

## **Anti-Corruption Policy of Sky ICT Public Limited Company**

Sky ICT Public Limited Company ("the Company") conducts business transparently, adheres to the Law, and prioritizes the combat of corruption by providing anti-corruption measures and sponsoring activities which promote and instill ideas in the minds of our directors, executives, and staff members regarding the importance of compliance with the law and relevant regulations. Using corrupt means to achieve success is discouraged. The Company Board has therefore issued an anti-corruption policy to provide a clear direction for business operations and to comply with corporate governance principles and the Company code of conduct as well as relevant rules, regulations and laws, with the intention of putting the Company on a path towards sustainability.

### **Objectives**

1. To ensure that Company staff members at all levels are not involved in any corruption
2. To promote the roles and participation of staff members to prevent and combat corrupt activities related to Company business
3. To build confidence for stakeholders regarding integrity in business operations

### **Involvement**

The Company defines the stakeholders involved in anti-corruption policy in terms of the following two groups:

1. Internal: The board of directors, the board of executives, and staff members at all levels
2. External: Customers, sellers of goods or services, trade partners, business rivals, creditors, debtors, civil service agencies, and private agencies

### **Definition**

Corruption refers to the act or the failure to act in an official capacity or the use of power in an official capacity in an improper manner in all forms, including offering or taking bribes, or promising to give, requesting or demanding assets, money, possessions, rights or any other favors in a way that violates morals, ethics, laws, rules, regulations and policies and involves government officials or any other person engaging in a business with the Company or a company in the group either domestically or internationally to make undeserved gains for an organization, oneself, or family, friends and acquaintances.

### **Duties and Responsibilities**

1. The Board of Directors shall be responsible for issuing policy and regulating a system which supports effective anti-corruption measures to ensure that executive members acknowledge and emphasize combating corruption up to the level of corporate culture.
2. The Executive Board shall be responsible for providing a system which promotes and supports anti-corruption policy which shall be communicated to staff members and other relevant parties. The board shall also be responsible for making revisions to ensure compatibility with changes in circumstances, such as the business environment, rules, regulations, guidance and laws.
3. The Audit Committee shall scrutinize reporting systems on finance and bookkeeping, internal control systems, internal inspection systems and risk management systems.

- These systems shall be maintained in compliance with international standards and exhibit precision, correctness, effectiveness and modern qualities.
4. The Head of Internal Audit shall have duties and responsibilities regarding the inspection and scrutinization of operations to ensure that they occur in the correct manner, comply with policy, guidance, operating authority, regulations, laws and rules of regulators. It shall be ensured that an appropriate, adequate, and capable control system is in place to deal with possible corruption risks. The head of internal inspection affairs shall report to the scrutiny committee.

### **Policy**

1. The Company will cultivate consciousness, values, and attitudes for staff members regarding compliance with the rules, honesty and integrity. Staff members shall not ignore or overlook possible acts of corruption. They must report such acts to supervisors or persons in charge and shall cooperate with any investigations. If in doubt, staff members should consult supervisors or persons in charge via the channels specified in the policy on reporting leads.
2. An effective and efficient internal control system shall be provided. There shall be checks and balances on the exercise of power to prevent corruption or involvement in corruption by staff members.
3. Company directors, executives, and staff members are forbidden from engaging in activities that involve demanding or accepting assets or other gains for themselves or others which may indicate an attempt to persuade them to act improperly, or fail to act, under circumstances that may lead to a loss of legitimate gains by the Company.
4. Company directors, executives, and staff members are forbidden from giving or offering assets or other favors to persons outside the Company with the aim of persuading them to act or fail to act in an illegal or improper manner in relation to their position.

### **Operating Guidelines**

1. The Company shall encourage and support the personnel at all levels to acknowledge the importance of, and develop an internal consciousness regarding, the combat of corruption. The Company shall also provide an internal control system to prevent all forms of corruption and bribery.
2. This anti-corruption operating guidance involves human resource management, ranging from the recruitment and selection process, to the promotion, training, performance evaluation and the reward of staff members. Supervisors at all levels shall have a duty to communicate and build an understanding among junior staff members so that they apply this policy to their responsibilities and ensure that business operations are conducted according to this guidance.
3. The Company shall ensure justice for staff members or any other persons who report leads or evidence of corruption related to the Company and staff members who deny involvement. Measures to protect whistleblowers and those who cooperate with reporting corruption shall comply with measures specified in the Whistleblower Policy.
4. Those involved in corruption are deemed to be in violation of working regulations regarding personnel management for employees. Specified disciplinary action shall be taken against them and they may also receive legal punishment should their acts have been against the Law.

5. The Company shall regularly evaluate the operating guidelines and standards to ensure that adaptation is made to comply with changes in the law and the business environment.

### **Operating Standards**

The Company directors, executives, and staff members shall comply strictly with the anti-corruption policy and the business code of conduct, either when becoming directly or indirectly involved in acts of corruption. They shall:

1. Refrain from behavior which indicates taking from or offering bribes to stakeholders in affairs for which they are either directly or indirectly responsible in exchange for illicit gains. They must:
  - 1.1 Refrain from accepting or giving gifts, souvenirs, cash, cheques, bonds, stocks, gold, jewelry, or other similar products both in civil service and private agencies.
  - 1.2 Refrain from accepting any assets, objects, gifts, offerings, or other favors which lead to a failure to fulfill their own duty. Before accepting souvenirs, checks should be made to ensure compliance with the law and the Company's regulations. Objects or gifts given as part of the job should be reasonably priced and appropriate for the occasion.
  - 1.3 Refrain from giving assets, objects, gifts, offerings, or other favors in order to influence decisions or cause the receiver to fail to comply with the trading code of conduct in the same manner as other customers. Gifts given on special occasions must not have abnormally high value.
  - 1.4 Refrain from being an intermediary in the offer of money, assets, objects or other favors to relevant business parties, civil service agencies or any organizations in exchange for undeserved privileges or causing government officials to fail to comply with rules, regulations and operating procedures specified in the law.
2. Procurement processes shall be conducted in accordance with Company rules in a transparent manner and shall be open for scrutiny.
3. Expenses on business hospitality and other expenses related to compliance with business contracts are allowed as long as such expenses are reasonable and open to scrutiny.
4. Donations to charities shall be conducted in accordance with the following:
  - 4.1 The use of Company money and assets to make charitable donations shall occur only in the Company's name. Charitable donations must be made to foundations, public merit organizations, temples, hospitals, medical institutions or public service organizations. They must possess licenses or be otherwise credible. Donations can be scrutinized and must comply with the process outlined in the Company rules.
  - 4.2 Charitable donations in one's own name are allowed as long as they are not related to, or do not cause suspicions related to, any act of corruption or any attempt to gain other favors.
5. Sponsorships shall be conducted in accordance with the following:
  - 5.1 The use of Company money or assets to sponsor a project shall be conducted only in the Company name. Sponsorships must be given for business purposes or to improve the Company image and reputation. Expense reimbursements shall be made with clear objectives, accompanied by evidence which can be inspected and conducted in accordance with Company rules.
6. Refrain from pursuing political activities in the Company and from using any Company resources for such aims. The Company has a commitment to political

- neutrality, advocates compliance with the law and democratic governance and has no aim of providing political support for any political party either directly or indirectly.
7. Upon encountering acts of corruption or possible corruption which involve the Company both directly and indirectly, such acts must not be ignored or overlooked. The board of directors, executives or managing director of the Company should be informed immediately, or the acts should be reported via the channels specified in this policy.
  8. Directors and executives must realize the importance of spreading information, imparting knowledge and giving advice regarding anti-corruption measures to create an understanding with subordinates so that staff members can comply with the anti-corruption policy. Directors and executives shall also be role models in upholding honesty, ethics and code of conduct.

#### **Affairs involved in reporting of leads or corruption complaints**

1. Acts of corruption related to the organization both directly and indirectly.
2. Acts which violate Company procedure or affect the internal Company control system in a manner that creates suspicion regarding possible corruption.
3. Acts which violate Company interest and affect its reputation.
4. Acts which violate the law, morality and the business code of conduct.

#### **Reporting leads or filing complaints**

The Company board shall accept leads, reports, and complaints regarding acts which may create suspicion regarding possible corruption either directly or indirectly related to the Company via the channels specified in the Whistleblower Policy outlined below:

1. By electronic mail. Email: [whistle-blower@skyict.co.th](mailto:whistle-blower@skyict.co.th)
2. By post: Letters should be addressed to Corporate Governance Board, Sky ICT PLC, 55 AA Capital Building, 5<sup>th</sup> – 7<sup>th</sup> floor, Ratchada Pisek Road, Din Daeng Subdistrict, Din Daeng District, Bangkok, 10400.
3. Online submissions at <http://www.skyict.co.th/contact/whistleblowing>

Persons allowed to report leads or file corruption complaints are all stakeholders of the Company: shareholders, customers, commercial rivals, creditors, the public sector, communities, society, and Company executives and employees. The Company shall ensure confidentiality of the personal information of the whistleblower regardless of the channels used for the report or complaint.

#### **Confidentiality measures**

To protect the rights of honest whistleblowers, the Company shall ensure the confidentiality of names, addresses or other information which can identify the whistleblower. All information regarding the whistleblowers shall be classified. Only those responsible for conducting investigations on the matters involved in the complaints are allowed access to such information.

The Company shall not demote, penalize or act negatively towards employees who reject corruption even when such acts lead to a loss of a business opportunity for the Company.

#### **Penalty**

If the directors, management and employees violate, neglect or intend to commit an offense under the Anti-Corruption Policy and practices as mentioned above that considered a disciplinary offense, the Company will consider the penalty according to the work regulations

set by the Company. They must be responsible for compensation of damages to the Company or those who are affected by such actions and if the action is against the laws, the Company will also consider taking action in accordance with related laws.

**Publicizing the anti-corruption policy**

To ensure that everyone in the organization is aware of the anti-corruption policy, the Company shall implement the following measures:

1. The Company shall put up notices about the anti-corruption policy to ensure all employees are aware of them.
2. The Company shall publicize the anti-corruption policy via official channels such as email, the Company website and annual reports.
3. The Company shall regularly conduct revisions and evaluation of the anti-corruption policy.

The Company hereby certifies that the information in this report is correct and complete in all respects.

Signature

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(Mr. Sithidej Mayalarp)  
Director

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(Miss Kulnada Oranraktham)  
Director