

## **Anti-Corruption Policy**

**Prodigy Public Company Limited** realizes the importance of transparent business operations and with honesty. Because corruption is problems and obstacles to the development of the country. The Company announced its intention to be in the alliance of Thai private sector in anti-corruption and has been approved to participate in the project on December 16, 2015, then the Company has set an anti-corruption policy as a guideline for practice and develop into a sustainable organization in the Company's business operations and in accordance with the principles of corporate governance Good corporate governance in the Board of Directors' meeting agreed to approve the policy against Corruption in the Board of Directors Meeting No. 1/2017 on Thursday, February 23, 2017. Consider the first improvement in the Board of Directors Meeting No. 1/2018. On Thursday, February 22, 2018 and in the Board of Directors Meeting No. 7/2020 on Tuesday, December 8, 2020 resolved to amend the policy for the second time with details.

### **Anti-Corruption Policy**

With a commitment to conduct business with transparency and fairness, giving importance to principles of good corporate governance responsible and cautious under the relevant laws, rules, regulations and standards, Prodigy Public Company Limited "the Company" has therefore established an anti-corruption policy as a guideline and develop to be a sustainable organization.

#### **1. Policy Objectives**

- 1.1 Represents direction and operational framework of the company about against and prevent Anti-Corruption according to principles and best practices that are accepted as suitable for adaptation in accordance with the economic environment and society of the country.
- 1.2 Enhance knowledge, understanding and cooperation of directors, executives, employees and related parties with Anti-Corruption Policy as a guideline to promote the company to be an organization with management.
- 1.3 The company has a definition of not participating in all of corruption and cooperate with other organizations in anti-corruption.

#### **2. Definition of "Corruption and Bribery"**

"Corruption" means the dishonest use of power or duty for the benefit of oneself or others including bribery, extortion fraud, deceit, collusion, embezzlement, money laundering and similar acts.

“bribery” means act in any form which is be offering, promising, giving, accepting. Any form of claim that generates benefits in and responsibilities various ways in an unethical manner not induce any acts that are against the law or contrary to one's duties.

Benefits in any form include gifts, services, cash or others that may be given directly or through another person or for other people.

As well motivating for any action this includes acts against government officials or private owners.

Forms of corruption and bribes and other related policies.

#### 2.1 Political contributions

Political contributions in accordance with the law. It is required to be able to do so with transparency and proper disclosure. Including it was approved in principle by Board of Directors or Executive Committee.

#### 2.2 Charitable donations

Charitable donations are part of the company's corporate culture. To help the underprivileged in society. To alleviate suffering to support victims of natural disasters or to promote universal quality of life both now and in the future. Then provided that such charitable donations must be approved in accordance with the procedures set by the Company and Act a masking effect. The purpose of the donation is clear and there must be transparently, with no donations, avoiding corruption and bribery.

#### 2.3 Sponsorship

Sponsorships are generally made to enhance the image or reputation of the organization usually through activities. It meets the decision-making criteria that are transparent. There is a contract or proof of payment being made properly. This must be approved in accordance with the procedures specified by the Company and there must be no contribution of any kind. It made to avoid corruption and bribery.

#### 2.4 Gifts, reception fees and other expenses

Gifts, hospitality fees and other expenses may lead to the risk of corruption.

Therefore, all directors and employees must not be accepted or given that are generally perceived as being intended may lead to corruption. However if accepting or giving gifts or hospitality not obligated or burdened with the feeling that there must be a return of corruption. And in accordance with the traditions that are normally practiced, it is something that can be done. If it complies with

the criteria and code of conduct set by the company. If you are in a situation where it is impossible to refuse to receive such gifts or benefits at that time. The recipient must notify the supervisor immediately.

### 3. Anti-Corruption Measures and Guidelines for Anti-Corruption and Bribery

The company is committed to bringing Implement effective measures against corruption and bribery which must be approved by the Board of Directors and regularly communicated to all directors and employees as well as third parties in order to cultivate the culture does not tolerate corruption and bribery.

Directors, executives and employees do not accept corruption in all forms directly and indirectly covering all businesses and related departments and review the practice according to the anti-corruption policy Anti-corruption on a regular basis as well as reviewing the practice guidelines and requirements for compliance with business changes, rules, regulations, and legal requirements.

### 4. Scope of application

This policy applies to directors, executives and employees of the company, with the definition as follows:

- 4.1 The directors are the Company's directors appointed by the shareholders' meeting or the Board of Directors' meeting
- 4.2 All sub-committees appointed by the Board of Directors
- 4.3 Employees of the Company including employees of all positions and levels, including managers, high-level executives, consultants, both permanent and temporary employees.

### 5. Duties and Responsibilities

- 5.1 Board of Directors have duties and responsibilities set policies and supervise the Company to have a system that support effective anti-corruption so that the management realizes and pays attention to anti-corruption and cultivate it into practice.
- 5.2 Audit Committee as assigned by the Board of Directors have duties and responsibilities in reviewing the internal control system of various work systems in the company to ensure that it is properly implemented efficiency and no corruption. Including reporting results of corruption investigations to the Board of Directors.
- 5.3 Executive Committee and Management has duties and responsibilities for establishing a system and providing promotion and Support anti-corruption policy. Including communicating to employees and related parties, reviewing the appropriateness of the

system and various measures. To be in line with changes in business, rules, regulations and legal requirements.

5.4 Internal auditors have duties and responsibilities for inspecting and reviewing the operations to ensure that they are in line with the policies, guidelines, operational powers, regulations, laws and regulatory requirements. In order to ensure that there is a control system that is appropriate and adequate to the risk of potential corruption and report to the Audit Committee.

5.5 All employees must perform their duties in accordance with this policy. In case of doubts or witnesses of violations this policy must be reported to a supervisor or through the designated reporting channels.

## 6. Policy and Practice Guidelines

### 6.1 General

6.1.1 Directors Executives and Employees at all levels must comply with the anti-corruption policy and business ethics of the company and not making claims or involved in All forms of corruption either directly or indirectly. Which covers all departments and all outside agency government agency State enterprises and various private agencies that the company has involved.

6.1.2 Employees should not ignore or be neglected when witnessing an action. Any actions that fall within the scope of corruption related to the company must inform the supervisor or the responsible person and cooperate for investigate the facts. If in doubt or questions to consult with the supervisor or the person assigned to be responsible for monitoring compliance with business ethics.

6.1.3 Who commit corruption are violations of the Company's business ethics. Which must be consider disciplinary action as specified by the Company. Which may include termination of employment, compensation Damages and civil or criminal penalties.

6.1.4 The company will provide fairness and protect personnel who refuse or report corruption that related to the Company. By using measures to protect the complainant or the person who cooperates in the investigation.

6.1.5 The company is committed to creating and maintaining a corporate culture that corruption is unacceptable. Both transactions with the public and private sectors.

6.1.6 High-level executives must be good role models and supervise employees to comply with the specified measures.

## 6.2 Awareness Creation

The Company will arrange for dissemination with business related persons and stakeholders. Including other persons who have to perform duties related to the Company or may affect the Company in the future things that must be done comply with the Anti-Corruption Policy.

## 6.3 Risk Assessment

6.3.1 The Company's executives must understand the risks that may arise from corruption.

6.3.2 The management must assess the risk of corruption that may occur on a regular basis at least once a year and review risk management measures to ensure that the risk is at an acceptable level.

## 6.4 Control

The Company will maintain an effective internal control system to combat corruption which covering both financial and operational aspects of accounting and recordkeeping processes including other processes related to anti-corruption measures.

## 6.5 Supervision, monitoring and review

6.5.1 Risk Management Committee This policy must be assessed and reviewed on a regular basis every year and propose to the Audit Committee and Board of Directors Consider and approve changes. As well as supervise and monitor the implementation of this policy and provide advice on a continuous basis.

6.5.2 Internal auditors must regularly review the internal control system and processes to ensure that the internal control system is effective against corruption.

Examine with relevant persons to find appropriate solutions and will report to the Executives and the audit committee were further informed.

## 7. Consideration of penalties for violations

7.1 If the directors, executives or employees of the company violate the anti-corruption policy. That must receive disciplinary action which the Company will appoint an investigation committee as appropriate to the case.

7.2 Employees should understand the content of be aware of the contents of this policy and follow it properly. The company will consider punishing employees who violate the policy and cause damage to the company.

## 8. Training and Communication

8.1 The Company will regularly provide knowledge and provide training on anti-corruption through various channels such as orientation courses, training, seminars, announcements etc.,. Those will raise awareness of the anti-corruption policy all forms of corruption and the risk of participating in corruption as well as methods for reporting or notifying clues in case of witnessing or suspecting corruption.

8.2 The company will communicate the anti-corruption policy to Company Directors, Executives, Employees, Shareholders, Customers Business partners, all groups of stakeholders Business Associate And business representatives are informed through appropriate communication channels.

## 9. Disclosure

The company has opened Disclose information to employees, executives, shareholders, customers, business partners, all groups of stakeholders and related parties through the Annual report, the Company's website or other methods as appropriate to ensure that the Company has Operate with transparency and verifiability.

## 10. Recording and storage of information

The Company operates in relation to information according to the Company's policy. Which is committed to maintaining work system standards Information communication system that is an important basis for creating an effective control system. To ensure that Work system information and database systems are protected and maintained ready to be used or ready for inspection at all times in the business of the company by controlling and supervising to be as appropriate to the risk of information, work systems and database systems.

## 11. Measures and channels for reporting clues or complaints

The company has provided measures for notifying clues or complaints about illegal actions, business ethics, or behaviors that may indicate corruption. By providing a variety of communication channels to provide opportunities for employees and stakeholders to report clues or complaints to the company. Through the channels to receive complaints specified by the company as follows:

- By postal

To the Chairman of the Board of Directors or Chairman of the Audit Committee

Prodigy Public Company Limited.

7/3 Moo 3, sub-disturct Bang Krabao, District Nakhon Chai Si

Nakhon Pathom Province 73120

- E-mail : [thitikan@prodigy.co.th](mailto:thitikan@prodigy.co.th)
- Website : [www.prodigy.co.th](http://www.prodigy.co.th)
- Suggestion/comment/complaint box within the company

In this regard, the Company will protect the rights of complainants and informants. The information of the complainant and the informant will be kept confidential. including protection to prevent the complainant from the complainants and informants are affected in any way and when investigated the fact and determination is made already. The company will notify the result of the investigation to the informant and the complainant know.

This will be effective from December 8, 2020.

Associate Professor Prayoon Boonprasaurd  
Chairman of the Board of Directors