

## Code of Conduct for Anti-Corruption

### General Provisions

1. Board members, management and employees must agree to perform their duties and services in compliance with the Company Anti-corruption policy; and must not allow any person, whether directly or indirectly, to exert influence on their behalf so as to engage in any corrupt practice, with the purpose of obtaining any personal or undue advantage.
2. In addition to carrying on their duties as assigned, they shall agree not to engage in any corrupt practices as mentioned in section 1, which also include:
  - Giving or accepting gifts or hospitality,
  - Giving or accepting cash or its equivalents,
  - Bribing government officials or third parties or accepting or soliciting bribery,
  - Embezzling Company's assets or working hours,
  - Laundering money,
  - Obstructing or impeding due administration of justice or judicial proceeding,
  - Making any political contributions, whether in cash or in kind, including offering goods and services or contributing for advertising purposes, etc.,
  - Donating to charitable causes, and
  - Sponsoring,

For a personal or other undue advantage.

### Gifts, Hospitality, and Expenditures

- Board members, management and employees must not demand, accept, or offer any gift or hospitality, either in the form of money, gifts, goods and services to, from or for business partners, agents, creditors, third parties or the Company competitors if doing so can be perceived as bribery or as personal or undue advantage of business partners, agents, creditors, and third parties.
- Any offers or receipt of gifts and hospitality as per customs and traditions shall be conformance to the Company's rules and regulations. In other cases where the Company's rules and regulations cannot be applied, they must be proportionate, transparent and legitimate with no hidden agenda, as stated above.

### Political Contributions

- The Company shall maintain a neutral stance in politics and, hence, does not make any political contribution in any forms whatsoever.
- Board members, management and employees must never make use of the Company's money, goods, and services for any political purposes, or use the Company's resources, such as personnel and facilities, for running a campaign or advertisement in this regard.

Charitable Donations : Donations to charitable causes by board members, management and employees must be made in a transparent way and are not as a subterfuge for coerce bribery, commercial advantages, or political contributions. Therefore, in practice, as follows:-

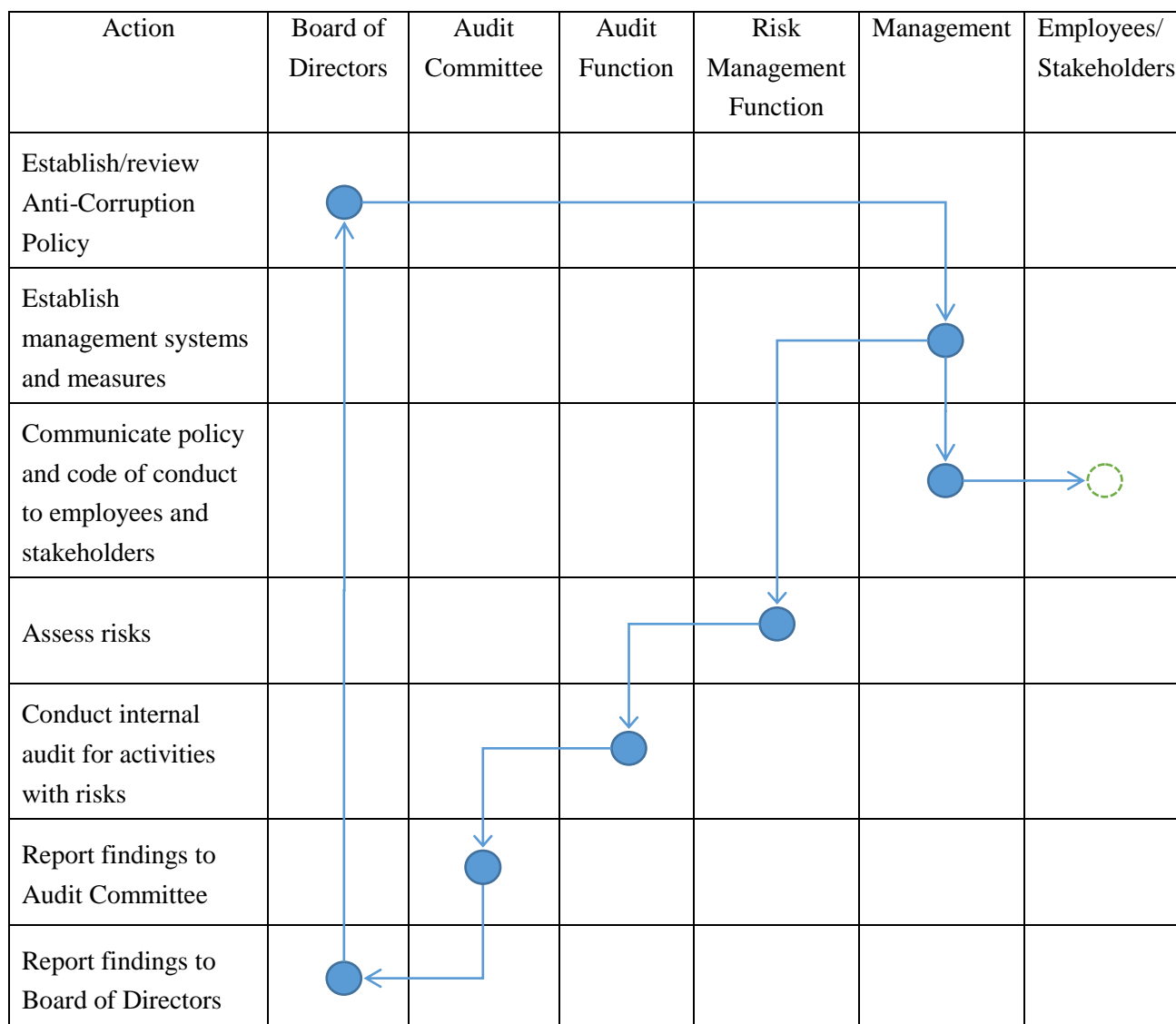
- A Charity or Donation activity has to be proven that it actually exists; that actions have been made to successfully realize the purpose of the project and that it is set up for the real benefit of the society or for the Corporate Social Responsibility (CSR) purpose.
- A Charity or Donation has to be proven that it has nothing to do with a reciprocal return with anyone or any organization except an action to honor the donor as normally practiced such as displaying our logo, mentioning TU name at the event or in a public relation media.

Sponsorships : Sponsorships provide a channel for the Company to promote its business, logo or goodwill. In addition, the Sponsorships could be related to bribing. Therefore, in practice, as follows:-

- A project has to be proven that the person soliciting for sponsorship has actually run the project; that his action is to realize the project's purpose; and that the project is created for the real benefit of the society or for the CSR purpose.
- It has to be proven that sponsorship or any other profit computable in a monetary value such as gift of accommodation and food has nothing to do with a reciprocal return with anyone or any organization unless it is an announcement to honor the person as normally practiced in the business.
- Before making any sponsorships, a requisition form naming the recipient(s) and describing the purpose of the sponsorship, along with all other supporting documents, must be submitted to the Company's authorized persons for approval in accordance with the Company's Approval Authority.

## Procedures for Anti-Corruption

### Governance and Audit Procedure

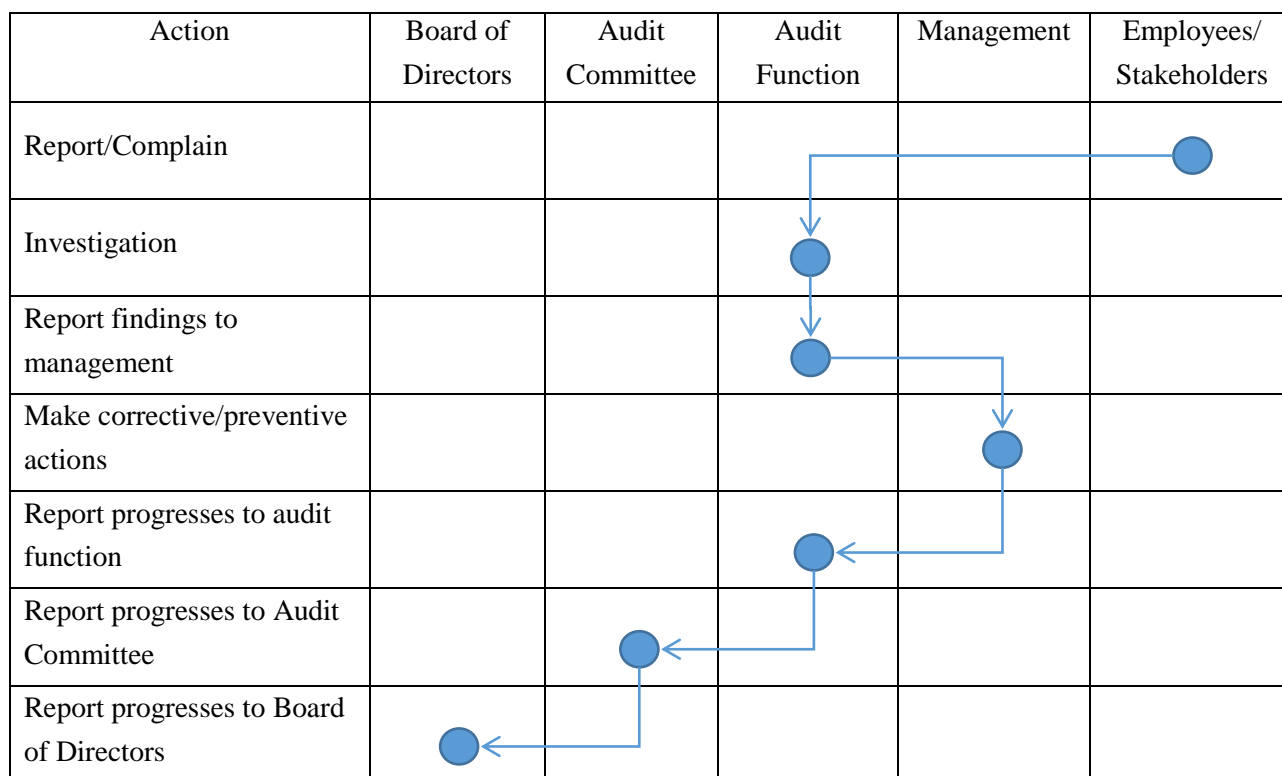


## Complaint and Reporting Procedure

Audit Function is to provide channel(s) for complaint and report of corrupt activities for employees and stakeholders which can be easily accessed and keep the identity of the person who files the complaint strictly confidential. At present can file their complaints and report of corrupt activities through;

**Internal** – 1. Chief or Management      2. Suggestion Box      3. E-mail: labor.CoC@thaiunion.com

**External** – Company’s website at [http://investor.thaiunion.com/complaints\\_handling.html](http://investor.thaiunion.com/complaints_handling.html)



## Disciplinary Action

Offenders of corruption are considered those who violate employment regulations in regard to personnel management. These offenders will receive disciplinary punishment as well as legal punishment if such offences are also against the law.