



## **Anti-Corruption Policy**

JCK Hospitality Public Company Limited (formerly known as Hot Pot Public Company Limited) has operated business under principles of good corporate governance and business ethics by adhering to the responsibility to society, community, environment and stakeholders including anti-corruption in order to develop the Company to a sustainable growth.

The Board of Directors' Meeting No. 4/2014 held on November 12, 2014 had resolved to approve the Company to participate in “Thailand's Private Sector Collective Action Coalition Against Corruption” to show the intention and commitment to oppose all forms of corruption which the Company has signed the declaration of intent on December 22, 2014. However, the Company must apply for certification within December 2016. But the Company was unable to submit a self-assessment form of anti-corruption in time because there was no officer responsible for the preparation of the documents.

The Company adheres to the anti-corruption policy which has been reviewed and approved by the Board of Directors Meeting No. 1/2015 on February 26, 2015 as a guideline for work and business operations which the management has continuously aware of the importance on such issues throughout the year 2017.

### **Definition of Anti-Corruption Policy**

Corruption means the abuse of a position of authority in order to obtain undue benefits, including giving or accepting bribes in any form such as by offering, promising, soliciting or accepting money, property or any other benefits that are invalid to government officials' government agency private agency or person in charge, either directly or indirectly for such persons to act or omit to perform their duties or to obtain or maintain the property. Any other inappropriate business benefits or any improper benefits for oneself family, friends and acquaintances both direct and indirect. Including any action that is contrary to or inconsistent with the Company's business ethics. Except in the case of laws, regulations, announcements, regulations, local traditions or trade customs to do so.

Political contributions mean monetary or non-monetary contributions to support political activities for political parties, politicians or political candidates.

### **Anti-Corruption Policy**

Executives, directors and employees at all levels of the Company must comply with the anti-corruption policy and business ethics including regulations and related operating manuals of the Company

without being involved in corruption in all its forms both directly and indirectly. For the benefit of oneself and family, friends and acquaintances whether as recipient, giver or offer of bribes both in money or not as money to government agencies or private entities with which the Company conducts business or contacts and to regularly review compliance with the Anti-Corruption Policy as well as reviewing guidelines and operating requirements to be in line with changes in business, rules, regulations and legal requirements.

### **Responsibilities**

1. Board of Directors has duties and responsibilities for formulating and approving anti-corruption policies and supervise to have a system that supports effective anti-corruption. To ensure that executives are aware of the importance and has been practiced until it becomes an organizational culture.
2. The Audit Committee has the duty and responsibility to review the financial and accounting reports system internal control, internal audit system and adequate internal risk management system and review operate in accordance with the anti-corruption policy as well as presenting to the Board of Directors the appropriateness, adequacy and effectiveness of this policy.
3. Executives have duties and responsibilities in setting up a system and to promote, support and supervise compliance with this policy and communicated to all employees and related parties. Including reviewing the suitability of various systems or regulations to be consistent with various situations changes, namely business conditions, regulations, standards, and legal requirements.
4. Internal audit company has duties and responsibilities to audit and review operations that is in line with the policy and guidelines regulations and related laws to ensure that there is control system which is appropriate and sufficient for the risk of corruption where it may occur and report it to the Audit Committee.
5. Directors, executives and all employees must perform duties in accordance with the guidelines set forth in Anti-Corruption Policy as well as announcements, rules, orders, requirements, relevant laws, code of conduct and in the event that an action is found that violates this policy must report to the supervisor or through the reporting channels set out in this policy.

## **Guidelines**

1. Directors, executives and employees at all level must comply with anti-corruption policy, business code of conduct, regulations and relevant work manual of the Company by not involving with all forms of corruption in both direct and indirect manner.
2. To stress the attending on processes which incur a high risk in corruption, the Company determines that directors, executives and employees must conform carefully in the following courses of action:
  - (1) Giving and Accepting Bribe  
Prohibit from giving or accepting any form of bribe for business benefits and prohibit from assigning other persons to give and accept bribe for his/her own benefits.
  - (2) Gifts, Hospitality and Entertainment and Other Expenses  
Giving or receiving gifts, hospitality and entertainment and other expenses is an important part of creating or maintaining business relationship. However, giving or accepting gifts and hospitality and entertainment should be justified in all circumstances according to tradition, custom and ordinary course of business and comply with the Company's business ethics and code of conduct and relevant laws. The value of gifts, hospitality and entertainment and other expenses should be appropriate, depending on each situation. In addition, providing and receiving gifts and hospitality and entertainment must not be encouraging to perform or avoid performing which may lead to corrupting problems.
  - (3) Political Contributions  
The Company values political neutrality and has no policy to contribute or support in form of monetary or property donations to any political parties, political groups or politicians, either

directly or indirectly. The Company respects human rights and freedoms of employees to participate in political activities, without claiming the name of the Company.

(4) Contributions for Charity, Public Benefit and Sponsorships

- 1) Charity in form of cash or properties of the Company must be contributed only under the name of the Company to foundations, public charities, temples, hospital, sanatorium and reliable or certificated social organization and must be verifiable. To make charitable contribution, the memorandum shall be prepared by stating name of recipient, objective of donation with supplementary documents and submitted to the authorized persons for approval.
  - 2) Sponsorships in form of cash or property of the Company must be granted only under the Company's name with the purpose of business, good image and reputation of the Company. To make sponsorships, the memorandum shall be prepared by specifying name of recipient and clear objective together with verifiable evidence and supporting documents and submitted to the authorized persons for approval.
  - 3) Granting or receiving charitable contributions or sponsorships must not be used as a mean for or leading to bribery.
3. Purchasing and procurement shall be carried out in accordance with the Company's rules and regulations with transparency and accountability. The evaluation of supplier selection shall be strictly pursuant to purchasing regulations. The letters notifying about anti-corruption policy and measures of the Company as well as channels of whistle blowing and complaints. Moreover, the Company reserves the right to stop any business interactions with suppliers who commit the corruption.
  4. Upon the detection of act within the scope of corruption, the staff shall not neglect or ignore and inform their supervisors or responsible persons or inform via whistle blowing channels as well as collaborate in any investigations. In case of having any suspicion or query, the issues shall be brought to their supervisor or responsible persons through stated channels.
  5. Provide whistle blowing and complaint channels, establish measures for protection for any complainant or whistle-blower and keeping information of whistle blowing or compliant in confidential and process investigation timely and fairly.
  6. A person who is involved with any corruption will be considered for disciplinary actions in accordance with the Company's regulations up to dismissal and/or termination of employment. In addition, conviction on laws may be applied in case such act violates the laws.
  7. Conduct corruption risk management by assessing risk arising from other activities of the Company which may have process or procedure probably contributing to corruption, establish measures of risk management and follow up as well as review existing measures of risk management to be suitable so that risk will be controlled in acceptable level.
  8. Implement human resource management procedure in line with anti-corruption policy, starting from recruiting or selection, training, performance evaluation, promotion, rewarding and hiring process. Furthermore, organization chart shall be set with appropriate duty segregation, resulting in checking and balancing.
  9. Set out proper auditing process and internal control system in order to prevent corruption and misconduct. Process of internal audit spreads over core activities of the Company such as

purchasing and procurement, marketing etc. Internal control system includes finance, accounting and data gathering and recording.

10. Communicate anti-corruption policy and notify channels of whistle blowing and complaints to everyone in organization to comprehend, accept and comply thru various channels of the Company i.e. email, intranet, website, announcement board etc., arrange orientation of all new directors, executives and employees and provide regular training on anti-corruption policy to all relevant existing employees for their understanding and complying with this policy.
11. Communicate anti-corruption policy and notify channels of whistle blowing and complaints to public and stakeholders thru various channels of the Company i.e. website, annual report, Annual Disclosure Information (Form 56-1).
12. Monitor the implementation of anti-corruption policy regularly and revise framework in line with change in business, rules, regulations, and relevant laws in usual.

### **Whistle Blowing, Complaints and Suggestion**

1. Receiving clues or complains
  - (1) Corruption actions related to the organization directly or indirectly
  - (2) Illegal actions, rules and regulations of the Company, business ethics, governance policy good business
  - (3) Actions that cause the Company to lose benefits affecting the reputation of the Company
2. Channels of whistle blowing, complaints and suggestion
  - (1) Electronic mail of the Chairman of the Board who is also the Chairman of the Audit Committee at [chairman@jckhgroup.com](mailto:chairman@jckhgroup.com)
  - (2) The Company's website at [www.jckhgroup.com](http://www.jckhgroup.com)
  - (3) Suggestion boxes at branches, factory and head office
  - (4) Calling at telephone numbers in notices posted at every branch
  - (5) Postal mailing to Chairman  
JCK Hospitality Public Company Limited No. 18, TFD Building, Soi Sathorn 11 Yaek 9, Yannawa, Sathorn Bangkok 10120
3. Protection and keeping confidential
  - (1) Any whistle-blower or complainant, whoever employees or external persons, will be protected.
  - (2) The Company shall provide fairness and safeguard to any staff who denies or inform corruption cases or report wrongdoing or make a complaint or cooperate in reporting corruption by not changing job position, job nature, workplace, job suspension, punishment or providing negative impact on that staff.
  - (3) The Company shall investigate according to procedure and record investigation outcomes in writing without disclosing information of a whistle blower or complainant. The Company will keep the whistle blower or complaint's documents confidential and prohibit from disclosing them to unrelated persons, except when required by law.

### **Procedure for investigation**

1. When receiving any whistle blowing or complaints, a recipient shall gather factual information and submit them to the Company secretary.
2. The Company secretary shall invite the following representatives from management to perform investigation:
  - (1) Deputy of Chief Executive Officer
  - (2) Human Resource Manager
  - (3) Manager of a whistle blower or complainant (in case of such person is the Company's staff).The Company secretary shall attend the investigation meeting as an observer.
3. In process of investigation, the Company secretary may be assigned to report progress of investigation to whistle blower or complainant from time to time.
4. In case of the outcomes of investigation is found that there are information or evidence reasonable showing that a suspect actually commits wrongdoing, the Company will provide the right to the suspect to acknowledge the allegation and prove oneself. To do so, the suspect can provide additional information or evidence to prove that he/she does not involve with wrong doing as accused.
5. The Company secretary will summarize the report. and present reports on the handling of complaints or whistle blowing Presented to the Chief Executive Officer to consider and approve that operation
6. The Company secretary will be responsible for making a report summarizing complaints and the results of actions. to present to the Board of Directors and the Board of Directors on a quarterly basis
7. Dishonest complaint or provide any information If it can be proven that the act was dishonest or with the intent to bully others have been damaged disrepute tiger. The Company will proceed as it deems appropriate
8. In the event that it affects reputation image or financial status of the Company or related to senior management or Directors. The Audit Committee is responsible for receiving complaints, seeking information and investigating facts as notified to report to the Board of Directors to collectively consider and determine the punishment as deemed appropriate