

SAHATHAI
TERMINAL
Codes of Conduct

The Board of directors of Sahathai Terminal Co., Ltd. hereinafter called the “company” has arranged the codes of conduct as part of the corporate governance to provide a guideline practice to the directors, managing directors and employees of the company on the following topics.

1. Social and environment responsibilities
2. Dealing with clients and product quality
3. Compliance with laws and regulations
4. Securities trading and inside information policy
5. Corporate opportunity
6. Conflicts of interest
7. Confidentiality
8. Fair dealing
9. Protection and proper use of corporate assets
10. Internal controls and audits and financial reporting
11. Respect for human rights
12. Anti-corruption
13. Amendment and revocation

1. Social and environment responsibilities

The company as the proper corporate body with well intent to create value to the society through proper business practice and to conduct the business with social and environment responsibilities.

Guideline Practice

- The director, management and employees are required to undertake their duties with responsibilities based on principles of ethics, integrity and transparency.
- The director, management and employees are required to be aware of participation in conservation of natural resources and environment, including avoidance of acts of harmful pollution to the natural resources and environment.
- The director, management and employees are required to participate in assistance provided to the community, the disaster victims and the less privileged as deemed suitable.

2. Dealing with clients and product quality

The company has put its emphasis on services and service quality in accordance with the need of the customers and the duties undertaken with consideration on the ultimate benefits of the customers in compliance with related regulations, requirements or laws.

Guideline Practice

- The management and employees are required to pay attention to the service process and to strictly comply with the regulations provided by the company to ensure quality and speed of the service rendered.
- The management and employees are required to study and understand the needs of the customers to accurately respond to the needs of the customers.
- The management and employees are required to politely treat the customers with honor and care.
- The management and employees are required to respect the opinion and decision of the customers and not to offend the personal rights of the customers.
- The management and employees are required to keep the personal information of the customers confidentially and not to employ such information for personal gain or the interest of the related person illegitimately.
- The management and employees are required to pay attention to the complaints of the customers and fairly undertake the work to ensure rapid response.

3. Compliance with laws and regulations

- The director, management and employees are required to strictly comply with laws, rules, regulations, policies and operating manuals of the company and to avoid any act with possible negative impact on reputation and credibility of the company.

Guideline Practice

- The director, management and employees are required to study and understand the laws, regulations and requirements related to the operation in the country and overseas.
- The director, management and employees are required to the laws, rules and regulations of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission.
- The director, management and employees are required not to behave in an illegal manner such as embezzlement, fraud and acceptance or providing bribes.
- If the director, management and employees have learned of the work or conduct reliably leading to belief that it is illegal or immoral, such person is required to inform its superior of such act as deemed suitable.
- The director, management and employees are required not to behave in offence of the regulations and notification on anti-corruption policy.

4. Securities trading and inside information policy

Regarding sale and purchase securities of the company, the director, management and employees are required to comply with the requirements of related laws, rules, regulations and employee manuals.

Guideline Practice

- The director, management and employees are required to study and comply with the guideline provided by the company strictly.
- The director, management and employees are required to avoid using insider information for personal gain to sell or purchase shares of the company or to provide the insider information to the other person beneficial to sale or purchase shares of the company.
- The director, management and employees are required to avoid sale or purchase of shares of the company during the period before distribution of the financial statements or the financial position of the company, including key information and should wait for at least 2 weeks before disclosure of the quarterly or annual financial statements and for at least 24 hours after disclosure of information to the public before engaging in sale or purchase of shares of the company.
- The director, management and employees are required to prevent use of insider information through restriction of access to the data not publicly disclosed but disclosure could be made to the related persons as deemed necessarily only.
- The director, executive and department manager or equivalent in the financial and accounting department is required to make a report on change in shareholding of securities of the company in accordance with the criteria provided by the laws and to submit the copy of such report to the secretary of the company to further report to the board of directors every time.
- The director, management and employees are required not to take advantage of the insider information even the employment with the company has ended or been terminated.

5. Corporate opportunity

The director, management and employees are required to encourage the legitimate results to the company whenever there is a chance and such person is required not to take advantage of the assets, information, position and duty assigned by the company for personal gain.

Guideline Practice

- The management and employees are required to introduce the customers with products of the company to enhance the business opportunity of the company.
- The management and employees are required to avoid any behavior in coordination with the trading partner, competitor or customer resulted in loss of business opportunity of the company.
- The director, management and employees are required to avoid any act in conflict with or in deterrent to the business opportunity of the company.
- The director, management and employees are not allowed to engage in any activity in conflict with or in deterrent to the business opportunity of the company.

6. Conflicts of interest

The director, management and employees are required not to involve in any act with possible conflict of interest of the company, including the interest in terms of privileges provided or reciprocal privileges.

Guideline Practice

- The director, management and employees are required to avoid any act in competition with the business of the company.
- The director, management and employees are required to avoid entertainment party, gift, souvenir or present from the person involving in the business because such act may cause an unfair business decision.
- If the gift or present is deemed inappropriate for acceptance, immediately return such gift or present. If it is not possible to return, the employee is required to provide such item to the company for further beneficial employment.
- The director, management and employees are required to comply with the criteria, method and disclosure of intercompany transaction in accordance with the criteria of the Stock Exchange of the Thailand, the Office of Securities and Exchange Commission and the Public Limited Company Act.

7. Confidentiality

The director, management and employees are required to keep the information learned from the duty undertaken during the course of business, particularly the information which may affect the company or the stakeholder unless such disclosure is correctly assigned by the company or required under the law.

Guideline Practice

- The director, management and employees are required to keep the confidential information of the company such as trade secret, confidential information related to the service cost, trading partners and others not to divulge to unrelated person which may damage the company or the stakeholder unless there is a written consent from the authorized person.
- The director, management and employees are required not to employ the confidential information for personal gain or the interest of the other person.
- The document and the discussion of confidential information of the company is required to be undertaken carefully. Careless retention or discussion of confidential information in the public may lead to disclosure of information to the other persons.
- The director, management and employees are required not to disclose confidential information of the company even if the employment has ended or been terminated.
- Disclosure of information related to the business of the company to the public in form of printed matter, lecture and interview provided by the director, management and employees is required to be undertaken in accordance with the guideline practice of the company.

8. Fair dealing

The company has a policy to fairly conduct its business, including the act undertaken and attempted to undertake to ensure fair treatment with the trading partners and competitors for the ultimate interest to the company and to strictly comply with the obligations to achieve the objectives jointly together.

Guideline Practice

- If the trading partner company is related to the director, management and employees, that may cause an unfair business practice, such person is required to report to the superior in writing before the company has entered into such transaction.
- The management and employees are required to comply with the trading term made with the trading partner honestly and fairly. If it is unable to comply with the conditions, inform the superior to contact the trading partner to jointly look for a corrective measure.
- The director, management and employees are not allowed to give or propose to give assets or the benefit to the third party as that may lead to an unfair business practice and to avoid acceptance of assets or any benefits from the trading partners.

9. Protection and proper use of corporate assets

All properties of the company should be properly employed with the legitimate and lawful only. The director, management and employees should look after the property of the company to ensure that the properties of the company are employed efficiently

Guideline Practice

- The management and employees are required to employ tools instruments and equipment carefully to ensure work safety and to employ the property of the company economically for the ultimate benefits.
- The management and employees are required not to damage or destroy the property of the company with intent and are required to look after the properties of the company in good condition without defect to ensure efficient and sustainable employment.
- The director, management and employees are required to take advantage of the properties of the company for personal gain or for the interest of other person whether it is the tools or equipment of the company employed for personal business, sale of the properties, lending, pledging, mortgaging or disposal without approval whether such property is in what condition.
- The employees are required to perform their duty in accordance with the guideline practice of the company onr procurement, retention and sale and disposal of properties.

Note

Assets mean tangible assets and intangible assets such the movables, the immovable, technology, technical knowhow, title deed, patent, including confidential information not disclosed to the public such as business plan, financial projection, human resource information.

10. Internal controls and audits and financial reporting

The company has arranged a proper internal control and the internal audit division in accordance with the international standards based on the operating principles and efficient monitoring, appropriate risk management, accurate and proper financial and accounting reports and correct compliance with rules and regulations.

Guideline Practice

- The director, management and employees are required to be aware of the risk management and compliance with the risk management policy strictly, including report and identification of the risks possibly incurred to the company submitted to the superior and the risk management committee.
- The board of directors is responsible for preparation of efficient internal audit and control system to ensure that the company has complied with the related standards and laws under the examination of the internal auditor and the review of the audit committee.
- The audit committee is responsible for preparation of the accurate and complete and up-to-date financial reports, both annual statements and quarterly statements prepared in accordance with generally accepted accounting standards.
- The director, management and employees are required to comply with the regulations, duties and responsibilities within the scope of authority assigned in accordance with the authority manual strictly and consistently, including report on offence or non-compliance with rules and regulations submitted to the superior.
- The director, management and employees are required to be aware of the risk management and compliance with the risk management policy strictly, including report on identified risk possibly incurred to the company submitted to the superior or the risk management committee.
- The Audit Division is required to make assessment, monitor and report the performance of the management and the employees directly to the audit committee while the director, management and employees are required to cooperate with the audit division through submission of information documents and evidence employed in the examination without any document hidden or falsified or interference with the examination.
- The director, management and employees are required to may propose comment or opinion for improvement of the internal control system to ensure suitability with the changing situation, environment and risk factors.

11. Respect for human rights

The policy of the company is to hold onto the human right principle, respect in human right and privacy of the director, management and employees, provide an employment without any prejudice and does not tolerate discrimination on labor, harassment or threat due to difference in race, nationality, class, gender, age, religion, belief and social status.

The management and employees have an opportunity to be promoted for training and development in knowledge and competence equally and suitably in accordance with the need of the post in each level.

The policy of the company is to keep the working environment safe for effective operation.

Guideline Practice

- The director, management and employees are required to treat their colleagues with honor, pride and respect to their privacy.
- The director, management and employees are required to behave in a polite manner without any discrimination even though there is any difference in race, nationality, class, gender, age, religion, belief and social status.
- The director, management and employees are required to respect culture and tradition of Thailand and other countries which have business transactions with the company and conduct the activity in a manner suitable to the social and economic status of such country.
- If any unusual incident affecting the work safety is found in the workplace, the management and the employees are required to inform the responsible officer for immediate corrective action.

12. Anti-corruption

The policy on anti-corruption of the company is focused on honesty, integrity, transparency, responsibility and corporate governance, including creation and promotion of corporate governance culture in the organization for compliance by every director and employee with consideration on the ultimate benefit.

Guideline Practice

- The director, management and employees of the company and the subsidiary companies are not allowed to undertake or accept or encourage any kind of corruption, directly or indirectly, including every company in the group, related contractors or sub-contractors and this anti-corruption policy is required to be reviewed consistently, including review of the guideline practice to ensure compliance with the policy, rule, regulation, requirement, restriction, notification, law and business changes.
- The anti-corruption standard of part of the business conducted and is the responsibility of the board of directors, the management, the superior and every employee, the contractor making the delivery or the sub-contractor to provide comment related to the practice to ensure that the anti-corruption work has achieved the target provided in the policy.
- The anti-corruption measures have been developed in accordance with the related laws, including moral practice while the risk assessment on the activities related or prone to fraud and corruption has been made and prepare a manual on guideline practice for related persons.
- Bribery in all forms and all activities under the supervision of the company is not allowed or encouraged, including control of charitable donation, contribution to political parties, business gifts and supports to various activities to ensure transparency and without intent to convince the public or private officers to undertake any inappropriate acts.
- The internal control system has been suitably and consistently prepared to prevent inappropriate act of the employees particularly procurement work, warehouse management and delivery work.
- Anti-fraud and corruption course has been arranged for the board of directors, the management and employees to promote integrity, honesty and responsibility to perform the duties and responsibilities as a means to present the determination of the company.
- Reporting mechanism on transparent and accurate financial position has been arranged.
- Communication has been encouraged through various channels so the employees and the stakeholders could inform the unusual clues to the whistleblower is confident in the protection, no punishment, unfair rotation or harassment and appointment of the person to investigate and monitor every notified.

13. Amendment and revocation

It is the duty of the company to improve and amend the provision in the codes of conduct in accordance with the related laws, rules, regulations and the business environment.

The codes of conduct above may not cover all cases. If there is any problem, the employee may discuss with the superior. If there is any dispute, the decision of the board of directors is held final.