

# Manual of Directors, Executives and Official

about

Anti-Misconduct and Corruption

Of

Chiangmai Frozen Foods Public Company Limited

Board of Company and high rank executives are accepted toward anti-misconduct and corruption have an authority and responsibility in formulating the policy, guide line and performance steps and are supported to take various measurements for performing to incur form and appearance of things to convince that Board of Company and high rank executives have aware and paid important truly with such measurements and established firmly to hold practice till become organization culture, then formulate the policy and performance line as follows:

## Anti-misconduct and corruption policy

The Directors, executives and officials of the company are prohibited to do anything that concerns with every form of misconduct and corruption both for own benefits, family, friend and acquainted both direct or indirect whatever oneself shall be in the capacity as recipient, provider or proposer both money or not money to the government unit or public unit in which the company has conducted business or contacted and must act in accordance with the policy strictly. If not, it shall be punished by discipline according to the regulation formulated by the company and may be punished as laws if that act is illegal.

## Practical line

1. The Directors, executives and officials shall not do anything to show that it is receiving bribes or to bribe for the stakeholders in the matter that oneself performs duty and responsibility both direct and indirect way so as to acquire of interest in an improper way by perform as follows:
  - 1.1 Not receive presents, souvenir which are cash, cheque, government bonds, shares, gold, jewel, real estate or similarly things with related person that oneself has contacted work both government units and private units that provide benefits to that person or oneself or make the company receives damage.
  - 1.2 Not receive possessions, things, presents, any gifts or other benefits which persuades to incur refrain discharging own duty.  
All this, before receive souvenir, should examine to ensure that it has performed rightly as laws and company regulation in which things or presents

that give each other in duty should have less value and having appropriate in each occasion.

1.3 Not allow possession, things, presents or any souvenir or other benefits to induce in consideration or resulted to cause the recipient not act in accordance with trading method in the same way with other co-traders.

All this, to give things as occasion or various occasions must not have much value till over usual condition.

1.4 Not be a medium in offering money, possessions, things or other benefits with related person with business, government units or private units to change with privilege that should not get or make officers in charge or private abstain to act as rule, discipline, regulations and practical point of laws as formulated.

#### Donation for meritorious actions

Spending money or company possession for donating merit must do on behalf of the company only in which donation for meritorious actions, recipient must be foundation, public health organization, temple, hospital, institution or organization for society benefits that are having certificate or reliable and capable to inspect by proceeding through the steps as company discipline and receive approval by authorized person.

Donation for meritorious actions on behalf of private can do but must not concern or incur doubt whether it is misconduct act for expecting any interest.

#### Practical line

- That donation must be proved that it's having activity as project really for such merit and having proceed for supporting project objective successfully and incur advantage toward society truly or in accordance with objective of proceeding with responsibility toward society.
- That donation must prove that it is for such merit, nothing concern with interests of each repay to any person or any units except proclamation of good reputation as general customs such as affix seal symbol, proclamation of company name-lists at the hall or various communications for public relation chiefly.

#### Money support

To give money or possession of the company for supporting project must mention name on behalf of the company only which those paid supporting money must have objective for business, good appearance and reputation of the company. All this, requesting payment must mention clear objective and having evidence that able to inspect and proceed through the steps as company discipline.

### Practical line

- Those supporting money must prove that one who asks for supporting money has really done such project activity and it is proceeding for supporting those project objective successfully and incur truly benefits toward society or for being in accordance with proceeding objective and responsibility toward society.
- Those supporting money must prove that supporting money or other benefits that able to calculate as money such as providing residence and food chiefly, nothing concern with interests of each repay to any person or any units except proclamation of good reputation as general business customs. As a provider of money supporting would have to manage request note, mention name of supporting money recipient and supporting objective along with attach all document propose to an authorized person to consider approve according to the level of authorization of the company.

### Political contributions

Not do anything that concerns with politics and not use any resources of the company for such proceeding. All this, the company is an organization that adhere in political neutral, support to act as laws and government of democracy regime inclusive having no guide line to give assistance political to the politician or any political party neither direct or indirect way.

Political contributions means to support financial, things and/or join activity through promotion to allow the officials to join political activity on behalf of the company so as to acquire in having an advantage on trading business, all this not include the officials that join an activity according to the personal rights and freedom but must not use an officials influence or bring possession, any instruments of the company to take advantage of political proceeding.

### Practical line

The Company has a policy in conducting business with neutral, not to take interest in political, politician or any political party. The Company shall not support financial or things to the political party, politician in assist for political as mentioned above definition.

### Purchasing

Purchasing, employment, making contract must proceed through the steps according to the company discipline, having transparent and capable to inspect.

### Entertaining and Others Expenses

Expense for business entertaining and other expenses related with act in accordance with the business contract can do but must spend with reasonably and capable to inspect.

### Communication and diffusion

So as the customers, co-traders, creditors, related units, company officials through subsidiary company, co-company, other companies that the company has an authority to control business representative through the people have acknowledged the policy of anti-misconduct and corruption, the company will proceed as follows:

The Company will diffuse the policy of anti-misconduct and corruption through communication channel of the company such as company website, e-mail, fax, disclosure report of annual information (type 56-1 and 56-2) fold sheet, circulate letter, responsibility report toward society, initial explanation, training, seminar and post letter.

The Company will post a notice for the policy of anti-misconduct and corruption in the conspicuous places in which every official in an organization are readable and approach easily.

The Company will manage to have initial explanation, training, seminar concerning the policy of anti-misconduct and corruption to provide every officials for acknowledgement and bring to practice earnestly.

### Punishment lesson

The Directors, executives and officials have to perform in accordance with the policy of anti-misconduct and corruption strictly. One who does not follow or one who does misconduct and corruption, it regards as fault on business morality and policy of corporate governance of the company, it would have to receive punishment in discipline as formulated by the company and may be punished as laws if those actions are offended in which punishment lessons are as follows:

- a. Warning by speech by recording in letter for evidence.
  - b. Warning by letter.
  - c. Warning by letter and cut wages or rank transfer or not take into consideration for receiving annual bonus and/or not take into consideration for raising annual wages except adjust wages as laws.
  - d. Warning by letter and suspending from working without paying wages.
  - e. Quit-employ.
- The Officials ought not to neglect when find any act or behavior approach misconduct and corruption or show in the way of misconduct that having result concerning with the company both direct or indirect. The Officials must inform their boss or responsible person for acknowledging and give cooperate in

inspecting various facts. If having any doubt or inquiry, allow to consult their boss or assigned person by the company through various formulated channels.

- The Company provides fairness and defends the officials whose refuse misconduct or the officials that inform the matter of misconduct and corruption that related with the company by using measurement to defend complainants or cooperator in notifying clue and report misconduct and corruption as formulated by the company in defending measurement and keep as secret. For the officials whose refuse misconduct and corruption, the company has a policy not to reduce rank, punish or result in contrary way toward those officials although those refusing misconduct and corruption would make the company loss an opportunity in business.
- Board of Company, high rank executives are fully aware of an important in diffusing, give knowledge, advice, consultation and make understanding with organization personnel, related person through subsidiary company, co-company, other companies that the company has an authority to control and business representative concerning to bring measurement of anti-misconduct and corruption to perform in order to allow personnel and related person perform in accordance with this policy inclusive to be good example in the matter of having honesty, ethics and good moral.
- The Company intends to create and maintain organization culture which adhere that misconduct and corruption, to give or receive bribe are an unacceptable performance whatever to perform with any person both public / private sector.
- Anti-policy of misconduct and corruption allow to comprehend till human administration procedure, from nomination, personnel selection, promotion in rank, training, officials performance assessment which formulate to allow every level of boss communicate and make understanding with the officials in order to use in business activity that under responsibility and oversee performance efficiently.

Manual of directors, executives and officials concerning with this measurement of anti-misconduct and corruption has received approval from the resolution at the Board of Company Meeting No. 1/2016 on February 26, 2016.

Signed

(Mr. Prayoon Pholpipattanaphong)

Chairman of Board of Company