for the report by employees or stakeholders who have witnessed or have had any evidences or suspicion of other employees' or authorized persons' involvement in bribery or corruption, dishonest or illegal act, violation of rules, regulations and policies of the Company, or non-compliance with the code of conduct of directors, executives and employees. A mechanism has also been established to protect and ensure fairness to the whistleblowers or the complainants.

### 1. Whistleblowing concerns and complaint issues

- 1) Violation of the laws and the Company's rules, regulations, policies and good corporate governance principles;
- 2) Conduct that may point to being a corrupt act or misconduct either directly or indirectly;
- 3) Conduct that may cause problems and damage to the Company;
- 4) Issue impairing the Company's benefits, reputation and image;
- 5) Unfair treatment in work performance.

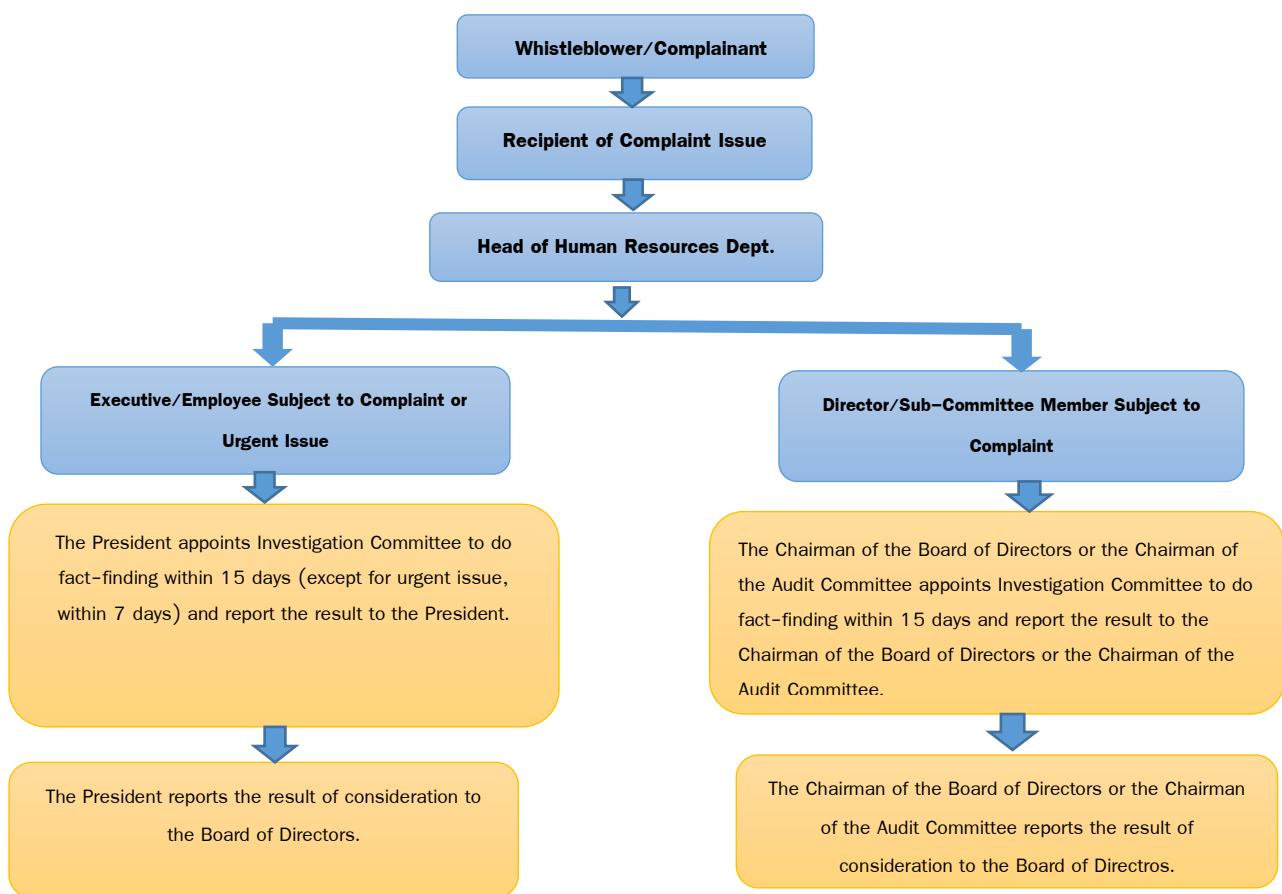
### 2. Whistleblowing and complaint handling channels

- 2.1 Report by e-mail to the Audit and Corporate Governance Committee and Independent Director : [audit\\_committee@jasmine.com](mailto:audit_committee@jasmine.com)
- 2.2 Report via the Company's website: [www.jasmine.com/contact/whistleblowing](http://www.jasmine.com/contact/whistleblowing)
- 2.3 Report by phone call to whistleblowing and complaint work unit: Tel no. 02-100-3037
- 2.4 Report by registered postal mail to:  
Whistleblowing and complaint work unit  
Jasmine International Public Company Limited.  
Jasmine International Tower, No.200, 29<sup>th</sup> Floor, Moo 4, Chaengwatana Road,  
Pakkred Sub-district, Pakkred District, Nonthaburi Province 11120
- 2.5 Report by e-mail to the Chairman of the Audit and Corporate Governance Committee :  
[KarlJamorn@hotmail.com](mailto:KarlJamorn@hotmail.com)

In case the whistleblower/complainant wants to remain anonymous, he/she shall provide details

of factual information or clear evidence sufficiently to lead to the reasonable belief that there is an involvement in bribery or corruption. All the relevant information will be kept by the Company in confidentiality and reported to the Board of Directors every quarter with the safety of the whistleblower/complainant taken into account and without disclosure unless required by law.

### 3. Investigation/Fact-finding process



Urgent issue : Issue with expected damage incurred in the value of over 5 million baht or material loss of business opportunities or tarnishing of image and reputation of the Company.

The Investigation Committee must have no beneficial interest in the complaint issue. In the event that the Investigation Committee is unable to complete the investigation process within the specified timeframe due to certain necessity, it is required that the Committee report and

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provide the reasons to the President and request for the extension of the investigation timeframe.

#### **4. Whistleblower/Complainant protection measures**

The Company shall protect the rights of the whistleblower or the complainant who acts in good faith as follows:

- 4.1 The whistleblower or the complainant or the provider of information may choose to remain anonymous if the disclosure of his/her identity is considered unsafe or may cause damage to him/her. However, if the whistleblower or the complainant or the provider of information chooses to allow the Company to reveal his/her identity, the Company will be able to report the investigation progress and provide clarification or relieve any damage more rapidly and conveniently.
- 4.2 The Company shall conceal the name, address or any information that may identify the whistleblower or the complainant or the provider of information. The recipient of complaint issue and the person in charge of investigation shall keep all the relevant information in confidentiality, unless required by law.
- 4.3 The Company shall protect the whistleblower or the complainant or the provider of information from any threat or intimidation during the investigation process. Any person who threatens or intimidates the whistleblower or the complainant or the provider of information shall be subject to punishment.
- 4.4 The Company shall provide protection for the whistleblower or the complainant.
- 4.5 In case that upon the completion of the investigation, the accused person is not found guilty as reported or complained, the Company shall not punish the whistleblower/the complainant who acts in good faith. As regards the damage incurred to the accused person, it shall be relieved in a fair and appropriate manner.
- 4.6 The Company shall not demote in rank/position, punish or exert negative effect on the employee, who complains, or gives cooperation in the investigation process, or refuses to be involved in corruption even though such act might cause the Company to lose business opportunities.

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4.7 In case there is clear and sufficient evidence that the whistleblowing or the complaint filing or the provision of information is made in bad faith and causes damage to the accused person or the Company, the Company shall initiate an investigation and punishment shall be handed out according to disciplinary measures and/or legal action shall be taken against the whistleblower or the complainant who is the Company's personnel. In case that the whistleblower or the complainant is an external person/party, legal action shall be taken.

## Chapter 6: Penalties

1. The Company shall hand out punishment to a director, an executive and an employee who has committed an offense, threatened or intimidated the whistleblower/the complainant, ignored reporting an offense, or breached or failed to comply with the Anti-Corruption Policy, based on consideration of the severity level of the offense, from verbal warning and written warning to termination of employment and removal from the position as well as taking legal action if the offense falls within the purview of a civil or criminal offense.

2. In case the Company's trade counterpart or person/party related to the Company's business fails to comply with the Company's Anti-Corruption Policy and practice there-under in the manner of committing an offense or ignoring reporting the offense or providing untrue information, the Company may consider termination of the contract or discontinuation of business transactions with the trade counterpart or the person/party related to the Company's business.

3. Unawareness of the Anti-Corruption Policy and practice thereunder or any relevant laws may not be used as an excuse for violation or non-compliance thereof.

## Chapter 7: Training and Communication

1. The Company shall provide the personnel with knowledge and training on anti-corruption, on a regular basis, and through multiple channels. Some of them are onboarding program, training and seminars, board announcement, etc. This aims to stimulate their awareness of the enforcement of the Anti-Corruption Policy, forms of corruption and risks of involvement in corrupt activities, as well as methods of reporting or whistleblowing when witnessing or having suspicion of misconduct or corruption and penal provisions, in case of violation.

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2. The Company shall communicate the Anti-Corruption Policy to its subsidiary and associated companies, directors, executives, employees, shareholders, customers, trade counterparts, all other stakeholders, those in business transactions, and business representatives through the channels considered appropriate.

## **Chapter 8: Recording and Keeping of Information**

The Company is committed to maintaining standards of its work, computer and information communication systems which are fundamental to building efficient control mechanism. Actions have been taken in various areas to ensure security and availability at all times of the work data system and the computer system for the Company's business operation. The Company has also set the structures of its control measures and the costs thereof that would be responsive to potential risks associated with the information as well as the work and computer systems.

To affirm such commitment, the Company has proceeded with the following standards and procedures:

1. Determining the responsibilities of both users and administrators of information in all the work and the computer systems;
2. Assessing risks and developing a risk control system to suit the changing business circumstances;
3. Putting in place protection systems for information, work system, computer system and personnel concerned;
4. Establishing information security system to prevent unauthorized access to and correction of information, as well as wrongful preparation of information, whether accidentally or intentionally.

## **Chapter 9: Audit/Internal Control Process**

The Company has the internal audit process executed regularly on a yearly basis by its Office of Internal Audit. Internal auditors are independent and can perform their duties without restrictions. Besides, audit work is undertaken by external auditors who are certified public accountants on a quarterly and yearly basis as prescribed by the Securities and Exchange Commission, Department of Business Development and Revenue Department.

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The Audit Committee is responsible for overseeing the availability of control system to ensure that the Company's businesses are operated within the right and appropriate scope and with adherence to the policies in place as well as compliance with the applicable laws, rules and regulations. The Audit Committee shall also monitor and examine the employees' performance to ensure their observance of the policies or procedures in place and compliance with the applicable laws, rules and regulations on a regular basis.

#### **Chapter 10: Disclosure**

For the acknowledgment of the Anti-Corruption Policy among the directors, the executives and the employees as well as persons/parties concerned, the Company has communicated the Policy via the following channels:

##### Internal communication

- Announcement via the Company's e-media
- Visible board announcement in the Company's premises
- Onboarding program
- Regular training programs for all personnel to ensure their acknowledgment and understanding of the provisions of the Anti-Corruption Policy and relevant practice guidelines as well as affirmation of their observance thereof

##### External communication

- Announcement via the Company's website
- Annual Registration Statement (Form 56-1 One Report)
- Letter notifying subsidiary and associated companies and trade counterparts of the Anti-Corruption Policy

## Chapter 11: Monitoring and Review

The Anti-Corruption Policy and other relevant policies are set to be reviewed, examined and updated regularly at least once a year or immediately when there is any material change.

This Anti-Corruption Policy was considered and approved by the Board of Directors meeting No. 7/2022, held on 10 November 2022, taking effect on and from 10 November 2022 onwards.

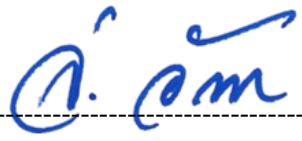
This Anti-corruption Policy was reviewed and approved by the Board of Directors Meeting No.2/2025 held on 27 March 2025.



Dr. Karl Jamornmarn

Chairman of the Audit and

Corporate Governance Committee



Dr. Soraj Asavaprapha

Chairman of the Board of Directors