

Anti-Corruption Policy

1. Purpose of Policy

With the aim to declare the intent and establish direction of TISCO Group to fight corruption and prevent from being channels for money laundering and financing of terrorism activities, the Anti-Corruption Policy was formulated to create awareness of the corruption risk and enhance the integrity as well as ethically business operation within TISCO Group. The Anti-Corruption program was implemented with effective mechanisms to prevent corruption at the TISCO Group in alignment with applicable laws and best practices.

Anti-Corruption Policy provides a blueprint of TISCO Group principles and practices in carrying out the Anti-Corruption program, which is to be consistently carried out across all business units in TISCO Group. The policy is mandatory for directors, management, employees, and TISCO Group representatives. It reflects TISCO Group compliance strategies aligned with corporate vision, missions, and corporate strategy and will serve as a guiding framework for formulating enterprise-wide compliance action plans. The policy is also aligned with the overall risk management policies and guidelines of TISCO Group.

2. Definition

Term	Definition
Corruption	the abuse of entrusted power for private gain.
Bribery	the offering, promising, giving, accepting, receiving, or soliciting of direct/indirect benefits to directors, management, employees, TISCO Group representatives, government officer, business counterparty and third party as an inducement for an action which is illegal, unethical, or a breach of trust. Inducements can be in the form of cash, gifts, entertainment, donation, rewards, sponsoring, or other form of benefits.
Thai Private Sector Collective Action against Corruption (CAC)	cooperative national program to fight against corruption in the public and private sectors. The program is 100% privately funded, with strong support from the Thai Government and the Office of the National Anti-Corruption Commission (NACC).
Supplier Code of Conduct	guidelines for suppliers ¹ engaging businesses or operations with TISCO Group to collaboratively conduct responsible businesses practices with transparency, anti-corruption in all forms, fairly treating their employees, respecting human rights, complying with Safety, Occupational Health and Environmental Standards.

¹Supplier refer to Vendors, contractors and / or service providers including the persons who have been appointed or empowered to proceed operations on behalf of such vendors, contractors and / or service providers

3. Policy Statement

3.1 Anti-Corruption Direction

Reference is made to an integral part of the determined "Corporate Mission" of TISCO Group in Corporate Governance Policy. It stipulates that TISCO Group adheres to the culture of integrity, fairness, and transparency that creates sustainable value for our customers, shareholders, people, and society. The stated mission was embedded in the corporate core values and business code of conduct, which transferred into the corporate culture and professional attitude of the TISCO Group.

With an aim to address the corporate direction, TISCO has joined the Thai Private Sector Collective Action Against Corruption ("CAC") and set up a zero-tolerance policy against corruption, namely "Anti-Corruption Policy" to prohibiting directors, management, employees, and TISCO Group representatives receiving or offering bribes in any form in all activities under the control. The hiring of government officials, donations, and political contributions, as well as sponsorships, gifts, hospitality, facilitation payment, and other expenses, shall be transparent and will not be for the purpose of attempting to influence the recipient, whether government or private, into an improper exercise of functions, duties or judgment.

3.2 Roles and Responsibilities

Board of Directors

The Board of Directors of TISCO Financial Group Plc., the parent company, shall be responsible for approving the Anti-Corruption Policy, and ensuring that the group's policies, guidelines and procedures are managed effectively to prevent the group from being involved in any corruption practices, and promoting good corporate culture and ethics.

Governance and Sustainability Committee

The Governance and Sustainability Committee ("GSC"), appointed by the Board of Directors, shall advise the Board to review and approve the Anti-Corruption Policy, to ensure effective governance structure in overseeing Anti-Corruption program within TISCO Group.

Executive Board

The Executive Board of TISCO Financial Group Plc., with the delegated authority of the Board of Directors, has ultimate responsibility for overseeing the anti-corruption practices of TISCO Group.

The Executive Board will:

- Oversee and monitor the anti-corruption program of TISCO Group to ensure compliance with the established Policy and Guidelines as well as the related laws and regulations.

Risk Oversight Committee

Risk Oversight Committee will

- Oversee corruption risk management through operational risk management system.

Audit Committee

Audit Committee will

- Provide assurance on the effectiveness of Anti-Corruption program implementation to the Board.

Group CEO

The Group CEO is responsible for formulating strategy and leading the change to implement the Anti-Corruption program.

The Group CEO will:

- Approve Anti-Corruption guidelines
- Ensure effective implementation of TISCO Anti-Corruption program across the group.
- Ensure the formulation and implementation of Policy and Guidelines to comply with the respective laws, regulations, and policies.
- Ensure the respective business units have adequate resources, training, and measures.

Compliance and Operation Control Committee

The Compliance and Operation Control Committee is appointed by the Group CEO to review corruption risk and TISCO Anti-Corruption Program as part of Operational Risk Management.

- Ensure sufficient control over TISCO Group operations regarding Anti-Corruption practices.
- Review and Ensure the Policy and Guidelines comply with the respective laws, regulations, and sound internal control practices across TISCO group.
- Oversee the communication with directors, management, employees and other stakeholders.

The Board of Director of Subsidiaries

Under a consolidated supervision framework, the Board shall ensure that TISCO Subsidiaries adopt and adhere to TISCO Anti-Corruption Policy approved by the Board of Directors of the parent company.

Board of Directors of subsidiaries will:

- Ensure strategic alignment of the company to TISCO Group's direction and ensure effective implementation of the Policy.

President/Managing Director of subsidiaries

Under a consolidated supervision framework, the President/Managing Director shall ensure the adoption and implementation of the Policy approved by the Board of Directors of the parent company in the company's day-to-day management and decision-making.

The President/Managing Directors will:

- Ensure that Anti-Corruption activities are properly implemented as directed by the Group Policy.
- Ensure the business units under supervision have adequate resources, training, and measures.

Operational Risk Management:

- Establish written policy and guidelines on Anti-Corruption and regularly revise them to maintain effectiveness.
- Regularly assess the corruption risk and report the result to the Compliance and Operation Control Committee for consideration.

Human Resources Management:

- Endorse policy all over companies and monitor employees' disciplinary.
- Arrange training needs for employees in accordance with requirements set out by business units.

Internal Audit:

- Act as the Independent Body to provide assurance on the effectiveness of related Anti-Corruption Policy and Guidelines to management and the Audit Committee.
- Perform regular risk-based audits and reviews of operations, including Anti-Corruption risks, to assess compliance with established policies and guidelines, and report audit findings, control deficiencies, and recommendations to the Audit Committee.

Flexibility of Management Practices

The Board of Directors of the parent company recognizes that no policy can anticipate all the situations, conditions, and opportunities which may arise in the normal course of operations. Therefore, the Group CEO is empowered to exercise prudent judgment in the implementation of this policy. Any deviations from the guidelines expressed in this policy should be documented.

3.3 Anti-Corruption Principles

- 3.3.1 With the zero-tolerance policy, TISCO Group implemented an Anti-Corruption program relating to the business undertaking and provided business conduct guidance to directors, managers and employees to fight against all forms of corruption, with details as follows.
- Prohibit bribery in any form in all activities under control either for the TISCO Group's benefit or employee's self-benefit or that of their family, friends, associates, or acquaintances.
 - Ensure that the hiring of government officials, donations, and political contributions, as well as sponsorships, gifts, hospitality, facilitation payment, and other expenses are transparent and will not be for the purpose of attempting to influence the recipient, whether government or private, into an improper exercise of functions, duties or judgment.
 - Prohibit exploitation of title or personal relationships to explore channels or opportunities for gaining self-benefit.
 - Comply and consistently with all relevant anti-bribery laws in all the jurisdictions where TISCO Group transact businesses with.
 - Create fair market conditions and transparency in business transactions and ensure good corporate governance.
- 3.3.2 Create a corporate culture of anti-corruption as a crucial part of effective operational risk management. As risk owners, business units shall assess corruption risk related to their work or business function and develop appropriate internal control system. The Operational Risk Management Function shall assess corruption at organizational level and support the Management to monitor the effectiveness of control implementation.
- 3.3.3 Publicize and communicate the Anti-Corruption Policy
- Internal: Disseminate this policy internally through the TISCO Group's intranet to guide directors, management, and employees and cultivate through code of conduct towards ethical and accountable behavior at all times and will apply appropriate sanctions for violation of the code
 - Public: Disclose information about the policy externally to all stakeholders and update the information regularly through the applicable channels such as the corporate website, annual report (56-1 One Report), etc.
- 3.3.4 Provide training programs to employees to promote integrity, honesty, and accountability in exercising their duties and responsibilities and to convey TISCO Group's commitment to ethical business practices.
- 3.3.5 Implement appropriate internal control systems and controls to prevent unethical conduct by employees, ensure good governance, and institutionalize the values of integrity and accountability in the business.
- 3.3.6 Maintain appropriate financial reporting mechanisms that are accurate and transparent.
- 3.3.7 Referring to the Whistleblowing Policy, appropriate communication channels with the employees and other stakeholders to report suspicious circumstances in confidence without risk of reprisal are sufficiently provided, including the handling and investigation process of all reports received.

- 3.3.8 No employee or TISCO Group representatives will suffer demotion, penalty, or other adverse consequences for refusing to pay bribes or reporting suspicious circumstances, even if such refusal or report may result in the losing business.
- 3.3.9 Any actions that violate or appear to violate the code of conduct will be investigated and processed according to TISCO Group's disciplinary guidelines.
- 3.3.10 Enter into integrity pacts with other organizations and with government agencies if required when dealing with procedures related to the bidding and procurement of supplies, materials, equipment, and construction.
- 3.3.11 Support and cooperate with the anti-corruption measures of the government and private sector in exchanging knowledge and experience in anti-corruption and joining anti-corruption activities to promote the sustainability of anti-corruption collective action nationwide initiatives.
- 3.3.12 Ensure that business partners recognize anti-corruption and anti-bribery principles, and that transparency in business operations and compliance with the Supplier Code of Conduct are incorporated as criteria in service provider selection. For significant service providers (Critical Tier 1), TISCO Group shall ensure that an anti-corruption policy is established.