



**Polyplex (Thailand) Public Company Limited**

**Anti-Corruption Policy**

*(As approved by the Board in meeting no BOD 1-2015 dated 10<sup>th</sup> February, 2015)*

## **Introduction**

Polyplex (Thailand) Public Company Limited (“PTL”) is committed to conducting its global business honestly, fairly, without corruption or acts of bribery and with accountability. It observes a philosophy that demonstrates a keen sense of social responsibility and in the best interest of all its stakeholders in alignment with good principles of corporate governance. PTL realizes that acts of bribery or corruption have a negative impact on image, brand and the sustainability of the Company. Corruption violates the public’s trust, threatens economic and social development, and hurts fair trade and is hence intolerant to both direct and indirect corruptions in any form. Any breach of this policy will be regarded as a serious matter and will result in the utmost disciplinary action allowed under the relevant rules and regulations applicable in each country.

## **Purpose**

This policy establishes PTL’s global standards regarding the prevention of corruption. The policy ensures that PTL and its subsidiaries have the appropriate systems and procedures to prevent bribery and corruption.

## **Scope**

This policy covers Polyplex (Thailand) Public Company Limited, its subsidiaries’ and associates’ employees, including executives and directors as well as our stakeholders, such as key suppliers and customers. In addition, this policy is intended to supplement any local anti-bribery or anti- corruption laws and regulations in the various jurisdictions that it and its subsidiaries operate in or will operate in. Where this policy is in conflict with local laws, then the local laws shall prevail.

## **Definition**

“**Corruption**” includes wrongdoing on the part of an authority or those in power through means that are illegitimate, immoral or incompatible with ethical standards. Corruption often results from patronage and is associated with bribery.

“**Bribe**” is an inducement, payment, reward or advantage offered, promised or provided to any person in order to gain any commercial, contractual, regulatory or personal advantage. A “Bribe” is anything that has a value and is given to influence a decision. This includes, but is not limited to cash or cash equivalents, loans, gifts/prizes, employment offers or promises of future employment etc.

“**Government/ public official**” includes officials, whether elected or appointed, who hold a legislative, administrative or judicial position of any kind in a country or territory.

“**Relevant function or activities**” includes all functions of a public nature, all activities connected with a business, any activity performed in the course of a person’s employment or any activity performed by or on behalf of a person or a body of persons.

## **Responsibilities**

The Board of Directors is responsible for the effective designing and implementation of the anti-

corruption policy. The Board can delegate the responsibility of implementation to the management team in order to ensure that the policy is fully understood and embedded into the corporate culture.

The management shall be responsible for ensuring effective systems are in place to prevent corruption in any form and report to the Audit Committee.

Company employees whose duties are likely to lead to involvement in or exposure to any of the areas covered by the Anti-Corruption Laws are required to become familiar with and comply with this policy in order to avoid inadvertent violations of the Anti corruption laws. It is also the responsibility of these employees to report known or suspected cases of violations of this Policy.

The Company shall take steps to ensure that its operations and financial controls minimize the risks of the Company committing a corrupt act, or of any corrupt act being committed against the Company.

The risk of bribery and corruption will be reviewed by the Audit Committee who shall also carry out an annual internal review of the anti-corruption policy to ensure its effectiveness and make recommendations to the Board for revisions to the policy if required.

### **Policy Guidelines**

The Company explicitly prohibits giving or offering bribes, or similar payment or consideration of any kind, to any person or entity (including but not limited to any customers or potential customers, government official, political party, candidate for political office or any intermediaries, such as agents, attorneys or consultants) in order to:

- a. influence official acts or decisions of that person or entity;
- b. Obtain or retain business or a business advantage for, or direct business to the Company; and/or secure any improper advantage.

Similarly, the Company does not accept and does not condone the acceptance or receipt of bribes from anyone. Company personnel are prohibited from accepting or receiving bribes, or similar payment or consideration of any kind, from any person or entity which is intended to, or which may be perceived as being intended to influence one's official acts or decisions.

The Company acknowledges that the giving and receiving of nominal benefits (such as small gifts, meals and entertainment) is a common business practice and is intended to strengthen and build long term business relationships. Thus, the Policy does not prohibit normal and appropriate gifts, hospitality, entertainment and promotional or other similar business expenditure, such as calendars, diaries, pens, meals and invitations to theatre and sporting events (given and received), to or from Third Parties. However, the key determining factor for appropriateness of the gift or hospitality and/or its value would be based on facts and circumstances under which such gift or hospitality is provided.

The practice of giving gifts and hospitality is recognized as an established and important part of doing business. However, it is prohibited when they are used as bribes. Giving gifts and hospitality varies between countries and sectors and what may be normal and acceptable in one country may not be so in another. To avoid committing a bribery offence, the gift or hospitality must be:

- a. Reasonable and justifiable in all the circumstances
- b. Intended to improve the image of the Company, better present its products and services or establish cordial relations

The giving or receiving gifts or hospitality is acceptable under this Policy if all the following requirements are met:

- a. It is not made with the intention of influencing a Third Party to obtain/ retain business or a business advantage or to reward the provision or retention of business or a business advantage or in explicit or implicit exchange for favors/ benefits or for any other corrupt purpose
- b. It complies with local laws and customs
- c. Taking into account the reason for the gift or hospitality, it is of an appropriate type and value and given at an appropriate time
- d. It is given openly, not secretly and in a manner that avoids the appearance of impropriety

Employees should notify their line managers prior to making or receiving any hospitality offer. In case of any doubt employees should consult their line managers before accepting or promising any gift or offering hospitality. Business unit heads may provide guidance limiting the value of gifts.

## **Procedures**

### **Employment Procedures:**

Applicants for jobs will be assessed during the application and interview process to ascertain as far as it is reasonable and practical that the candidate is likely to comply with the Company's anti-corruption policies.

New employees shall be informed of the Company's Code of Conduct to ensure that they understand it and the importance of complying with it with specific reference to anti-corruption.

Employees shall be required to declare any conflict of interest. Managers should monitor any potential conflicts of interest that may increase the risk of bribery and corruption.

**Training:**

The Company and each business unit shall provide appropriate anti-corruption training and awareness upon recruitment and on a regular basis to all relevant employees to make them aware of the types of corruption, the risks of engaging in corrupt activity, local law regarding corruption, the Company's anti-corruption code and policies, and how they may report corruption. Managers at all levels are responsible for ensuring that those reporting to them are made aware of and understand this Policy, undertake training on how to implement and adhere to it and also monitor compliance of it.

**Reporting Procedures:**

The Company has in place internal procedures for reporting unethical practices/corruption. If anyone becomes aware of any issue or practice involving a potential or actual violation of this policy, they are required to report the matter immediately, in writing or by email, to their line manager or the Whistleblower Committee or the Managing Director of the Company, who will ensure that the matter is investigated and strict disciplinary action is taken against the employee(s) involved in such corrupt activities. Anyone making a report via any of these channels will be kept anonymous.

The Company will not take any adverse action against anyone for providing truthful information relating to a violation of law or Company policy, and the Company will not tolerate any retaliation against persons asking questions or making good faith reports of possible violations of this Policy. Anyone who retaliates or attempts to retaliate will be disciplined.

**Disciplinary Action**

Violations of this Policy will not be tolerated. Any employee who violates this Policy will be subject to disciplinary action up to and including termination of employment or relationship with the Company. The employee who becomes involved in bribery and corruption or who misleads or hinders investigators inquiring into bribery and corruption shall be subject to local laws and regulations and any action considered by the Company shall follow that permitted under local law.

This policy also applies to our stakeholders, who may have their contracts re-evaluated or terminated if found involved in a breach of this anti-corruption policy and if permitted by local laws.

In the event that any provision contained in this Anti-Corruption Policy is in conflict with the local laws, rules and regulations of any entity, such local laws, rules and regulations shall prevail.