

(Unofficial English Translation)



## **Anti-Corruption Policy**

Bound and Beyond Public Company Limited  
and its Subsidiaries



## Overview

Bound and Beyond Public Company Limited (the “Company” or “BEYOND”) will provide anti-corruption training to all existing directors, managers, and employees, as well as during the orientation process for new employees.

The Company also aims to participate in The Collective Action Coalition Against Corruption: CAC in the Anti-Corruption Policy enacted by Thai Private Sector, in order to substantiate our viewpoints and ethical beliefs as a company.

The Anti-Corruption Policy (this Policy) is a supplement to BEYOND’s Code of Conduct and has been approved by the Board of Directors.

This Anti-Corruption policy (revise version) has been approved by the Board of Directors in Meeting No.5/2024 on November 18, 2024.

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## **1. Policy Statement**

BEYOND conducts all its business in an honest and ethical manner. The Company adopts a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly, and with integrity. BEYOND will implement and enforce effective systems to prevent and avoid bribery.

## **2. Definition of Corruption**

Corruption means requesting, accepting, agreeing to accept, giving, or promising to give assets or any kind of benefits to induce a government or government officer, private sector or officer to wrongly use their powers. These powers include actions or inaction to facilitate, hasten or delay any act, to benefit BEYOND or any of its affiliates.

Corruption may come in many forms including political contribution, charitable contributions, sponsorship, facilitation payments, gifts and hospitality or entertainment, as well as the improper use of third-party agents and intermediaries.

## **3. Roles and Responsibilities**

All employees (including temporary personnel) of BEYOND, its subsidiaries and any other person or entity acting on its behalf are required to strictly comply with this policy.

<b>Responsible Party</b>	<b>Key Obligations</b>
Board of Directors	Has delegated responsibility to the Audit Committee for overseeing this Policy to ensure compliance with legal and code of conduct.
Audit Committee	Has the primary responsibility for implementing this Policy and monitoring its effectiveness as well as handling any queries.
Management	Are responsible for ensuring that their subordinates understand and comply with this policy through adequate and regular training sessions.
Employees	Must uphold this Policy when performing their duties. Anyone who discovers or suspects violations of this Policy must report them to a supervisor or through one of the channels established under the Company's Whistle-Blowing Policy.

## **4. Procedure and Guidelines**

### **4.1 Political Contribution**

A political contribution is a contribution, financial or in-kind, to support a political cause. Defining what a political contribution is presents some difficulty. Financial contributions can include loans. In-kind contributions can include gifts of property or services, advertising or promotional activities endorsing a political party, the purchase of tickets to fundraising events and contributions to research



organizations with close associations with a political party. The release of employee without paying from the employer to undertake political campaigning or to stand for office could also be included in the definition.

BEYOND prohibit all political contributions. The company will be neutral in all political matters and will not support any political parties, politicians, or any person with political influence in order to gain benefits. However, to support the democracy, employee still has a political right but must comply with BEYOND's Code of Conduct.

#### **4.2 Charitable Contributions and Sponsorships**

As part of its commitment to corporate social responsibility (CSR), BEYOND makes charitable contributions, whether by direct financial aid or services in-kind, without the intention of gaining undue rights or privileges from the receiving parties.

Sponsorships unlike charitable contributions are made for business objectives and usually for brand or reputation management purposes. BEYOND makes sponsorships in a purpose of promote its business without the intention of gaining undue rights or privileges from the receiving parties.

When making any contributions or sponsorships, a memo and other supporting documents are required and specified the recipient's name as well as purpose of the contribution or sponsorship. Then, submit to the company's authorized persons for approval according to the company's authority manual.

#### **4.3 Fraud and Conflicts of Interests**

Conflicts of interest may occur when an individual's outside activities or personal interests conflict or appear to conflict with his or her responsibilities at BEYOND. An outside activity would be considered a conflict of interest if it:

- Has a negative impact on BEYOND business interests
- Negatively affects BEYOND's reputation or relations with others
- Interferes with an individual's judgment in carrying out his or her job duties

BEYOND employees and directors, and their close relatives, must not take part in or seek to:

- Compete against the Company
- Use their position or influence to secure an improper benefit for themselves or others
- Use Company information, assets or resources for their personal gain or the improper benefit of others
- Take advantage of inside information or their position with the Company

If you become aware of a potential conflict of interest you must, without delay, notify your immediate superior, the legal department, or an internal auditor. For particularly sensitive functions or areas of responsibility, each unit or department must evaluate the needed processes to identify potential conflicts of interest.

#### **4.4 Accepting or Giving Bribes, Gifts, Fees, Favors or Other Advantages**

It is also a conflict of interest for BEYOND employees or directors to give or receive gifts and entertainment, of more than nominal value or cash in any amount, to or from people or companies doing or seeking to do business with BEYOND. You are not permitted to:



- Accept fees or honoraria in exchange for services provided on behalf of the Company
- Provide or accept gifts or entertainment from anyone doing or seeking business with BEYOND or any of its affiliates
- Give a gift or entertainment to anyone for the purpose of improperly influencing him or her to take action in favor of BEYOND or other business-related activities

If you are offered, have received or feel pressured to provide such favors beyond nominal gifts you must, without delay, notify your immediate superior, legal or an internal auditor.

#### **4.5 Financial Interests in Other Businesses**

As a BEYOND employee or director, you or any member of your immediate family must avoid having a personal ownership or interest, either directly or indirectly (whether as an investor, lender, employee, or other service provider), in any other enterprise, as it may compromise or appear to compromise your loyalty to the Company. Special attention must in all circumstances be given to potential conflicts of interest as described in section 4.3 above.

#### **4.6 Activities with Competitors, Suppliers, or Other Business Associates**

Before engaging in any activity that may be perceived to promote the interests of a competitor, supplier, or other business partners at the expense of BEYOND's interests, including serving on the board of such a company or organization, you should consult with your supervisor, the legal department, or an internal auditor. You may not market products or services in competition with BEYOND's business activities or broader interests.

#### **4.7 Government Affairs and Political Involvement**

How the Company conducts itself with government affairs and in the political arena can affect BEYOND's reputation, operations, and ability to work with government officials and other stakeholders. Integrity and trust are essential to BEYOND's business, and it must continually earn it. Any interactions with governments or their representatives must not be conducted in order to persuade the government or government officials to do anything wrong or inappropriate. Mutual acknowledgment, as well as building good relations within the proper bounds, is acceptable.

**Facilitation payment** means unofficial payments made to secure or expedite an action by a government official, policeman, or another person of authority. It is normally a small amount that is paid to a public official in order to secure or expedite the performance of a routine action. Any form of Facilitation Payments is expressly prohibited.

**Hiring Government Officials (Revolving Door)** means the hiring of a person from the government sector to work in the private sector or a person in the private sector to works on a policy in the public sector, causing the corruption risk in respect to the person's conflicts of interest on the roles and duties in both organizations. The said conflicts of interest result in the biased oversight of the government officials, or the attempt of the personnel in the private sector to advance the state policies to benefit their organizations. The hiring of government employees that may create a conflict of interest is prohibited.

#### **4.8 Protection of Information and Assets**

BEYOND employees, stakeholders and other business partners are obligated to ensure that company information and assets are used as wisely and effectively as possible and that they are not wasted or used for the benefit of any individual. Assets are defined as movable property such as office equipment,



tools, and machinery and immovable property such as land and buildings. They also refer to technologies, technical knowledge, copyrighted documents, intellectual property, and confidential business information. The use of BEYOND assets for purposes not directly related to the Company's business is prohibited without authorization. The same applies to the removal or borrowing of BEYOND assets without permission.

## **5. Risk Assessment**

Risk assessment enables the company to identify the area most at risk of corruption and the potential impact. Thus, the company has carried out risk assessment on a regular basis to determine the extent of the risk of corruption to the business.

The company has conducted the anti-corruption measures to cope with the identified risk according to risk assessment.

## **6. Internal Control and Audit**

*Records and internal control:* BEYOND is committed to transparency and accuracy in all of its dealings while respecting confidentiality obligations. All of BEYOND's accounts, financial books, and business records must be supported by enough documentation to provide a complete, accurate, valid and auditable record of each transaction. In addition to this, reliable internal controls are critical for proper, complete and accurate accounting and financial reporting. All employees are encouraged to report any suspicion of a control that does not adequately detect or prevent inaccuracy, waste or fraud.

- The records should include all associated contracts, invoices, receipts, or other paperwork.
- The records must comply with the Accounting Standard and applicable laws.
- "off-the-books" accounts, inadequately defined transactions or false entries are prohibited.

*Audits:* Audits performed by BEYOND's internal and external auditors help ensure compliance with established policies, procedures and controls. The Company is required to cooperate fully with internal and external audits with clear and truthful information provided and fully cooperate throughout the audit process.

- The records and internal control are audited by internal auditors to ensure that the management is effective in countering corruption.
- There are audit programs to audit Sales and marketing, the contracting, purchasing and financing & accounting procedures on a regular basis to prevent risks of fraud and corruption.
- The adequate sampling and vouching are the primary method to support the audit evidence and ensure that all recorded transactions have been supported by enough documentation.

## **7. Human Resource**

### **7.1 HR management**

This policy supports and will be applied to HR Regulations and policies. HR Department will conduct all aspects of HR management i.e. recruitment, performance appraisal, training/orientation, communication, promotion and sanction procedures according to this policy.



## 7.2 Training/Orientation

The Company will provide the anti-corruption training to all directors, managers and employees on a regular basis to ensure that they clearly understand this policy, know the company's expectations and the sanctions procedure in the event of a violation.

- All new employees will receive training on this policy during their orientation or induction process.
- Each employee will receive a copy of this policy and be advised. Moreover, it can be found on the Company's intranet and website.
- The employee will be informed whenever significant changes are made to this policy, and all additions and amendments will be posted on the Company's intranet and website.

## 7.3 Communication

BEYOND will publicly disclose information about this policy to public and community in which it operates whether by leaflet, annual report or post on the Company's website.

- BEYOND director and employee shall comply with all applicable laws and regulations in all countries in which it operates when conducting business as described in BEYOND's code of conduct and also comply with anti-bribery laws of Thailand.
- The anti-corruption policy must be communicated to all vendors, suppliers, contractors, agents and intermediaries at the outset of every business relationship with the company and as appropriate thereafter in order to make them clearly understand of the company's standpoint.
- BEYOND encourages every person it deals with to adhere to similar standards of the anti-corruption.

## **8. Whistle-Blowing Policy**

### **Reporting Concerns and Filing Complaints**

All misconduct or non-compliance of the Anti-Corruption Policy should be recorded and reported through line management, human resources (HR) or the Secretary of the Audit Committee channels. The Secretary of the Audit Committee will receive a final report and the measures that have been taken to address non-compliance issues.

### **Receiving Complaints Regarding Fraud and Corruption**

- 1) Employees may directly submit their grievances regarding fraud and corruption to the Secretary of the Audit Committee, who is designated as the point of contact to receive such complaints.
- 2) Employees who wish to report or file a complaint are encouraged to contact the Secretary or Chairman of the Audit Committee via email.
- 3) Managers at all levels and HR will immediately inform the Secretary of the Audit Committee of any complaints submitted directly to them.

It is also a violation to discriminate against or harass anyone for making a report that brings to light a violation of law or BEYOND policy. Anyone submitting a false report with the obvious intention to harass will, however, be subject to disciplinary action.

### **Protection of employees**

The Company is committed to ensuring that no employee will suffer demotion, penalty or other adverse consequences for making a complaint report or refusing to pay bribes even if such refusal may result in





BOUND&BEYOND

the company losing business.

Bound and Beyond Public Company Limited  
and its Subsidiaries

## **9. Violations of the Policy and Failure to Comply**

BEYOND considers it to be the duty of every director, manager, and employee to strictly comply with all policies and practices stated in the Anti-Corruption policy. The anti-corruption policy is complied with on a mandatory, not elective, basis. It is not acceptable for an employee to claim that he or she is not aware of these guidelines.

In addition to knowing and understanding this policy, the Company wishes to stimulate open and constructive discussions regarding the policy. No policy or manual can provide complete answers to all questions. In the end, employees must rely on his or her good sense of what the Company's high standards require. This includes knowing when to seek guidance on the proper course of action from supervisors, managers, the legal department or internal auditors.

Deliberate non-compliance with the Anti-Corruption policy will not be tolerated and may, in accordance with relevant legislation, lead to internal disciplinary actions, dismissal or even criminal prosecution. Each case will be reviewed objectively in full recognition of the circumstances.

## **10. Related Policies**

The Anti-Corruption Policy (this Policy) is a supplement to BEYOND's Code of Conduct and some sections are referred to the Code of Conduct as follows:

<b>Anti-Corruption</b>	<b>Code of Conduct</b>
1) Anti-Corruption Statement	3.6
4.3) Fraud and Conflicts of Interests	3.6.1
4.4) Accepting or Giving Bribes, Gifts, Fees, Favors or Other Advantages	3.6.2
4.5) Financial Interests in Other Businesses	3.6.3
4.6) Activities with Competitors, Suppliers, or Other Business Associates	3.6.4
4.7) Government Affairs and Political Involvement	3.6.5
4.8) Protection of Information and Assets	3.6.6





**Management Plan:** Has a conflict of interest been identified?

☐ Yes

☐ No

If yes, please provide details of a "conflict management plan" in consultation with your line manager to manage or resolve the conflict.

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**I hereby agree to:**

- *Update this disclosure throughout the period of my employment*
- *Cooperate in the preparation of "Conflict Management Plan" as required and*
- *Comply with the conditions and restrictions set by the company. Determined to manage, reduce or eliminate existing "conflicts of interest".*

\_\_\_\_\_  
(Signature of Employee)

\_\_\_\_\_  
Date

**Section 3: ENDORSMENT BY LINE MANAGER**

- ☐ I believe that a plan to manage the conflict of interest is not required and that no further action is necessary in relation to this matter; or
- ☐ I believe that the plan outlining the disclosure will mitigate or remove the conflict of interest, and will continue to monitor the situation; or
- ☐ I cannot adequately resolve the conflict of interest with the employee(s) concerned and have referred the matter to the relevant executive or managing director for resolution.

\_\_\_\_\_  
(Line Manager)

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
Date



**Section 4: REVIEWED BY EXECUTIVE OR MANAGING DIRECTOR**

- ☐ I have reviewed the conflict of interest disclosure and
- ☐ I support the endorsed management plan
- ☐ I propose the following action is taken in relation to this matter:

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_____	_____	_____
(Relevant Executive)	(Signature of Executive)	Date

*I confirm a copy of this disclosure and endorsed management*

_____	_____	_____
(Line Manager)	(Signature of Manger)	Date

## Appendix

### B. DECLARATION OF GIFTS AND HOSPITALITY FORM

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**Notification by employee of Offer and/ or Receipt of Gift or Hospitality over the value of 5,000 THB**

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I GIVE NOTICE that I have been offered, or received, the following gift(s) and/or hospitality over the value of 5,000 THB

a) Date(s) of offer/ receipt of gift(s) and/or hospitality:

b) Nature of the gift(s) and/or hospitality:

c) Approximate Value:

d) Was the gift(s) and/or hospitality accepted? [YES] [NO]

e) If yes – please give the justification for accepting the gift(s) and/or hospitality:

f) Name(s) and address(es) of donor(s):

g) The donor of the gift(s) and/or hospitality has, has had, or will have any dealings with employees or committees [YES] [NO]

h) If yes please specify:

Date of declaration: .....

Name (please print) .....

Signed .....

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This form must be printed and signed by the declaring Member and returned to the Human Resources Department or Internal Auditor of BEYOND



## Appendix

### C. BEYOND'S ANTI-CORRUPTION POLICY COMMITMENT FORM

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#### Acknowledgment Form for BEYOND's ANTI-CORRUPTION POLICY

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I have read and am familiar with BEYOND'S ANTI-CORRUPTION POLICY. I will comply with and enforce the policies in this Policy in its entirety.

I understand my responsibility to promptly report any incident of misconduct or perceived misconduct that I may experience or witness. I further understand that BEYOND takes a zero-tolerance approach to violations of this Policy and that violations of the Policy or retaliation against whistleblowers, can result in termination of employment.

By signing this acknowledgment, I am indicating that I have read and will abide by BEYOND's Anti-Corruption Policy.

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Employee Signature

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Employee name (printed)

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Date

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Please print, sign, and return this form to the Human Resources Department