



ANTI-CORRUPTION POLICY

Hana has a zero tolerance of bribery and corruption. The company prohibits the board of directors, management, employees or any person including third parties acting on behalf of the company, being involved in any act of corruption in any form in all business transactions to benefit directly or indirectly and shall comply with the applicable laws and regulations in all the countries in which the company operates.

This policy shall be reviewed regularly in order to capture the change in law, regulation, standard and changes in the business.

PURPOSE: The purpose of this policy is to reinforce our commitment for anti-corruption in all its form, to set out the standard of conduct for preventing corruption in all business activities, to raise awareness and build integrity in the business environment, and to mitigate corruption risks to achieve sustainable development goal.

SCOPE: This policy is applicable to all business activities of Hana group, its subsidiaries, and affiliates worldwide, or other companies in which the company has control including the company's representatives. The board of directors, management, and employees at all levels of Hana (collectively "employee" of the company) including the company's suppliers, contractors, subcontractors, agents or intermediary, and any other person associated with or acting on behalf of the company must adhere to the anti-corruption policy strictly at all times.

DEFINITION: **Corruption** means any types of bribery such as the offering, promising, giving, accepting, demanding or soliciting of an advantage as an inducement for an action which is illegal or a breach of trust as to do or refrain from doing something or to influence a decision on or by any person or organization, including government agencies, individual government officials, private companies and employees of private companies.

Bribery is the offer, promise, giving, demanding, or acceptance of anything of value as an inducement for an action which is illegal, unethical, or a breach of trust.



ROLES AND RESPONSIBILITIES:

- The board of directors approves the Anti-Corruption Policy and delegates responsibility to the Audit Committee for overseeing this policy and its programme to ensure compliance.
- The Audit Committee reviews and oversees the internal control system and financial reporting processes and related functions including countering bribery and corruption. The Audit Committee shall report to the Board of Directors periodically and recommend actions to the Board.
- The Risk Management Committee makes corruption risk assessment and reports to the Board annually.
- Senior management, led by CEO, is responsible implementing the anti-corruption policy including setting up the system to support the policy for employees and associated parties to adopt for operation and shall report to the Audit Committee.
- All plant general managers of each Hana business unit including all levels of managers and supervisors are responsible for ensuring that employees who report to them are made aware of and understand this policy. Prompt reporting of any issues or concerns to senior management shall be made.
- All employees must uphold this policy when performing their duties. Anyone who discovers or suspects violation of this policy must report them to a supervisor or through channels established by the company.

PROCEDURES/GUIDELINES:

Corruption can take place in many types of activities. The board of directors, management, employees and third parties acting on behalf of the company are obliged to comply with these guidelines.

1. Facilitation payments

Facilitation payment is the term often given to an illegal or unofficial payment made in return for services which the payer is legally entitled to receive without making such payment. It is normally a relatively minor payment made to a public official or person with a certifying function in order to secure or expedite the performance of a routine or necessary action, such as the issue of permit/license etc. Hana prohibits payments to a government or public official to secure or expedite the performance of a routine action to which the payer is entitled. The company prohibits improper payments to government or public officials in all parts of the world. Facilitation payments that may lead to corruption are prohibited.

2. Gifts, entertainment and Hospitality

Gifts, entertainment and hospitality include, but are not limited to, tickets, paid vacations/trips, transport, meal, reward, promotional items and other items of value provided to/by a third party which may pose a risk of corruption. Therefore, the company announces "No Gift Policy" and communicates with its business partners and discloses to the public as the guideline for directors and employees not to accept or give gifts by cooperating with other business sectors for the fight against corruption. Employees should decline gifts of any value from current or potential suppliers, customers, or other business partners if it would create the appearance of a conflict of interest. Providing that gifts or hospitality shall not appear to obligate the recipient and in accordance within the business cultural norms, they are acceptable if consistent with the company's policy and the code of conduct.

3. Charitable contributions and sponsorships

Charitable contributions are donations in any forms: money, noncash items, or helping social and community for the benefit of a public charity.

Sponsorship means the financial or in-kind support of activities to the customers, business partners, or any other organization in order to promote business or to reach specific business goals.

Hana makes charitable contributions and may offer sponsorship for the purposes of corporate social responsibility and not for a subterfuge for bribery. Charitable donations and sponsorships must not be perceived as being given for improper purposes, and to be approved by authorized persons in accordance with the approval limit in accordance with the company's policy. When a charitable contribution or sponsorship is made, it shall be transparent and in accordance with applicable laws.

4. Hiring Government Employee (Revolving Door)

Government officer refers to a person who is or has been a government official/politician/advisor of a government agency, has employed to work for a private company and may use his/her internal relationships or information to benefit a private company or create a conflict of interest in the performance of duties of a government agency or business governing body with companies under the supervision. As a result, the action aims to create an unfair business advantage or formulate a private benefit policy that a former government official has worked for. Hana has no policy to hire a former and current government official/officer or allow any employee who still holds a position in the company to work with the government official that may cause the conflict of interest between the individual roles in both the organization and the government.



5. Political Contributions

A political contribution is a contribution, financial or in-kind, to support political activities. Financial contributions include loans. Hana maintains the principle of political impartiality and compliance with laws and democracy in all the countries where we operate. Employees have the right to engage in political activities but shall make political activities in the company and not use the company's resources to take such actions in support of or opposition to a political party. Employees shall not display the company's logo or symbols showing any means or reference to the company when participate in any political activities.

6. Conflict of Interest

Conflict of interest refers to any situation or action or activity in which a person has his or her personal or personal interests that affects a decision or performing duties in the position that the person is responsible for and impact on the common interests of the company and that situation may cause the person to lack the fairness to make transparent decisions. Employees must avoid conflict of interest and are expected to perform their duties honestly, in good faith and in accordance with the best interest of the company. Employees of all levels shall ensure compliance with the Conflict of Interest Policy and must disclose any relationships or situations that can be construed as a conflict of interest against the company as soon as the potential situation arises. Employees must report their supervisors or through the whistleblowing channel when seeing an action that is considered to be a conflict between personal interests and common interests of the Company.

7. Use of Agent

Agent is a third party engaged to provide services for or on behalf of the company or to represent the company's interests. This may include a business consultant, sales agent, subcontractor, lawyer, or third parties who provide services for or on behalf of the company. Hana has no policy for the use of agents or business intermediaries such as hiring a juristic person or any other person who is not an employee to conduct transactions on behalf of the company with the purpose of committing bribery or corruption.

RISK ASSESSMENT:

Risk assessment shall be carried out on a periodic basis in order to assess and minimize the risk of corruption that the company may be facing when doing business. The Risk Management Committee shall conduct an annual corporate corruption risk assessment as part of the corporate risk management program.

INTERNAL CONTROL AND RECORD KEEPING:

It is the company's policy to follow the applicable standards, principles and laws for accounting and financial reporting. All expenditures must be supported by proper documents and authorization. There shall be no "off-the-books" accounts, inadequately defined transactions or false entries.

HUMAN RESOURCES MANAGEMENT:

The company shall have human resource administration process that reflects the company's commitment against anti-corruption measures from the selection, training, performance evaluation in consideration of the compensation and promotion.

It is Hana's policy that no employee will suffer demotion, penalty or other adverse consequences for refusing to pay bribes even if such refusal may result in the company losing business.



TRAINING AND COMMUNICATION:

The orientation training shall be given to new hire employees and continuing appropriate training of directors, executives and employees so that they would clearly understand the company's policy, know the company's expectations and the sanctions procedure in the event of a violation. As well as, the company's zero tolerance policy towards bribery and corruption shall be communicated to agents, intermediaries, suppliers and contractors for their acknowledgement and compliance.

SEEKING GUIDANCE:

All personnel are encouraged to raise concerns or seeking advice regarding this policy or a particular act constitutes bribery or corruption, he or she should promptly get advice from his or her supervisor or Human Resources Department.

REPORTING "WHISTLEBLOWING":

Any suspicion or evidence of other employees, or anyone acting for or on behalf of the company, engaging in bribery and corruption must be reported at the earliest as possible to immediate supervisors or through a channel below and all reports will be taken seriously and no employees will be discriminated against any form as a result of reporting a concern in good faith.

1. Mr. John Thompson, Chairman of Audit Committee: john@ntasset.com
2. Mr. Richard David Han, CEO: richardh@hanabk.th.com
3. Mrs. Tappawong Na Tarlang, Director of Corporate HR, Business Partners, Training & Administration: tappawong@hanabk.th.com
4. Red box or compliant box/suggestion box at each Hana location

INVESTIGATION AND SANCTION:

1. When the company receives complaint which has significant matter concerning to the company's reputation, the investigation shall be conducted within 3 days of the date receiving the complaint. For other cases, the investigation shall be conducted within 7 days.
2. If the director of the company violates or fails to comply with this policy, an investigation committee consisting of independent directors shall be appointed to investigate the matter. If the management and/or employee of the company violate or fail to comply with this policy, Human Recourses Department may join with their supervisors to find out the facts or may appoint an individual or an investigation committee as deemed appropriate.
3. If the result of investigation found actual violation, the company will consider disciplinary action in accordance with the company's rules and regulations. If that violation or failure to comply with the policy is illegal, the violator shall be subjected to legal penalties.
4. The summary of complaint and investigation result shall be reported to the Audit Committee and the Board of Directors for consideration, as well as report the results of complaint and investigation to the whistleblower (in the event that the complainant or the whistleblower has disclosed his/her names.)

MONITORING AND REVIEW:

The Audit Committee shall review this policy on an annual basis and propose any amendment to the Board for approval. The Audit Committee will also monitor the implementation of this policy and make recommendations accordingly.



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