

# Code of Conduct Manual



JCK HOSPITALITY PUBLIC COMPANY LIMITED

*(REVISED EDITION)*

(Reviewed by the Board of Directors Meeting No. /2024, dated November 14, 2024)

## Table of Contents

	Page
<b>Message from the Chairman of the Board of Directors</b>	1
<b>Code of Conduct</b>	2
1. Ethics for Treatment toward Stakeholders	2
1) Treatment toward Shareholders	2
2) Treatment toward Employees	2
3) Treatment toward Customers	3
4) Treatment toward Business Partners	4
5) Treatment toward Creditors	4
6) Treatment toward Business Competitors	5
7) Treatment toward Society, Community and Environment	5
2. Ethics for Compliance with Laws, Rules and Regulations	6
3. Ethics for Respect for Human Rights	6
4. Ethics for Avoidance of Infringement of Intellectual Property	7
5. Ethics for Anti-Corruption	7
6. Ethics for Receiving and Giving Gifts, Properties and Other Benefits	9
7. Ethics for Conflicts of Interest	10
8. Ethics for Keeping Confidential Information, Use of Inside Information and Trading of the Company's Securities	11
9. Ethics for Protection of the Company's Properties	11
10. Ethics for Internal Control	12
11. Ethics for Distribution of Information, News and Interviews with the Press or the Public	13
<b>Ethics of Directors and Executives</b>	13
<b>Ethics of Employees</b>	14
1. Treatment toward Stakeholders of the Company	14
2. Treatment toward the Company	15
<b>Supervision in Acting and Reviewing</b>	16
<b>Whistle Blowing, Complaints and Suggestions</b>	17
1. Whistle blowing, complaint and suggestion channels	17
2. Protection and keeping confidential	17
3. Procedure for investigation	17
<b>Disciplinary Punishment</b>	18
<b>Acknowledgement and Conformity Form</b>	19

## Message from the Chairman of the Board of Directors

JCK Hospitality Public Company Limited (“The Company”) is committed to carrying out the business in accordance with good corporate governance principles, business ethics and concurrently responsibilities toward society, community, environment and all parties of stakeholders in order to build confidence to all parties of stakeholders and carry the Company toward sustainable growth in accordance with the Company’s vision and core values as follows:

**Vision:** Continuous Improvement

### **Core Values 6Cs**

<u>C</u> redible	Integrity, honesty and transparency
<u>C</u> reative	Using innovation & technology to achieve creative goal
<u>C</u> aring	Consideration of social and environment
<u>C</u> ourage	Dare to think, action and aim for better results
<u>C</u> ustomer Focus	Listen and respond to customer’ need
<u>C</u> hange	Quickly adapt to change

The Company, therefore, has set out the code of conduct manual for directors, executives and employees at all level to follow as the same standard of operational guidelines with integrity, honesty, transparency, fairness and accountability. This Code of Conduct Manual has been reviewed and applied “Corporate Governance Principles for Listed Companies 2017” (Corporate Governance Code: “CG Code”) to be appropriate to the Company’s business operations.

The Company has defined that the duties and responsibility for all directors, executives and employees to strictly abide by the code of conduct manual, together with the Company’s rules and regulations. The Company significantly expects that directors, executives and employees shall comprehend and adhere to the code of conduct manual as operational frameworks to promote good corporate governance, enhancing the Company’s steady and sustainable growth.

.....

(Dr. Apichai Taechaubol)

Chairman

## **1. Ethics for Treatment toward Stakeholders**

The Company adheres to treat all groups of stakeholders with good faith, honesty and equality. As a result, the Company determines that directors, executives and employees shall perform their tasks in compliance with ethics towards the Company's stakeholders as follows:

### **1.1 Treatment toward Shareholders**

The Company has its policy to make equitable treatment of shareholders, protect shareholders' interests, and avoid performing any action that infringes or deprives the shareholders' rights by defining the following practices:

- 1) Operate business with honesty and good faith, make decision concerning business operation on a careful and prudent basis and treat all shareholders equally for the maximum benefit of shareholders as a whole.
- 2) Manage the Company's business to achieve prosperity with good performance and adhere to conduct business in accordance with good corporate governance principles in order to create growth, added value and appropriate returns to shareholders with continuity and sustainability.
- 3) Disclose the Company's information for investment decision making of shareholders equally, regularly, accurately, completely, sufficiently, timely and accordance with criteria of supervisory agencies as well as provide several channels for information disclosure.
- 4) Supervise the use of inside information strictly to prevent seeking for their own benefits or other persons' benefits from such inside information improperly (Abusive self-dealing) or proceed with any matter in the manner that may lead to conflicts of interest toward the Company in order to treat shareholders with fairness.

### **1.2 Treatment toward Employees**

The Company recognizes that employees are valuable resources leading to the success of the Company and the achievement of the Company's goals. As a result, the Company treats all employees equally and fairly, without discrimination or violation in any forms by establishing guiding practice as follows:

- 1) Comply with the laws and regulations relating to employees strictly.
- 2) Provide fair recruitment, selection and hiring according to knowledge, capability, experience and suitability for job position.
- 3) Offer fair remuneration to employees based on knowledge, capability, experience, position, job description, responsibility and performance of each staff and in line with the Company's operating results and comparable with other companies in the same business group.
- 4) Provide reasonable and appropriate welfare and other compensation for employees and comparable to other companies in the same or similar business group and compliance with

relevant law, for example provident fund, accident insurance, annual check-up, other allowances, discount for the Company's products etc.

- 5) Promote, rotate, award or punish employees transparently and accountably with honest, fair, and equitable manner, without discrimination by considering each employee's knowledge, competency and appropriateness.
- 6) Support and give importance to develop employees' competency thoroughly and constantly by giving opportunity to employees for knowledge and competency development according to their duties in order to promote their professional progress.
- 7) Treat employees with kindness and respect individual and human dignity.
- 8) Promote a good work culture and atmosphere as well as encourage good relationship among employees so that they will work together with happiness and harmony, cooperate with other as a team and treat other employees generously.
- 9) Preserve environment and occupational health in workplace that is safe for the employees' health, lives and properties on regular basis and implement training to provide knowledge and build up awareness of such matters to employees at all level.
- 10) Listen to the opinions, suggestions, complaints and whistle blowing of employees at all level in an equitable way thru channels provided by the Company with appropriate and fair procedure, rectification, and measures to protect the complainants.
- 11) Encourage employees' involvement in defining business directions and resolving problems of their units and the Company as a whole.
- 12) Manage and conduct the Company's business with carefulness and avoid unfair actions which may disrupt employees' job stability.

### **1.3 Treatment toward Customers**

The Company is committed to continuous satisfying clients' needs and creating confidence to customers, considered as the Company's benefactors. Therefore, the Company has determined the following framework:

- 1) Produce standardized quality products and services according to safety on health, life and property of customers, at reasonable and fair prices, develop and improve quality of goods and service with consistency to create customers' satisfaction and confidence.
- 2) Create and maintain a cordial and lasting relationship with customers as well as continuously survey customers' satisfaction.
- 3) Provide several channels for customers' complaints and suggestion in order to prevent or solve problems promptly as well as use such information for further improvement or development of the Company's products and services.
- 4) Do not request, accept or offer any inappropriate benefits from/to customers.

- 5) Behave towards all customers with honesty, sincerity, equality and without discrimination.
- 6) Comply with agreements or other terms and conditions given to customers fairly. In case when the compliance with agreement cannot be achieved, the Company shall promptly negotiate with customers in advance in order to mutually consider the way to solve problems and prevent possible damage.
- 7) Disclose information pertaining to its products and services in accurate, complete, adequate, and timely manner without any concealing, distorting, giving false or misunderstanding information.
- 8) Keep confidential information of customers strictly and do not disclose their information without prior permission from those customers, except in compliance with the law, abstain from using information to take any advantage for their own or involved persons improperly.

#### **1.4 Treatment toward Business Partners**

The Company realizes the significance of operating business with equality, fairness, trustworthy and honesty on the basis of mutual benefits with business partners therefore the following practical guidelines are defined:

- 1) Provide transparent goods and services procurement process by treating all business partners with equality and fairness, and establish criteria and operational guidelines of selection of business partners explicitly, properly, and fairly.
- 2) Do not request, accept or offer any dishonest benefits to/from business partners and send letters to notify such matter to all business partners as well as request for their cooperation.
- 3) Prepare fair agreement and perform in accordance with such agreement or conditions agreed with business partners strictly. In case any condition stated in the agreement cannot be followed, business partners shall be promptly informed so that mutual resolution will be made and preventive measures shall be addressed.
- 4) Keep confidential information of suppliers as usual and abstain from exploiting such information to unlawfully seek for their own benefits or related persons' benefits, except with the business partners' consent.
- 5) Maintain sustainable relationship with business partners, including cooperation in economy, society and environment.

#### **1.5 Treatment toward Creditors**

The Company has a policy to treat all creditors equally and fairly by determining the following guidelines for practice:

- 1) Strictly adhere to obligations and conditions stated in loan agreement, including loan repayment, safeguarding all collaterals, and not applying loan in the way that oppose to the objectives agreed in the agreement. In case where the Company fails to fulfill agreed obligations, creditors shall be

promptly informed in advance so that mutual resolution will be made and preventive measure will be addressed.

- 2) Do not use dishonest method to conceal information or fact that may cause damage to creditors.
- 3) Do not request, accept or give other dishonest benefits from/to creditors.
- 4) Disclose correct, complete and on time financial information to the creditors on regular basis.
- 5) Manage business to ensure the creditors of the Company's financial status and good record of loan repayment.

#### **1.6 Treatment toward Business Competitors**

The Company formulates a policy to conduct business under fair competition framework with the following guidelines:

- 1) Perform under framework of free and fair business competition and do not prevent others to engage in business competition.
- 2) Refrain from seeking confidential information of business competitors through dishonest or inappropriate approach.
- 3) Refrain from defaming business competitor's reputation by negative allegation without factual truth or perform unfair competition.

#### **1.7 Treatment toward Society, Community and Environment**

The Company aims to be an organization responsible for community, society and environment by complying with the following operational guidelines:

- 1) Oversee, prevent and avoid damage caused by the Company's business operation to society, community and environment.
- 2) Provide cooperation and control to strictly comply with laws, relevant rules, orders and regulations.
- 3) Support activities to improve and develop community, society and environment according to the Company's capability, promote and encourage the use of products that are environmentally friendly.
- 4) Provide knowledge, arrange training and support activities to encourage employee involvement continuously in order to implant their consciousness of responsibilities towards society, communities and environment.
- 5) Conduct business while taking into account of efficient and valuable use of resources and encourage resources recycling.
- 6) Incorporate energy management as a part of the Company's business operations, constantly improve efficiency of energy utilization and set annual target for energy conservation. Energy conservation is the duty and responsibility of executives and employees at all level.

## **2. Ethics for Compliance with Law, Rules and Regulations**

The Company gives priority to conduct business seriously in accordance with all relevant laws, rules, regulations, customs and traditions and good morals. Consequently, practical guidelines have been established as follows:

- 1) Comply with relevant laws, rules, regulations, customs and traditions of the country in which the Company conducts business, as well as good morals such as rules and regulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC), environment, human rights, taxation, substance abuse, national security and information technology systems.
- 2) Respect local customs where the Company operates business and good morals.
- 3) Do not assist, support, cooperate or conspire to avoid or violate laws, rules, regulations, customs and traditions and good morals.
- 4) When seeing violation against or noncompliance with laws, rules, regulations, customs and traditions, such matter shall be reported to supervisors, responsible parties or thru whistle blowing channels designated by the Company including cooperation with internal and external supervisory agencies for investigation and information disclosure.

## **3. Ethics for Respect for Human Rights**

The Company respects human values and dignity of everyone by not acting or supporting violation of human rights strictly. The practices have been stated as follows:

- 1) Treat all employees equitably and fairly based on human dignity and respect individual liberty and rights.
- 2) Provide process of employment, training and compensation for employees equally, fairly and transparently with consideration on the basis of knowledge, competency and work experience without regard to race, nationality, language, religion, caste, sex, age and educational background.
- 3) Respect the privacy of directors, executives and employees by keeping personal information confidential and do not disclose such information to unrelated parties unless it is granted permission of owners or required to do so by laws.
- 4) Promote compliance with international human rights principles and do not complicit in the violation of human rights in any form such as the use of child labor etc.

## **4. Ethic for Avoidance of Infringement of Intellectual Property**

- 1) Protect the Company's intellectual property by means of avoidance of duplication and modification of the Company's intellectual property or perform any action for their own benefits or other benefits.
- 2) Do not perform any action leading to infringement of other intellectual property. In event of seeing any action which infringes or may infringe intellectual property, such action shall be reported to supervisor or relevant units or thru channels defined by the Company.



- 3) Operate business in compliance with laws, regulations and contractual obligations on others' intellectual property rights, patents, copy rights trade secrets, and other proprietary data.
- 4) In case of any other copyrights or intellectual property derived from employees' operation, such copyrights or intellectual property shall be owned by the Company.
- 5) Any software used in the Company's IT system shall be legal permission and copyrights and copying software for any reason, without the permission of software owner, is prohibited.

## **5. Ethics for Anti-Corruption**

- 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:
  - a) 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.
  - b) 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.
  - c) 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.
  - d) Contributions for Charity, Public Benefit and Sponsorships
    - 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.

- 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.
  - 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.

**6. Ethics for Receiving and Offering Gifts, Properties or Other Benefits**

- 1) Do not request gifts, properties or other benefits from customers, business partners or any person dealing business with the Company.
- 2) Avoid receiving or giving money, things or other benefits from customers, business partners or persons dealing business with the Company with intention to persuade to perform or failure to perform in improper or illegal manner.
- 3) Avoid giving or accepting gifts or any gratuity from customers, business partners or persons dealing business with the Company, except for customary occasions or seasons. The value of any gift received must not be over Baht 3,000 and without business obligation involvement or influence on business decision. If the value is above Baht 3,000, the recipient shall report his or her superior and send such gifts to the Company without delay.
- 4) Avoid giving or receiving reception party in the manner exceeding normal nature or improper for normal relations with customers, business partners or persons dealing business with the Company.
- 5) Allow to accept invitations to business events, seminars, and field trips where the travelling expenses are sponsored by business partners. However, the aforementioned activities must benefit the Company's business and be approved by the relevant supervisor but acceptance of spending money or other benefits provided by such business partners is prohibited.

**7. Ethics for Conflicts of Interest**

Any duty performance of directors, executives and employees shall be conducted primarily in accordance with the Company's benefit and involvement in any transaction that may cause a possible conflict of interest with the Company shall be avoided. The Company has imposed guiding practice as follows:

- 1) Stipulate that directors, executives and employee including related persons shall not acquire personal interests against the Company's benefit. Any activity that may lead to conflicts of interest with the Company shall be avoided including either dealing with persons relating to the Company's business such as business partners, customers, competitors, or using opportunity or information obtained from their status in the Company to acquire personal interests for themselves, and conduct any business which is regarded as the competition with the Company or identical or similar business as the Company or perform other duties which will disrupt their task performance in the Company. Once conflict of interest issue cannot be avoided, the person involving in the transaction must report the Company without taking any part in consideration and approval for such transaction.
- 2) In case transaction that may create conflicts of interest is carried out, the Company has stipulated guidelines for handling conflict of interest issues transparently and verifiably in order to prevent conflicts of interest. The Audit Committee shall carefully give opinions regarding necessity and appropriation of such transaction to the Board of Directors and/or shareholders (as the case may be) for their consideration and approval. The directors who may have conflicts of interest shall not attend the meeting to consider for approval and abstain from voting to approve such transaction. In addition, the regulations stipulated by the Securities and Exchange Commission and the Stock Exchange of Thailand shall be strictly complied with regarding price determination and other terms and conditions with the persons who may lead to conflicts of interest with the Company as if it is a transaction done with an outsider (Arm's Length Basis) with reasonable trade agreement same as transacting contracts in general, based mainly on the company interests. Details of connected transactions with possible conflicts of interest shall be disclosed in financial statements, Annual Report and Annual Disclosure Information (Form 56-1) with accurate and sufficient information.
- 3) In case where directors, executives and employees become directors, partners or advisors in other organizations, such status shall not be against the Company's interest and their direct roles in the Company.
- 4) In case where directors, executives, employees or any family member are involved or become shareholders in a competing business or being of the same nature as that of the Company or any business that may create the Company's conflicts of interest, they shall notify their superior and the Chairman of the Board in writing.
- 5) The directors have no cases of wrongdoing due to ethical issues that violate regulations which is a serious offense being considered by regulatory agencies.

**8. Ethics for Keeping Confidential Information, Use of Internal Information and Trading of the Company's Securities**

To be transparent and protect exploiting their own benefits by using inside information which the Company has not disclosed to public yet as well as to avoid scandal about the appropriation of securities trading of internal persons, the Company has established regulations for directors, executives and employees of the Company to follow:

- 1) Directors, executives and employees at all level shall maintain confidentiality and/or inside information of the Company, refrain from disclosing and protect such confidential documents or information from leaking to non-relevant persons that may cause damages to the Company, or acquire personal interest for themselves or others, irrespective of directly or indirectly, even after ending employment with the Company. In addition, they shall not trade and transfer in-out the Company's shares by taking advantage of confidential and/or inside information and/or enter into legal transactions by using confidential and/or inside information of the Company which may cause damage to the Company whether directly or indirectly.
- 2) Directors, executives and employees in units that receive inside information, shall not use such information before disclosing to public. Moreover, they shall not trade and transfer in-out the Company's shares for a period of one month prior to the disclosure of quarter and annual financial statements to the public and at least 1 working day after such disclosure.
- 3) All directors and executives must sign for acknowledge their duties to report on the Company's shares owned by them, their spouse and minor children to the Securities and Exchange Commission (SEC) within 30 days after taking the position appointment. In addition, they shall report the change of shareholding to the SEC Office in accordance with Section 59 of the Securities and Exchange Act B.E. 2535 and as specified in the Announcement of Sor Jor. 6/2024 by reporting within 3 business days from the date of the change in securities holdings. Except in the case where the value of each transaction is less than Baht 3 million. The report can be made within 3 business days from the date of the transaction with a cumulative value of Baht 3 million or after 6 months from the date of the first transaction, whichever comes first. And also need to notify the Company Secretary in order to record the changes and summarize the amount of securities held by individual directors and executives. To present to the Board of Directors at the next meeting. In addition, the penalty will be notified if there is a violation or non-compliance with the said regulations.

#### **9. Ethics for Protection of the Company's Properties**

The Company encourages directors, executives and staff at all levels to utilize the Company property and fixed assets with the most efficient manner. Hence, operational frameworks have been specified as follows:

**1) Protection of the Company's Properties**

- a) Preserve the Company's properties to be in good condition and prevent them from lawful loss or irregular devaluation.
- b) Utilize the Company's resources and properties in an economical manner for its optimum benefit and shall not use any of them for personal benefit or other activities unrelated to their work.

**2) Documentation**

- a) Prepare all business documents and any other report including accounting and financial reports on a cautious, good faith, timely, accurate and complete basis as well as in accordance with specified standard. Supplementary information should be referable, up-to-date, and kept and collected for ready to use at all time.
- b) Prohibit from counterfeiting the Company's letters, reports and documents.

**3) Use of Computer, Information Technology and Communication**

- a) Computers and Information and Technology used for operation are regarded as the Company's properties, therefore they should not be used for personal or other benefits.
- b) Keep a password to access the Company's information system confidential and do not reveal it to anyone.
- c) Prohibit disclosure of information in the Company's data system to other persons without permission.
- d) Do not modify, duplicate, erase or destroy the Company's data without permission.
- e) Prohibit from using illegal software and copying licensed software for any reason without obtaining permission from the producer of such software.
- f) Forbid from modifying the Company's hardware equipment or installing equipment other than the standard equipment provided by the Company.
- g) Prohibit from using the Company's electronic mail to forward message which is discrediting, intimidating, obscene, improper or annoying to other persons.
- h) Use internet to search for information and knowledge which is beneficial for working, avoid illegal and immoral websites and do not distribute information or news in such websites to others.
- i) Use any communication equipment provided by the Company such as telephone, facsimile, mobile phone etc. with conscious mind and responsibility, mainly for the Company's interest.

**10. Ethics for Internal Control**

- 1) Implement internal control system suitable for every activity of the Company and appropriate risk assessment to ensure good controlling activities for all functions, establish working standards

to enhance transparent and accountable operation by specifying explicit authority and responsibility of executives and employees in writing, segregate duties of operators, controllers and appraisers to build up efficient auditing and balancing, provide adequate and proper resources, set up monitoring and evaluation systems to ensure appropriate and practical system, and revise auditing system according to changing work environment and risk factors.

- 2) Establish an independent unit that directly reports to the Audit Committee and perform duty to audit operation of other units pursuant to defined regulations.
- 3) Employees have duties to support auditing works of internal audit as well as external auditor and cooperate with them by providing correct and complete information and inspect accuracy of financial data and promptly report when discovering error or irregularity.

**11. Ethics for Distribution of information and Interviews with the Press or the Public and Investor Relations**

Disclosure of the Company's information must be based on truthful, accurate, careful, timely, equitable and fair information, and must comply with the rules and regulations of the Stock Exchange of Thailand as well as any rules, conditions and procedures of the listed company and the Securities and Exchange Commission including other related laws.

- 1) The distribution of the Company's information shall be conducted in a factual, accurate and careful way and strictly adhered to the criteria and requirement of the Stock Exchange of Thailand regarding rules, conditions and procedures governing the disclosure of information and any practice of listed companies, including relevant laws and regulations.
- 2) The Company assigns Chief Executive Officer, Deputy Chief Executive Officer and Chief Financial Officer to be authorized persons to be interviewed or to answer questions of shareholders, investors, the press, and external parties. In addition, other executives authorized by the Chief Executive Officer may exploit the Company's information.
- 3) The Company designates an investor relations unit to perform duty to disclose essential and beneficial information to shareholders, investors, securities analysts, fund managers, and financial institutions. In this regard, units owning the information shall provide their information to investor relations unit.
- 4) Investor relations must perform their duties with honesty. On the basis of the principle of equality without discrimination. It is based on the Company's and related to stakeholders. Also maintain the Company's secrets and do not use inside information for personal advantage.
- 5) Refrain from or avoid revealing information, news or interviewing with press or public about the Company without authority, or any other information which may adversely affect the Company's reputation, image and business operations.

## Ethics of Directors and Executives

1. Perform duties according to the law, relevant rules and regulations, the Company's regulations and policies, shareholders' resolution and good corporate governance principle.
2. Carry out duties with honesty, integrity, carefulness, caution, transparency, fairness and accountability for the best interests of the Company while adhering to the benefits of relevant stakeholders.
3. Devote time to perform duties with utmost knowledge and competency and attend every meeting, except in cases of necessity.
4. Keep confidential information of the Company from leaking and do not disclose such information to non-relevant persons that may cause damages to the Company or stakeholders, except in compliance with laws.
5. Perform duties by avoiding any action that may lead to conflicts of interest with the Company, whether directly or indirectly, including
  - Do not acquire personal interests improperly from their work operation either directly or indirectly.
  - Refrain from exploiting information obtaining from their duties for seeking inappropriate benefit of personal or others' interests.
  - Refrain from any engagement in management action of other entities that undermine the Company's interests.
  - Do not conduct any business in competition with the Company either directly or indirectly.
  - Do not take any advantage or interest from the Company's agreements.
  - Do not receive anything or other benefits that may lead to conflicts of interest of the Company.



## Ethics of Employees

### 1. Treatment toward Stakeholders

- 1) **Shareholders** To disclose or provide information to related authorities, external auditor and internal auditor correctly, completely in a timely manner. To comply with the Company's ethics for distribution of information and Interviews with the press or the public disclose and ethics for investor relations.
- 2) **Employees** To treat supervisors and colleagues with fairness, equality, honesty, courtesy, unity and harmony. Not to slander someone groundlessly.
- 3) **Customers, suppliers, creditors** Treat customers, suppliers, creditors, with equality and fairness. Provide information correctly, adequately. Comply with the condition and agreement specified in the contract.
- 4) **Competitors** To practice under the rules of competition without taking any action to trade barrier. Refrain from wrongful approach in seeking trade secret or defame other's reputation without evidence of truth.
- 5) **Social, community and environment** To behave under the principle of good moral, custom and tradition. To adhere with integrity and ethics. Avoid all vices and drugs. Appreciate and use resources wisely.

### 2. Treatment toward the Company

- 1) **Compliance with laws, rules and regulations** as well as the Company's vision, goal, mission, core values, announcements and policies. Refrain from engaging, supporting or any action that violates or breach against them.
- 2) **Respect human rights** to treat others with politeness, kindness, equality, honesty, based on human dignity as well as respect individual privacy. Never support human rights violation both directly or indirectly.
- 3) **Avoidance of Infringement of intellectual property** to avoid using every intellectual property without license or consent such as software, copy rights and patents. To avoid the installation, modification, changing the computer configuration setting and software duplication unless given authorization by the Company.
- 4) **Anti-Corruption** Do not tolerate any forms of corruption.
- 5) **Receiving and giving gifts, properties and other benefits** to avoid receiving and giving gifts, bribery, benefits or other reward from government and private entities, customers, business partners. If unable to refuse, notify supervisors.
- 6) **Conflicts of Interest** Avoid any action that is contrary to the interests of the Company. Employees must inform their supervisors such as themselves, family members. and/or relatives are involved in

competitive business with the Company or being a partner with the Company, both directly and indirectly.

7) **Maintain confidentiality, use of inside information and trading in the Company's securities**

Do not disclose information of the Company, customers, partners, except as required by law including not taking advantage of such information. If the employee leaves the job, a complete report of all information must be returned to the company. Do not use inside information of the Company for trading in the Company's securities.

8) **Protection and custody of the Company's assets**

All employees are responsible for the maintenance of Company assets, to be in good condition without loss and will not use the Company's assets for personal gain, unless authorized by the authorized person and/or have paid a reasonable price.

9) **Commit to performing duties to the best of their ability**

Perform duties with honesty, integrity, responsibility, diligence, always develop yourself. Do not spend time working for another company or for personal gain while being an employee of the Company. It is forbidden to work or enter into an employment contract with another company.

10) **Maintain the reputation and image of the Company**

a) **Avoid** any action that will lead to defamation of the Company's reputation and image.

b) **Not use information technology in a way that causes damage** to the Company, to others, or to the morality of society, whether directly or indirectly, for example, the collection, transmission or access to infringing information, privacy rights or media that is against the good morals of society, etc.

c) **Use social media responsibly**

- **Do not use your brand or Company name as a substitute for identification in your online profile.** For example, using your brand name or Company name as part of your blog or Facebook name.

- **Do not post inappropriate text or images that may be associated with a brand or Company name.** Such as workplace photography or documentary images of the Company on all online media, posting inappropriate pictures while wearing employee uniforms. defamatory comments harassment of people in the Company or third parties, posting inappropriate, confidential, unapproved messages or images, or infringement of copyright, etc.

## Supervision in Acting and Reviewing

1. Define that the code conduct shall be communicated to directors, executives and employees at all level for acknowledgement and understanding.
2. Every director, executive and employee has duty to be aware of, comprehend, and strictly comply with the code of conduct manual. When having a doubt regarding practices stipulated in the code of conduct, employees should consult his/her superior or relevant department such as Human Resource Department.
3. Executives at all level should behave as role models for the staff to perform pursuant to the code of conduct and have duties and responsibility to oversee and encourage all subordinates to acknowledge, understand and seriously comply with the code of conduct manual.
4. When seeing any infringement or avoidance of the code of conduct, directors, executives and employees have duties to report to their direct supervisor or persons/departments in charge or use whistle blowing or complaint channels, and cooperate in fact-finding investigation. In this regard, the Company has measures to protect any whistle-blower or complainant or reporter. All information received will be treated in confidence and the disciplinary action shall be taken shortly and fairly.
5. Regularly review and improve the code of conduct to be up-to-date and compatible with evolving business environment.

## Whistle Blowing, Complaints and Suggestion

The Company provides the opportunities for employees and all groups of stakeholders to propose their opinions, suggestions, complaints and whistle blowing regarding anti-corruption, fraud and violation of laws, rules, regulations, code of conduct and good corporate governance principles as follows:

1. Channels of whistle blowing, complaints and suggestion
  - 1) Electronic mail to [cs@jckhgroup.com](mailto:cs@jckhgroup.com)
  - 2) The Company's website at <https://jckh-th.listedcompany.com>
  - 3) Postal mailing to  
Company Secretary Team  
JCK Hopsitality Public Company Limited  
No. 18, TFD Building, Soi Sathorn 11 Yaek 9, Yannawa, Sathorn Bangkok 10120
2. 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.
3. 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:
    - Deputy of Chief Executive Officer
    - Human Resource Manager
    - Manager of a whistle blower or complainant (in case of such person is the Company's staff) 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.

**Disciplinary Punishment**

Directors, executives and employees at all level have a duty to comply and promote others to comply with code of conduct. The following actions constitute a breach of code of conduct:

1. Fail to comply with code of conduct.
2. Suggest, encourage and support others to not comply with code of conduct.
3. Neglect, ignore when seeing a violation of or failure to comply with code of conduct in case of knowing or being in a position to know as it involves work under own responsibility.
4. Fail to collaborate or obstruct investigation into facts on violation or noncompliance with code of conduct.
5. Treat any whistle blower reporting noncompliance with code of conduct unfairly.

The Company regards code of conduct as a discipline which directors, executives and employees at all level shall comply seriously. Violation or noncompliance with specified code of conduct shall be strictly subject to the Company’s disciplinary penalty and may also be faced with legal punishment, if such action is unlawful.

**Form confirming acknowledgment and agreement to comply**

1. I have read and understood the Code of Conduct Manual of JCK Hospitalities Public Company Limited.
2. I am pledge to strictly comply with this Code of Conduct.
3. If I have acted in any conflict or not complying with the Code of Conduct, I accept all penalties in accordance with the Company's rules and regulations.

I therefore hereby sign my name as evidence of acknowledgment and consent to comply.

Sign .....

Name – Surname .....

Position .....

Department/Part .....

Date/Month/Year.....