



Business Code of Conduct

PHOL DHANYA PUBLIC COMPANY LIMITED

AND ITS SUBSIDIARIES

Revised date 10 November 2023



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Vision Mission Culture

Vision

"Make Every Day Safer and Better"

We provide the best things for life that is safe and gets better in every day.

At Phol Dhanya, we commit to be the trusted company known for quality, professionalism, and expertise in procuring products and services. We aspire to be the top-of-mind choice for individuals and businesses alike when safety and health considerations arise, whether in the workplace or in daily life.

Mission

1. **Safety Hub** : Determine to be a center for safety products and services that can serve for all customers’ needs in term of safety for life, products and environment with the products that have quality, standard and fair price.
2. **Advanced Service** : Commit to be the company that have the excellence in services and professional operation
3. **Frontline Innovators** : Lead the way in sourcing innovative products and services and in responding promptly to customers’ demands to accommodate their changing expectations.
4. **Expert Mastery** : Prioritize the improvement of staff members’ quality by fostering their potentials through knowledge, expertise, and sense of responsibility towards customers and by using efficient human resource management system together with positive cultivation of organizational culture.
5. **Transformative Progress** : Concentrate on growth through market expansion and investment in businesses that complement the existing of our business for sustainable growth.
6. **Yielding to ESG** : Dedicate to be the company that operates in harmony with the international

Culture

				
Professional Work professionally driving for success together	Honest and Integrity Having Ethic to themselves as well as to the public	Ownership Quotient Dedicated over a hundred and beyond what customers expectation	Learning and Continuous Improvement Dare to think, dare to do with aiming to create something better	Drive for Results and Achievement Focusing on the results of work for overall benefits of the public

Message from the Chairman

Phol Dhanya PCL is aware of the importance of a code of conduct in operating the business, with the belief that it serves as a crucial aspect that ensures sustainable business operations. With the Board of Directors' intention in operating the business towards the vision and mission aimed for sustainable growth and based upon the principles of morality and ethics, social and environmental responsibility and accountability towards all stakeholders, the Business Code of Conduct has been compiled to serve as a significant tool for supporting corporate governance activities and ensuring transparency in the operations, as well as for facilitating the performance of directors, executives and staff members to be effective and efficient, enhancing trust among investors and all related parties.

The Company has compiled the Business Code of Conduct in writing, which was initially approved by the Board of Directors on July 10, 2013. The Company has conducted regular reviews of the document to make it align with the organizational missions, including the settings, rules, regulations, and changing laws. Internal and external stakeholders are informed to acknowledge the principles and practices, understand and refer to as a practical guidance as prescribed in the Business Code of Conduct.

On behalf of the Board of Directors, I anticipate to see business partners, directors, staff members and stakeholders to dedicatedly adhere to the practices in accordance with the Business Code of Conduct, creating business values in the long run for sustainable growth. In this regard, it is to be held that the practices outlined in this Business Code of Conduct are part of the work regulations required of staff members to follow. They may be entitled to disciplinary actions in case of negligence. Therefore, all staff members should refer to this Code of Conduct as a fundamental guideline in performing duties at all times.

Announced on 10 November 2023



Assoc. Prof. Dr. Ekachidd Chungcharoen
Chairman of the Board
Phol Dhanya Public Company Limited

**Statement of Commitment****PHOL DHANYA PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES****Statement of Commitment**

Phol Dhanya PCL and subsidiaries or “the Company” have the intention for directors, executives, and staff members to thoroughly review and endorse this Code of Conduct. The commitment is expected to be formalized through signatures submitted via Google Form as follows:

1. I hereby accept and agree to understand this Code of Conduct.
2. I hereby accept and agree to adhere to this Code of Conduct, particularly in relation to the roles of the directors, executives, or staff members (as applicable) as the operational principles with the highest standards.

Definition**Business Code of Conduct**

refers to Good practices as a standard in operating the business, set forth by the Company for directors, executives and staff members to abide by in performing their roles, to maintain and protect the Company's reputation and honors, hereinafter refer to **"Conduct**

Company

refer to Phol Dhanya Public Company Limited and its subsidiaries.

Subsidiary Company or Company's group

refers to

- 1) A company or a juristic person in which Phol Dhanya PCL is the owner or shareholder with the voting eligibility of more than 50%, either by direct or indirect shareholding, or
- 2) A company or a juristic person in which Phol Dhanya PCL assumes the control authority in prescribing financial and operational policies to obtain benefits from such company or juristic person's activities.

Director

refers to a Director of Phol Dhanya Public Company Limited and subsidiary. This refer to a persons whose appointed from the Shareholders' Meeting which their qualifications under Section 68 of the Public Limited Companies Act B.E. 2535(1992) with covering the Executive Director, Director and Director's Consultant.

Executive

refers to an Executive of Phol Dhanya Public Company Limited and subsidiary companies. This refer to employees with subordinates executives will behave and perform Ethics and code of conduct as one employee and shall be liable like their work and that of their subordinates including best practices to strengthen executive and the executive's supervisor as a leadership and exemplary ethics to its employees.

Employee

refers to an individual entering into employment contract or special contract, inclusive of permanent employees, temporary employees, probational employees and the Company's employees with a fixed period of employment.

Family

refers to The spouse and children of executive, directors and employees.

Representative or the Attorney

refers to person or authorized entity to act on behalf of the Company.

Customer

refers to the value customer who received mostly appropriate services related customer satisfaction service of the company.

Business Partners

refers to individual or authorized entity doing business with the Company.

Competitors

refers to individual or authorized entity that do the same business model or type or similar to or competitive with the Company business.

Contractor

refers to the person whose agree to be bound by and associates to the their responsible stated on the contract conditions to the Company.

Supplier/Seller

refers to supplier or provider products and services to the Company.

Related Business

refers to individual or authorized entity has a business relationship, whether the government, government agencies, private enterprises for charitable organization etc.

Stakeholder

refers to a related individual, group of individuals, or a juristic person directly affected by the group company's operations, for instance, the Company's directors, executives, staff members and families, shareholders, customers, suppliers/contract partners, commercial competitors, creditors, debtors, society and environment, etc.

Connected Transaction

refer to a transaction between the Company or a subsidiary and a Linked Entity of the Company or a transaction between a Subsidiary and a Linked Entity of the Subsidiary.

Conflict of Interest

refers to any activity or circumstance in which a person has a private or personal interest or of those related which influences the performance of duties towards and the utmost benefits of the Company under Phold Danya Group.

Other Benefits

refers to a valuable items such as discount, entertainment, service, training or any other of similar nature.

Procedure and Guideline of Conduct

1. The right person who is required to comply the conduct.

Director, Executive and all Employee of Phol Dhanya Public Company Limited and Its Subsidiaries.

2. Guides of Conduct

- 2.1 To be understanding the content of Conduct.
- 2.2 Learning their duties and responsibilities.
- 2.3 Review the understanding of content of conduct consistently.
- 2.4 To give understanding to someone else to perform the associated duty with the Company or potential impact may cause.
- 2.5 In case any questions or inquiries, Consult with the Supervisor whose determined to be responsible for monitoring compliance with the code through various defined.
- 2.6 Notify the supervisor or the person in charge when exposed to a breach or non-compliance or Conduct.
- 2.7 To cooperate in any investigation with the assignment function.
- 2.8 The Supervisory all levels must lead a compliance issue and acting as working environment for their employees understand that a compliance issue is valid and requires practice.

3. Reporting violations or compliance with the Code of Conduct

Those who witnessed the violation or compliance with the Code of Conduct can ask questions or submit complaints to the following individuals.

- 3.1 All Management level, Trustee
- 3.2 Section Head of Human Resource Dept.
- 3.3 Audit Committee through the Audit Committee's Secretary
- 3.4 The Secretary to the Board of Director or Company Secretary
- 3.5 The Board of Director

4. Channels to send whistle blowing and notice of complaint

4.1 Via email to :

Board of Directors Email: board@pdgth.com
Audit Committee Email: ind_dir@pdgth.com
Company Secretary Email: cs@pdgth.com

or via our website http://investor.pdgth.com/contact_board.html

4.2 via post directly to:

The Audit Committee through Head of Internal Audit Office
Phol Dhanya Public Company Limited

1/11 Moo. 3 Lamlukka Road, Ladsawa, Lamlukka, Pathumthani 12150

5. Procedures when Receiving Complaints

5.1 Facts Gathering

5.1.1 The person receiving complaints will proceed to gather facts related to violation or failure to comply with the Code of Conduct by oneself or assign an appropriate person to proceed.

5.2 Data Processing and Screening

5.2.1 The person receiving complaints will process and screen the data to consider appropriate courses of actions and procedures for each matter, and may proceed by oneself or assign another person to proceed if such matter is within one's authority to do so.

5.2.2 Report to the authorized person who is related to such matter to process and screen the data.

5.3 Prescription of Execution Protocols

5.4 The person who proceeds with no. 5.2 is to prescribe the protocols to suppress violation or incompliance with the Code of Conduct, and alleviate the damage to the affected parties, by considering the overall suffering and damages caused. In this regard, in case of a critical matter, the receiver of complaint will report to the Audit Committee and/or the Company's Board of Directors, for instance, the matter concerns the Company's reputation, image or financial position, or violates the Company's business operations policies, or concerns top-level executives, etc.

5.5 The receiver of complaint is obliged to report the outcomes as in no. 5.4 to the complainer if one's identity is disclosed.

6. Acts in breach of conduct

All employees have a duty to comply with and promote others to comply with Ethics. The following constitute a breach of conduct.

6.1 Failure to comply with conduct;

6.2 Suggesting, encouraging or supporting others to violate conduct;

6.3 Ignoring when seeing a violation of or failure to comply with Ethics in case of knowing or being in a position to know as it involves work under own responsibility;

6.4 Failing to collaborate or obstructing investigation into facts on violation or noncompliance with conduct; and

6.5 Unfair treatment of others as they report non-compliance with conduct.

6.6 Violators are subject to disciplinary action as stipulated in the Company's regulations. Besides, the violator may be punished under law if such conduct constitutes an offense under law.

7. Business Code of Conduct Compliance

In the case where a question or an issue arises concerning a decision to be made a practice for which no conduct is prescribed in the code of conduct, the person involved should use his/her initial discretion and question the action as follows:

7.1 Is such action illegal?

7.2 Is such action against the policy and the organizational culture of the Company's group?

7.3 Will such action be acceptable and can it be disclosed to the public?

7.4 Will such action defame or tarnish the image of the Company's group?

7.5 Will such action result in serious damages to the Stakeholders of the Company's group?

Alternatively, the person may inquire with his/her supervisor at the level immediately above his / her further up the chain in the order of superiority, or inquire directly with the department responsible for such matter.

8. Compliance Monitoring Policy

It is the Company's requirement that all directors, executives and employees must acknowledge, familiarize themselves and strictly comply with all policies and procedures in this code of conduct. Director, Executive and employees of all levels must bear the code of conduct in their mind when performing their duties.

The Executives of all levels are also responsible for monitoring and ensuring that the employees under their supervision acknowledge, understand and strictly comply with the code of conduct, and

The Company expects that no action against the law and good ethics will arise. However, if any director, executive or employee violates the code of conduct, he or she will be subject to disciplinary punishments.

Business Code of Conduct

The Company's Board of Directors has the intention to encourage the Company and subsidiaries to operate the business with responsibility, fairness, transparency and verifiability, standing firmly on the basis of ethics and morality, with responsibility towards all stakeholders, striving to deliver business values in the long term for all stakeholders for mutual sustainable growth. The Business Code of Conduct is as follows:

Practice and Responsibility towards Stakeholders

Practice and Responsibility towards Shareholders

Policy: Shareholders are encouraged to exercise their basic rights in the laws and the Article of Associations aims to create utmost satisfaction for the shareholders while taking into consideration the sustainable growth of the company, the creation of added value and the continued provision of appropriate returns as well as the good corporate governance principles.

1. Management and performance of duties by knowledge and management skills fully applied with honesty prudent to take any action and fairly basis to all shareholders and related to the interests of concerned groups as a whole.
2. Management of the Company to progress steadily and appropriate return value to shareholders.
3. Not perform any a manner that may cause a conflict of interest of the Company's group.
4. Report the operation status of the Company both financial and nonfinancial to Shareholders equally consistent, truthfully and completely.
5. Encourage one or more shareholders who hold the shares of the Company be proposed the agenda items of the meeting or qualified candidates to nominated as a director in advance of the Annual General Meeting, Through the screening of the Nomination and Compensation Committee and proposed to the Board of Directors.
6. Providing Investor Relations to give further information and answer questions, suggestion / feedback from shareholders and investors including access various channels such as the telephone and company's website etc.

Practice and Responsibility towards Customers

Policy: Devote to customers and members of the general public satisfaction and confidence in the quality products and services at appropriate price levels, consistently upgrade standards and maintain a positive and lasting relationship.

1. Compliance with contract terms or conditions to all clients is fully transparent. In case of failure to comply with the agreed conditions, notice clients in advance of such incident in order to mutually consider and seek a remedy solutions and prevention damage.
2. Committed to maintaining high standards of product and service both product quality and fair prices including research and develop for more benefit to customers.
3. Commitment to customer satisfaction and confidence that customers to get excellent quality service under safely and appropriate technology elevated to a higher standard continues.
4. Promote high quality products and services with quick delivery for more valuable to our customers.

5. Keep confidential information of customers and not to illegally utilize for own benefits or for related parties' benefits.
6. Disclosure of information about the comprehensive service right up to date and distortion including maintaining good relationships and sustainable.
7. Provide the customer relationships to receipts and suggestions or feedback from customers in multiple channels such as telephone telefax online or electronics communications etc.
8. Not demand or receive from, or not give to partners, any benefits in bad faith.

Practice and Responsible towards Business Partners

Policy: Take into account equality and honesty in the conduct of business. Protect the interests in collaboration with the business partners by observing the laws and the rules agreed upon with them, and by conducting ethical business.

1. In accordance with the agreement or any conditions that is strictly to all business partners.
2. In case of failure to comply with the conditions, notice clients in advance of such incident in order to mutually consider and seek a remedy solutions and prevention damage.
3. Treat partners equally and fairly on the obtaining basis a fair return to both parties.
4. Doing business with justice under the framework of law on commercial practices honest competition.
5. Do not violate trade secrets or reveal the secret of its partner by the way dishonest embezzlement strictly as the code of conduct's guideline.
6. Do not request, receipt, accept to request any benefits that are not honest from the business partners.

Practices and Responsibility towards Commercial Competitors and Commercial Competition

Policy: The Company is aware of the importance of ethics in dealing businesses with customers and partners, and fairness in competition with other business operators, by treating commercial competitors under the legal framework related to commercial competition principles. The fair and honest competition is to be adhered to, and actions that may lead to commercial unfairness and obstruct free competition should be omitted.

1. Perform under a good competition rules;
2. Do not violate trade secrets or reveal the secret of its partner by the way dishonest embezzlement strictly as the code of conduct's guideline.
3. Do not discredit competitors by accusing calumniate and attack your opponents without fact and evidence.

Practice and Responsible towards Creditors

Policy: Observer the practical guideline and the conditions in fairness to the creditors, committed, the conditions and obligations towards creditor strictly including compliance with the covenants agreed.

1. Treatment and follow strict conditions towards creditors in terms of payment care collateral other terms and conditions.
2. Reported financial position to creditors under the terms of the contract correctly and in accordance with good corporate governance principles.

3. Reported to creditors in case could not comply with the terms of the covenant and find solutions together.

Practice and Responsibility towards Government

Policy: The Company conducts the business to strengthen and develop growth of the country abides by the laws, rules, and regulations according to the traditions sanctioned business, relevant guideline is as follows:-

1. Follow the business correctly, official frankly or government sectors.
2. Follow the rules in each region or country, conditions that may have legal guidelines, practices or culture business operations on employment, donated the award reception or banquet employment to stage or government sectors involved.
3. Comply with local regulations relating to the hiring of state employees both cases to be hired as a consultant or a group of employees in the company is hiring the transparent and appropriate.
4. Should avoid the government transaction or family members of government while such officials decision regarding the contract agreement with the State.
5. To create a relationship between a public sector company in the extent to which best suitable business. To meet in public building, congratulation on the occasion of the festival or good traditions and culture.

Responsibility towards the Community, Society, and Environment

The Company operates the business with responsibility towards the community, society, and environment, emphasizing on complying with the standards, rules, regulations, and relevant laws, to ensure safety and stability in health, hygiene and environment in an appropriate manner, with consideration of the impact on the natural and environmental resources. Furthermore, the Company is committed to the business operation ideology, focusing on activities that improve quality of lives and constitute benefits to the community, society and environment both within the premises and nearby areas.

Social and Community Responsibility Policy :

1. Promote and develop capabilities of employees by continuously providing trainings and creating safe and healthy working environment to stimulate creativity and potential capabilities to respond to customers' needs and satisfaction in terms of quantity and quality of both products and services.
2. Strengthen and promote activities between communities and related stakeholders with the openness of opinions and creative consultation, equal treatment, and supports of development of quality of life and the strength of communities
3. Cooperate with government agencies, business partners and other stakeholders to participate in the development of communities.

Environment and Coping With Climate Change Policy:

Seek for methods including efficiency campaigning to reducing uses of resources and energy, environment protection as well as wastes in order to prevent, control and reduce impacts on environment, community and society, as well as preparing to cope with various environmental risks in order for the business to be continuously run and encounter the least impact.

1. Operating the business with consideration of natural resources and environmental conservation, by consuming resources, energy and water wisely, avoiding and minimizing consumption that induces danger or pollution to the environment and communities, reducing emission of pollutants, minimizing wastewater and sewage, and encouraging the development of environment-friendly technology.
2. Complying with environmental laws and rules is considered important.
3. Using natural resources with maximum effectiveness, and trying to identify alternatives with consideration of current and future environmental conditions, while attempting to reuse objects within business premises for future use and improvement.
4. Conserve and maintaining buildings, premises and environment, to keep them in an organized and hygienic condition.
5. Maintaining and improving safety standards to keep away potential dangers to the premise and surroundings following the international standard.
6. Encouraging and fostering an awareness in conserving and managing the environment, as well as supporting and helping with environmental management for all stakeholders.

Responsibility towards Quality, Safety, and Occupational Health

Policy: The Company highly values management of quality, safety, and occupational health, continually applying high standards and determining and revising policy on quality, safety, occupational health, and environment as well as best practices to promote sustainable development, guidelines as follows:-

1. Compliance with laws and regulatory requirements in term of quality, safety, health and environment comply specific standard strictly.
2. Executive, Employee and Sub-contract's employee or outsider people who come be grasped and practice according to the laws, policy, regulations and standard for quality, safety, health and environment strictly related.
3. Provide public relations and communication to raises awareness and disseminate information to employee. The Stakeholders in order to know and understand the public policies rules, procedure and precautions. The quality safety, health and environment as well as guidelines to perform correctly without causing damage to health, property and the environment..
4. Control and prevent the loss in different way, due to fire, accident, injury or illness at work, loss or damage to property breach of security. The operation could not property and the error that occurred as well as maintenance a safe working environment of employee, worker contributors and employee of contractors to contact the third party under the management's responsibility. Employee to report workplace accidents or nearby, following steps defined.
5. Provide control emergency plan in the operating area prepare to handle such emergency that may occurred such as fire and accident in the workplace.
6. Provide a security officer at all level to be responsible safety in the workplace refer to the management level officer.
7. Support monitoring the operations on safety in the workplace, according to the plan provided security management appropriate to the workplace.

8. Supervision and follow up with various for the bug fixed for the safety of employee as has been reported or suggestion of safety in the workplace or social security.
9. Development safety management system to comply with laws and regulations to be accessed and review regularly.
10. Arrange for testing and practicing emergency procedure by regularly and continuous improvement.

Respect for Human Rights and Fair Treatment of Labor

Human Rights Policy: The Company respects and follows the principles of human rights by respecting human dignity, rights, freedom and equality of persons who are certified or protected both by Thai and International laws Executives and employees are obliged to comply with principles of human rights and the rule of law as well as respects for human dignity, rights, freedom and equal treatment.

1. To perform, promote, protect and encourage for respects for the rights of protection and basic human rights in all levels without any person being treated unfairly or discriminated regarding race, ethnicity, color, religion, gender, age, physical appearance, language, political opinion or any other status.
2. Executives and employees have duties and responsibilities to promote the rights of individuals according to international standards within either the Company or the business group to ensure that a business operation will not engage in any violation of human rights.
3. To determining and maintain fair working conditions as well as to be in accordance with human rights such as not using child labor or other matters that represents the disrespect of human rights or not based on international standards regarding human rights, freedom and equality.

Fair Treatment of Labor: The Company supports and respects the principle of human rights, which is the foundation of human resource development and a key factors in the creation of value-added and productivity. Essentially, the Company monitors to prevent the group of PHOL to engage in activities that violate human rights and accept practices that are beneficial to the public, such as Universal Declaration of Human Rights, the Principle of Human Rights of the United Nations. As the following guidelines:

1. Encourage and support employees to exercise their rights as citizens of constitutionality.
2. Support and respect the protection of human rights by persistent surveillance supervise the business of the Company's group to be involved in human rights abuses such as forced labor support against the use of child labor, etc.
3. Provide system that focuses on safety and hygiene in the workplace properly to be safe from harm that may be caused either by accidents and disease.
4. Ensure fair employment conditions for staff members, appropriate compensation package well-suited to the potential and treat all staff members without discrimination.
5. Provide appropriate welfare for employees, such as the annual vacation, overtime, medical treatment as necessary and appropriate, and so on.
6. Identify human resource development programs to enhance and improve the knowledge, competencies, skills, and potential of staff members in all levels to be able to perform effectively.

7. Encourage employees to balance in life between work life and personal life. Using the sufficiency economy philosophy and encourage the opportunity for their benefits. Doing good thing for society compliance with the principles of various religions equally.
8. Provide an appropriate complaint process for employees who have been treated unjustly.
9. The Company maintains the privacy of employees such as health history, biographies. historical of work etc. not commit an abuse of employees by disclosing personal information to the public, unless the consent of the subject employee harassment is a disciplinary offense unless done in accordance with regulations of the company or legal.
10. The executive and employees of the Company shall not act in any that violate or threaten the rights whether it is physical or verbal actions towards others based on human rights including race, color, sex, religion, language, political beliefs or other beliefs impaired/physically disabled and mentally behavior or unwanted distress, annoyance and damage.
11. Respect the right comment of staff. It includes the freedom to make comments without the intervention to get information or comments through the media as well as provide a communication channel to listen to the freely opinions of the stakeholders.

Anti-Corruption

Policy: The Company's directors, executives and staff members are prohibited from supporting corruption or accepting corruption of all sorts, for one's own direct or indirect benefits, or for one's family members, friends, acquaintances, regardless whether one is the receiver, giver or offer of the bribes; monetary or non-monetary, to individuals, government officers, government bodies or private sector organizations that deal businesses with the Company. This includes businesses of subsidiaries, associates or other companies with the authority, and the anti-corruption protocols must be strictly observed. The responsible party structure and risk management system should be established, as well as the internal control and internal audit systems to prevent and suppress dishonest acts or organizational corruption, as well as to review the practices and operational regulations to align with changes in the business, regulations and the laws. As the following guidelines:

1. Directors, Management and Employees at all levels must follow The Anti-Corruption Policy and The Code of Conduct by not involving with any courses of corruption both direct or indirect manner and not performing any act in the manner that may cause others to believe that they hold position or duty while actually they do not hold such position or duty.
2. Employees are not supposed to neglect upon witnesses of corruption-prone behaviors relevant to the Company but instead inform supervisors or assigned individuals to obtain cooperation in the scrutiny process. In case of doubts or questions, one can consult with one's direct supervisor or assigned individual regarding the Company's Business Code of Conduct via different channels available.
3. The Company will ensure justice and protection for employees denying or reporting acts of corruption relevant to the Company. Protection measures will be imposed upon those who file complaints and cooperate in reporting acts of corruption as specified in the Company's measures. No acts of demotion, punishment, or negative consequences will be executed upon employees denying acts of corruption even such doing might lose business opportunities for the Company.

With this, the Company has identified work procedures for each department, including roles, duties and responsibilities, with monitoring and verification protocols in place.

4. Directors, executives, and staff members of all levels known to commit acts of corruption are considered breaching the Company's Code of Conduct and will be subject to disciplinary considerations specified by the Company, with no limitations to legal proceedings if such acts are illegal.
5. The anti-corruption measurement is a part of the business operation and it is the duty and responsibility of the Company's Board of Directors, The Management, supervisors, and employees at all levels including suppliers or sub-contractors to express their opinions regarding the practice on the implementation of the anti-corruption actions to ensure achievement of compliance with the policy set.
6. The Company shall formulate and continuing develops its anti-corruption measurement in accordance with the related laws and the principles of moral. Risk assessment shall conduct on activities that are related or at risk for corruption and the results are to use in preparing the operating guidelines or manual for all related parties.
7. The Company shall provide knowledge of anti-corruption to The Board of Directors, The Management and employees to promote integrity, honesty and the responsibility in fulfilling their duties, and to show The Company's commitment.
8. The Company shall has in place the mechanisms for its transparency and accuracy of financial report and realized its importance in distribution the knowledge and to make clear understanding to others whose duties are related to The Company or may have impact to The Company.
9. The Company shall provide variety of communication channels for employees and stakeholders to raise concerns and report of suspicious circumstances with confidence of being protected from punishment, unfair transfer or harassment in any ways, and appointed person(s) to investigate and monitor the complaints.

Giving and Receiving upon Gifts, Presents or others Benefits

Polley: The Company has no policy to Give and Receive gifts in all respects as well as cash in term of reciprocal to our business partners. Some allowance to grant those gifts or entertainments be only for some special occasion or traditional season and for good manner to keep customers and suppliers good relationship.

Those exceptional allowance must be followed strictly criteria as following:

- 1) Must be under traditional or good practical that be generally accepted.
- 2) Must be appropriate timely and occasionally.
- 3) Must not be conflicted to law, regulation or Company policy subject to conflict of interests.

The Company has published this to customers, partners, direct and indirect suppliers, including domestic and overseas partners, to acknowledge this policy.

Potential Interests and Conflicts of Interest

The Company prioritizes operating the business with consideration of the benefits of all stakeholders and has identified practical guidelines on conflicts of interest to ensure that business operations are fair, transparent, and verifiable. They are to be held as the duties of all directors, executives, and staff members of all levels, including related parties or those engaged in relationships, to avoid getting involved in having potential interests or actions that may constitute potential conflicts of interest, which may cause the Company to be at a disadvantage or diminish the work effectiveness. In case that such actions cannot be avoided, the responsible department will supervise the transaction in question to make sure it is transparent, clear and is executed for the Company's utmost benefits as follows:

1. Avoid making transactions related to oneself that may constitute conflicts of interest with the Company.
2. Refrain from operating the business that competes with the Company, becoming a partner, a shareholder with decision-making authority, a director or an executive in the business that competes with the Company.
3. Refrain from getting involved in making transactions with a contract partner who has a relation with oneself, such as a family member, close relative, close acquaintance, or that in which one is an owner or a partner. If making inter-related transactions for the Company's benefits is necessary, such transaction is to be treated as if it is done with an external party. In this regard, the Company's directors or staff members having potential conflicts of interest in such transaction are prohibited from making an approval.
4. Never seek benefits for oneself and related parties by using internal information that has not been disclosed or confidential information to disclose to the public.
5. Never use the documents or information obtained from one's being a director or staff member of the Company to operate the business that competes with or is related to the Company.
6. In case there is a transaction that may lead to conflicts of interest with the Company, one must report to one's supervisor immediately.

Respect for and Compliance with Relevant Rules and Regulations

The Company highly respect and comply with relevant rules, laws and regulation prevailing in every place it enter for business. Its employees thus must respect the laws, refraining from any activities that violate the laws and conduct themselves properly in good practices, as follow:

1. The Company will conduct business legally order declaring the whole of the relevant the regulations companies and public sector.
2. The Company encourages the directors, executives and staff members to abide by and comply with the relevant laws, regulations and rules.
3. Acknowledge and understand the duty and responsibility for observance of laws and the regulations.
4. Review compliance with relevant laws, rule and regulations; coordinate, promote and ensure regular observance.

5. Ensure to comply with laws, rules and regulations of the countries which the Company investor or operates a business and all employees are advised to respect the good traditions and cultures of such locally as well.

Exercising Social and Political Rights

Political Support and Political Aid Policies: The Company has prescribed political support and political aid policies as part of the Business Code of Conduct. The policies emphasize on the respect for the administration under the democratic system and political neutrality. They encourage staff members of all levels to exercise their political rights on the legal basis of being good citizens. Staff members are required not to provide financial aid, properties, rights, or any other benefits as a political aid, both directly or indirectly, to any politicians or political parties, including politicians' representatives for the Company's interests, unless they serve to support the democratic procedures that can be carried out lawfully.

Handling of Information and Properties

Personal Data Protection Policy: The Company collects, utilizes, stores, and discloses personal data from the data subjects, focusing greatly on the accuracy, comprehensiveness and currentness of the data acquired through lawful and fair means. The Company only stores the data where necessary to provide services via electronic transactions, as well as execution in other areas according to the scope of authority and objectives of the Company's business operations that comply with the laws only. The Company hereby notifies the data subjects and asks for consent prior to collect, utilize, and disclose such personal data, unless otherwise required by laws and other cases as identified in the Personal Data Protection Policy, with the following practices:

1. Collect, utilize, and disclose personal data only where necessary and ensure it aligns with the laws, with primary consideration of the data subject's rights. Legal reasons are required to accommodate such actions, for instance, the data is required to meet contractual obligations, or that the data subject's consent is a pre-requisite to proceed.
2. Store personal data safely in accordance with the legal standard to prevent potential loss, damage and getting processed unlawfully.
3. Destroy personal data that is no longer necessary or has expired in storage or make such data unidentifiable of the data subject.
4. Be careful of negligence and facilitate the data subject to exercise their legal rights.

Non-violation of Intellectual Property Rights Policy: Employees must protect and guard the Company's intellectual properties, respecting and not violating those intellectual properties or others' copyrights. The Company does not encourage or provide support both directly and indirectly the use of any softwares that violate other people's intellectual properties. Employees are prohibited from any courses of actions that violate intellectual properties of the Company and/or proceeding with actions that are deemed wrong in accordance with the Computer Crimes Act and relevant laws. As the following guidelines:

1. Companies commercial interests. It is considered "Trade Secret" as confidential or may be in the format of contract or any other agreement of the Company without opening revealed to others or copied without permission including not disclose to others or act in any manner. This will cause damage to the Company.

2. The Company will not conduct business with no infringe upon the intellectual property or rights of others.
3. The operating results under their duties as hold the intellectual property of the company.
4. After employment termination must be deliver such intellectual property to the Company whether the data stored in any format.
5. Employee use of company computers must be used under permission of the copyright owner software and allowed to be used, to prevent the abuse of intellectual property.
6. Bringing the rights of third parties or which has been or is to be used within the company will have to check be sure will not infringe the intellectual property rights of others.

Internal Information Utilization and Securities Trading Policy: The Company regulates that information disclosure must be executed based on accuracy, transparency, verifiability. They must be sufficient, timely and coherent with the laws in an equal manner, both for significant financial and non-financial information. The internal information utilization policy has therefore been prescribed among directors, executives, and employees in using the Company's internal information that has not yet been disclosed to the public to seek one's own benefits or that of others, both directly and indirectly. The practical guidelines are as follows:

1. It is regulated that the Company's directors and executives are required to prepare reports on changes of one's securities ownership, including that of spouses and children who have not attained legal age within 3 working days after the purchase, selling, transfer or receiving of securities, according to the Securities and Exchange Act Section 59 to the Securities and Exchange Commission and the Stock Exchange of Thailand, using means regulated by the SEC.
2. Directors, executives and staff members who are aware of the Company's internal information must keep it strictly confidential and not disclose it to the public or seek benefits by trading such securities for oneself or for benefits of others both directly and indirectly, regardless of whether or not the benefits are obtained from doing so.
3. Directors, executives and staff members or those who are associated with the internal information are prohibited from buying or purchasing the Company's securities during the 30-day blackout period prior to the disclosure of the quarterly and annual financial statements or internal information to the public, and during the 24-hour period after the financial statement or internal information is disclosed to the public and has been notified to the Stock Exchange of Thailand, and other periods as identified by the Company.
4. Directors, executives and staff members, those who are associated with the internal information and staff members who already resigned are prohibited from disclosing the internal information or the Company's confidential information, as well as partners' confidential information that one is aware of from performing duties to seek benefits for outsiders or other companies in which one is a shareholder, director, executive or staff member, even though such disclosure is not going to cause any adverse impact on the Company and the Company's partners. The exception applies to when the information is required by law to be disclosed.

5. With regards to the safety of the information system, the Company controls and/or prevents access to the Company's information from outsiders and allows rights of access to the information to different levels of staff members, based on authorized duties and responsibilities.
6. Directors, executives and staff members, notify the board (via company secretary) regarding the trading of the company's shares at least 1 day in advance of trading and report the result to the Board of Directors within 3 days after the transaction date.

Data and Information Disclosure Policy: The Company prioritizes the importance of information disclosure to shareholders and investors in an accurate, comprehensive, sufficient, and timely manner to ensure every individual can have equal access to the information. As a listed company in the mai stock market, it is mandatory to comply with the information disclosure regulations in a timely manner and effectively handle the information that may affect securities price that cannot be disclosed (“internal information”). Such information may impact the price or value of the Company's securities or may influence investors' decisions or changes in the Company's securities prices.

This policy is part of Phol Dhanya PCL's Corporate Governance Policy, which takes effect upon the directors, executives and staff members of the Company, including subsidiaries, authorized spokespersons, authorized personnel and other individuals in the Company.

This policy covers the disclosure of information submitted to the Stock Exchange of Thailand (SET), the Office of Securities and Exchange Commission (SEC) and relevant rules and regulations, the disclosure of financial and non-financial information, management discussion and analyses (MD&A), messages appeared in the Annual Report or Quarterly Report, press conferences, press statements or presentation media by top-level executives, including the information disclosed on the Company's website or through printed media and other electronic media.

This policy also encompasses provisions of verbal information in meetings, phone conversations with analysts and investors, interviews with the mass media, press conferences and remote conferences.

This policy does not cover the provision of information related to public relations, sales promotion, promotions related to products and services or other activities that support normal business operations. The practical guidelines are as follows:

1. The disclosure of information that may have impact on the Company must be carried out by the person with designated authorization on such matter, unless allowed otherwise by the person with the authority to disclose such information.
2. For the disclosure of information that has not yet been shared with the public, the authorized person must do so with care, accuracy, comprehensiveness and in a timely manner. One must ensure that all groups of stakeholders receive the information sufficiently and equally.
3. The disclosure of other information should be executed on the basis of truth and must not bear the intention of causing others to misunderstand the facts.

Confidential Data Protection Policy

Policy: Business information, internal information, or insights, including the information acquired from stakeholders related to performance of duties such as customers, partners, alliances, suppliers/service providers, are deemed as internal information used for business operations. It is treated as the Company's

confidential information and the storage of such information is taken seriously to prevent any individuals from seeking inappropriate interests, with the following practices:

1. Protect the Company's confidential information, and that of customers, partners, stakeholders related to performance of duties, as well as staff members or individuals related to the Company.
2. Never disclose the information without authority that may cause damage to the Company, customers, partners or stakeholders, and may result in the legal obligations upon the directors, executives, staff members or the Company.
3. Never request for, receive, or utilize the information for competition, through means that are unlawful or against the Code of Conduct.
4. The Company's confidential information must be stored, recorded, transported, or forwarded with care and safety to prevent leakages or losses.
5. The awareness of confidential information protection is to be fostered among staff members.

Information Technology System Utilization and Security Policy

The Company is aware of the importance of appropriately utilizing electronic information, information technology system, computer and network systems, and that they are secure and safe, being able to support the Company's business operations in a continuous manner. The systems are used properly in accordance with the regulations and laws on computer crimes and other relevant laws. This also serves as preventive measures for potential threats that may cause damage to the Company. It is held as all employees' mutual responsibilities to comply with the policies and regulations in using the information technology as prescribed. They are tasked with a duty to protect and preserve the information from being infringed or disseminated without permission. The practical guidelines are as follows:

1. Use electronic equipment and information or information technology for the benefits of the Company only.
2. Not use electronic equipment and information or information technology to access into non-appropriate, non-ethical or unknown websites which may cause a harm including the dissemination of information via the internet to other people.
3. Not to be used their own business objective or others related benefit involved with political and partisan.
4. Employees with privileged access to content electronic mail of others act upon the approval of the authorities only.
5. Employees shall not unlawfully access the computer system with specific access prevention Measure and measure it not for themselves.
6. Employees should not know the prevention access to a computer that others do more Specially and take such measures to prohibit wrongful disclosure of which would damages cause to others.
7. Prohibited any wrongful act that way of electronic means to get into the trap of others who are being sent to the computer system and computer data is not intended to public interest.
8. Do not send electronic mail to any third party computer information or by concealment or disguise sourcing of the transmission of such information as to interfere with some else's computer generally happy.

9. Prohibited act with any that is likely to cause damage to computer data or electronically Relating to the security of the country, public safety computer data or an act that is intended for public use.
10. Prohibit the import of counterfeit computer data into computer system, whether in whole or in part, or false computer data. Manner that is likely to cause damage to others.
11. The Company has the right to inspect the use of electronic equipment and information and technology information such as sending and receiving and storing of the information without permission.

Prevention of Money Laundering

Policy: The Company adheres to the criteria and laws related to money laundering, and has prescribed that directors, executives and staff members must not receive or convert the properties, or endorse the receipt, transfer or conversion of properties related to wrongdoing, to prevent any individuals from using the Company as a channel or tool for transferring or concealing the source of unlawfully acquired properties, with the following practices:

1. Prior to making transactions with the contract partner, one must ensure that the fund is acquired from lawful sources.
2. Never transfer the money to unknown accounts or receive the transfers of money from unusual sources, especially from countries that are not related to the transaction.
3. In case of witnessing unusual transactions, one must report to the supervisor immediately.

Conduct of Directors and Employees

Conduct of Directors

Directors shall conduct themselves in the way consistent with the Company's business morality. Directors shall always realize that their conducts are not only obligations and responsibilities towards the Company and shareholders, but also obligations and responsibilities towards customers and other stakeholders. Therefore, public interest of such persons is an utmost consideration. As such, directors shall be responsible for their own conducts, as follow:-

1. Director conducts their functions to meet the regulatory objectives and the Articles of Association and resolutions of the shareholders' meeting.
2. Director shall be manage their duty of care, integrity, transparency and accountability for all stakeholders' benefit both present and future prospect as well as maintain a good image of the company.
3. Director shall perform their duty honesty in the company business operations. It's business independently of management and benefits' group and no personal gain involved in the business both directly and indirectly.
4. Director shall be administered strictly with integrity regardless of political sympathies or within political and neutralization.
5. Director has no interest in affairs that are competitive with the company either directly or indirectly.
6. Director shall be managed to avoiding personal's conflicts of interest of the company for the administration effectively regarding above benefits, including;
 - (1) Non beneficial interest from the work whether direct or indirect.
 - (2) Not use confidential information of the Company in the wrongful and not disclose confidential information or documents regarding to retirement from the Company.
 - (3) Not be a director of business competitors of the company.
 - (4) No benefit or interest of the company contract.
 - (5) Not receipt and assets or other benefits of any act contrary to the interests of the company for personal and family entertainment herein no other ticket/gift ticket offers leisure accommodation deals to endorse or personal preference etc.
7. Director shall be working in full capacity adherence to moral integrity to ensure maximum benefit to shareholders and treats all stakeholders fairly.
8. Director and family must not be a shareholder or receive such benefits from the competition or any entity including a trader / seller who may have a conflict of interest with the company. However, in case of the shares of the company or such persons is a listed company at SET considered that the buying shares of such listed companies or investment fund, is not a benefit to the contrary as long as that does not affect the company performance.
9. Director did not act in a manner which in the administration and management in other companies that have undermined the interests of the Company or benefit any person or entity whether for the benefit of themselves or others.

Conduct of Employees

Conduct of employees is a guideline for personal conducts that complements regulations, rules, orders, and announcements of the group of Phol Dhanya Public Company Limited. It aims to help all employees to work effectively in a pleasant working environment, develop and strengthen teamwork culture, create satisfaction to stakeholders while keeping in mind equitability and honesty in business conducts and in interactions with colleagues; the Company, supervisors and subordinates, guidelines as follow:-

Employee Practice:

1. Employee shall comply with the rules and regulations in the company's operation by strictly.
2. Employee shall perform their duties with honesty and perseverance diligently to strengthen their knowledge as knowledge and improve better performance to benefits of employees and the company.
3. Employee shall have the positive attitude toward the company respect obey and follow the command of their superiors according to the policy and regulations of the company.
4. Employee shall perform their duties with the knowledge, ability and performance comply the responsibility of position standard.
5. Employee shall act under the moral good tradition, vices behavior ignores prejudice all types of drugs never pretended to be in debt cumbersome, no autism in gambling of all types or any act which is likely to affect the performance or reputation of the person and the company.
6. Employee shall adhere to ethical moral and must not seek a reward or other benefit wrongfully as or from any other person.
7. Employee must not engage in any occupation or profession or any act which is likely to affect the performance or reputation of the person and the company.
8. Employee shall avoid financial obligations to individuals who do business with the company or the employees themselves. This includes the lending or borrowing, claims through the use of cheque in exchange for cash contributions to share with the exception of activities for charitable and public purposes only.

Treating Colleagues:

1. Employee have solidarity with each other to the generous help to benefit the public. Not cause conflicts which will lead damage to the other person and the company.
2. Employee shall treat colleagues with great hospitable politeness sincere respect and honor each other. Good interpersonal skills to be able to adjust their work with other people and do not conceal the information required for the performance of their colleagues.
3. Employee honored others without the contributions of others to impersonate their work.
4. Supervisors conduct to be respected and a good example of a subordinate.
5. Supervisors treat subordinates with respect.
6. Subordinate to listen and follow instructions of supervisors and practitioners across the supervisors themselves. Unless his superior to the commander.

7. Employee shall avoid the information used or stories of other employees in regards to performance and personal to reveal or criticism in a way that will cause harm to employees or collective image of the company.
8. Not take any immoral action to employee.
9. Not commit any sexual harassment against another employee such action by causing a nuisance or caused erosion of morale in the work environment is hostile or aggressive, including interference performance of other employees without reason such behaviors include courtship, indecent assault or sexual harassment whether it be verbal or physical.
10. Employee shall avoid and receiving the gift is more worth or to yield or biases either to the employee against another employee with superiors and subordinates.

Treatment their duty to the Company

1. Employee discipline and conduct of the Company's rules, good traditions whether written or not.
2. Employee shall perform their duties, honesty and loyalty to the company, not take any action causing damage to the image and reputation of the company with interest of the company is important.
3. Employee shall maintain the confidentiality of the Company should not disseminate innovation, both material and ideas which will affect the damage to the company and should not use information obtained from the work to their own benefit.
4. Employee cares the company's benefits and assets to maintain leverage fully save them from damage or decay consumes wasted prematurely and must not be used for personal gain.
5. Employee shall perform their duties with commitment, good attitude, shares responsibility to take action to achieve objectives. In order to adhere to the policy, quality management, safety, health and environment at work by strictly adhere to and abide by the policies, rules, regulations and guidelines set forth in such matters.
6. Employee not be involved in the action or any action that might conceal a conflict of interest with the Company or may not be on duty in justice or participated in covering and action that is illegal.
7. Employee shall not use the authority to seek personal gain. Allies, or others business or compete with both direct and indirect may causing damage to the company.
8. Employee is not entitled to a financial conflict of interest with clients or partners, whether as an owner, partner, shareholder, director or consultant debtor which a conflict of interest must disclose to superiors known.

Treatment to Superior and Subordinate

1. Listen to the instruction their superior and practitioners across.
2. Treating subordinates with mercy and justice, care and development the subordinate to make significant progress in the knowledge transfer always support, training, development to their knowledge and experience.
3. Acknowledge comments or suggestion of his / her subordinated to applied the beneficially work.

Internal Control/Internal Audit/Risk Management/Accounting and Financial Reports

The Company is determined to create added value and sustainably enhance the security of the business in accordance with the good corporate governance principles. To this end, policies have been established to create an efficient internal control and audit system of international standards. This will allow the company to manage risks at the appropriate level and handle key risks without affecting the achievement of company objectives. Together with a good monitor and evaluation system, a regular review of operational systems and preparation of evaluation system, a regular review of operational systems and preparation of correct, complete and credible accounting and financial reports as required by the laws, the confidence of shareholders and investors of the company can be maintained.

Internal Control/Internal Audit/Risk Management**1. The Board of Director/Audit Committee/Risk Management and Sustainability Oversight**

Committee: Must be reviewed the internal control systems, risk management and report to ensure that the Shareholders acknowledge.

2. Management: Must be established internal control and risk management of the Group of Company as effectiveness to ensure that the Company has complied regulations and related laws.

3. Internal Audit:

3.1 Be responsible for the review Assessment of Internal Control support the Good Governance, Control and Risk Management.

3.2 To suggest appropriate control measures, the operations that help add value to the organization and appropriate to the environment and changing in risk factors.

4. All Employee: Must compliance with the rules, command and internal control system of the Company's group "Phol Dhanya PCL."

Financial Statements and Accounting Report

1. Preparation financial reports are accurate, complete, timely and reliable in accordance with financial reporting standards. No distortion or create false, whether any purpose.
2. Business transactions record of the Company must be correct, complete and verifiable without any limitations or exceptions.
3. The business transaction shall be consistent and in accordance with regulations, requirements of the Company's group including the evidence attachment sheet for sufficient and recording transactions to be completely in timely basis.
4. The accuracy of financial reporting and accounting is the joint responsibility of the Board of Directors, Management and Staff whose are responsible for financial and accounting matters.
5. All employee who are responsible the transaction of business transactions and/or other items of business shall be response the financial and accounting matters.
6. Compliance with laws, regulations standards and regulations strictly under the Company's group, correctly.
7. Uphold honesty without any bias to the record-keeping and preparation of financial reports and the account is in good faith.

Protection and Relief of the Rights of Informants Complainants or Collaborators to Report any Violation or Non-Compliant with the Code

The complainant or collaborator for the fact finding activities shall be given protection under the criteria regarding the protection and fair treatment to complainants or collaborators for the fact finding beneficial to the Company in relation to fraud, noncompliance with the laws or regulations issued by governmental bodies and offence or noncompliance with rules, Articles of Association or Ethics of the Company as follows:

1. Complainants or collaborators can seek to remain anonymous if he/she feels that the revelation may cause any harm or damage. However, if the name is revealed, the Company can keep them informed of the progress, clarify the matter and take remedy action more easily and quickly.
2. The Company will keep all the related information in confidential and can only be assessed as necessary to protect the complainants, source of information or related persons.
3. In case the complainant feels that there may be harm or damage or trouble to them, they may ask the Company to take measures to protect them as appropriate or the Company may establish measures to protect the complainant without any request if it sees that damage or trouble or harm is likely.
4. The person suffering damage or trouble as a result shall be given appropriate and fair relief assistance.

Guideline for the Compensation of Stakeholders affected by Violation of Rights

The Company has a guideline for the protection of rights of stakeholders who are affected by the violation of rights by the conduct of business of the Company's group/ Compensation of amount not lower than that required by the law will be considered.

Define a Disciplinary

The Company's Business Code of Conduct discipline is one which Director, Top management and all employee must be maintain strictly compliance and the employees who wouldn't comply will be considered in violation of disciplinary the company's rules.

In case where Management and Employee conduct themselves in a manner that constitutes a conflict of interest with the Company. An action to determine by the Company's management structure and regulations be considered as preliminary concludes his/her superiors and reporting to the each task top management to consider and determine the guilt and the penalty as appropriate.

But if a conflict occurred and caused severe damage to the company is huge may not be in the authorized decision shall be subject to the Executive Committee to determine and impose the right conclusions.



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