

Whistleblowing Regulation



Compliance Office

December 13, 2018



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**Part 1 General Provision****Chapter 1 General Purpose**

The purpose of this regulation is to provide guideline to all stakeholders includes all employees of EASY BUY Public Company Limited (“the Company”) to combat internal Misconduct.

Chapter 2 Basic Principles

- 2.1 This Regulation is consistent with the Company’s Ethics and Code of Business Conduct and the Corporate Governance Policy.
- 2.2 The misconduct or any other dishonest activities of a similar nature will not be tolerated. In addition, these will be investigated and followed up by the application of all remedies available within the full extent of the law.
- 2.3 Appropriate prevention and detection controls will be applied. These include the controls and checking mechanisms as prescribed in existing policies, procedures, and systems of internal control.
- 2.4 All superior-levels are responsible for the detection investigation and prevention of misconducts or any dishonest activities of a similar nature, within their areas of responsibility including giving advisory to their subordinates when they require consultation.
- 2.5 The Company aims to reassure stakeholders and employees that there is a safe alternative to being silent, by providing protection against victimization to those who speak up when they see something going wrong.

Chapter 3 Scope of Regulation

The Company’s stakeholders and all employees have responsibility to report all incidents of misconducts or any other dishonest activities of a similar nature to the Company through the whistleblowing Channels.

Chapter 4 Definitions

Term	Definition
Evaluation Committee	The Sub-Committee of the company which consists members follow the Meeting Regulations and Responsibilities of Evaluation Committee and have responsibilities to evaluate the Whistleblowing and consider punishment to employee.
Investigation Team	A working group which consists of the Heads of Internal Audit Department, Personnel Management Department, Legal Office and Compliance Office including assignment person from Executive Officer or Chief Executive Officer. The Investigation Team will preliminary screen and consider/investigate the facts regarding the incoming reports of the incident.
Executives	A person who takes a position of Executive Vice-President up including Chief Executive Officer.
Executives in charge	Executive of Compliance Office and/or assigned Executives by Chief Executive Officer.
Superior	Employee who is higher in rank in accordance with the ordinary



	reporting process.
Employees	Persons who are engaged on the Company's business within the Company's organizations, directly or indirectly under supervision of the Company. This term includes staff working under an employment relationship (full-time staff, contract workers, part-timers, etc.), as well as dispatched employees.
Stakeholders	Directors, executives, employees, shareholders, customers creditors, business partners, competitors, social and environment, government sectors and etc., in accordance with the definition of the Company's Corporate Governance Policy and the Ethics and Code of Business Conduct.
Misconduct	Any act which is illegal or violates the Company's Regulations, including the Corporate Governance Policy and the Ethics and Code of Business Conduct.
Whistleblower	Person who exposed misconduct occurring in the Company. Whistleblowers can be the company's stakeholders according to the definition of the Corporate Governance Policy and the Ethics and Code of Business Conduct.
Whistleblowing	A process by which stakeholders, employees or other individuals can raise a concern about serious misconduct within the Company.
Whistleblowing Channel	The Channel that is designed for stakeholders, employees or other individuals can report misconduct free from victimization or repercussions.
Abuse of privileged information	This involves the use of privileged information and knowledge that a staff possess as a result of his or her office to provide unfair advantage to another person or entity to obtain a benefit, or to accrue a benefit to him or herself.
Bribery	Bribery involves the promise, offering or giving of a benefit that improperly affects the actions or decisions of public servants. This benefit may accrue to the public servant, another person or an entity. A variation of this manifestation occurs where a political party or government is offered, promised or given a benefit that improperly affects the actions or decisions of the political party or government.
Conflict of interest	This involves a staff acting or failing to act on a matter where the staff has an interest or another person or entity that stands in a relationship with the staff has an interest.
Fraud	This involves actions or omission, including a misrepresentation, which misleads, or attempts to mislead, a party in order to obtain, directly or indirectly, a financial or other benefit or to avoid an obligation such as Corruption, Embezzlement or Falsifying Financial Statement etc.
Corruption	Misuse of entrusted power for the private gain within agencies, companies or organizations such as bribery made to the



	government officer as the facilitating payment. etc.
Embezzlement	This involves theft of resources by persons entrusted with the authority and control of such resources.
Favoritism/Discrimination	This involves the use or not use of the resources under a staff's authority according to personal affection or disaffection (for example; ethics or religion) of that staff.
Power Harassment	An act by an employee using his or her position of seniority or relationship with a co-worker which causes such co-worker mental or physical stress or a degradation of the working environment beyond the appropriate scope of the company's business.
Sexual Harassment	Physical and Verbal behavior involves sexual nature into abuse, threatening or molestation which the other party refuses or undesirable and lead to the working environment uncomfortable, tense and hostile uncomfortable.

Chapter 5 Reference Document

- 5.1 Anti-Corruption Policy
- 5.2 Authorization Rules
- 5.3 Regulations for Administration of Internal Rules and Regulations
- 5.4 Ethics and Code of Business Conduct
- 5.5 Compliance Regulation
- 5.6 Anti-Bribery Regulation
- 5.7 Entertainment and Gift Regulations
- 5.8 Meeting Regulations and Responsibilities of Evaluation Committee

Chapter 2 Whistleblowing System

Chapter 6 Process

6.1 Whistleblowing Process

- (1) Whistleblowers who are stakeholders can disclose their identity or can be anonymous and directly notify or report incidents of misconduct to the Whistleblowing Channels.

The Company encourages Whistleblowers to disclose their identity and give clearly information and evidence concerning any misconduct.

In cases of an anonymous report, the Investigation Team will check the clarity of information and the reasonable evidence. The following will not be accepted:

- (1.1) reports which do not contain sufficient details or description to initiate an investigation; and
 - (1.2) reports that are under the responsibilities or a just consideration by related department according to internal rules and regulations such as Irregular Case or Violation of Labor Law, unless additional significant details regarding the Report has been submitted.
- (2) Investigation Team report the misconduct information as notified among the team through e-mail or meeting as deem necessary within 3 working days of received date from the Whistleblower.



- (3) Head of Compliance Office or assigned person will organize the meeting by inviting all members of Investigation Team and head of related department in order to screen, investigate and evaluate the Facts together until finding the facts and conclusions.
- (4) The Investigation Team will propose investigation facts in hand and conclusion result to Executives in charge for consideration and any suggestion before proposing to the Evaluation Committee to make decision and judgment.
- (5) Investigation timeframe provided for the Investigation Team and the Evaluation Committee should be within 30 working days of received date from the Whistleblower and may be able to extend the investigation period further depending on sufficient facts and evidences in each case.
- (6) After closing the case, the Investigation Team will inform Head of Corporate Planning and Coordination Department to record as an irregular case report.
- (7) If any members of Investigation Team get involved with an act of misconduct, which is reported by the Whistleblower. Chief Executive Officer will have to assign another person to take responsibility for.
- (8) In case levels of Department Head and/or Management is notified or reported any incident of misconduct by the Whistleblower, the Evaluation Committee may consider to assign a special investigation team's members to perform and act as per the Accountability of Investigation Team.
- (9) Any person who commits violation or reports the false events that breaks the Company's Work Rules and Regulations from Personnel Management Department, the Evaluation Committee then will consider punishment following the defined rules or related laws.

6.2 Whistle Blowing Channels

- (1) E-mail : speakup@easybuy.co.th

The Company's employees can send e-mail to speakup@easybuy.co.th. The message will be automatically sent to the Heads of Internal Audit Department, Personnel Management Department, Legal Office and Compliance Office.

- (2) E-mail : ceomailbox@easybuy.co.th

The Company's employees can send e-mail to ceomailbox@easybuy.co.th. The message will be automatically send to Chief Executive Officer (CEO).After that CEO will assign Executives in charge or another Executive Officer to receive the incident case.

- (3) Telephone; Direct-Line

Direct-Line is provided for the Company's employees to make call and leave message to report the incident or for calling back. The Whistleblower can make choice of Male or Female listener. The authorized listener will be kept password separately to access the leave message and keep log of the report.



(4) Letter to “Independent Director”

Whistleblowers can notify or report the misconduct incident to “Independent Director” by sending letter to the Headquarters’ Address. Head of Internal Audit Department shall receive this letter.

(5) E-mail : whistleblowing@easybuy.co.th

External whistleblowers can send e-mail to whistleblowing@easybuy.co.th. The message will be automatically send to Heads of Internal Audit Department, Personnel Management Department, Legal Office and Compliance Office.

Whistleblowers include the Company’s employees can use “Whistleblowing Form” that is posted in the Intranet and EASY BUY Website by fill-in detail of misconduct incident and send to the Company through the Whistleblowing Channels of e-mails and/or postal mails.

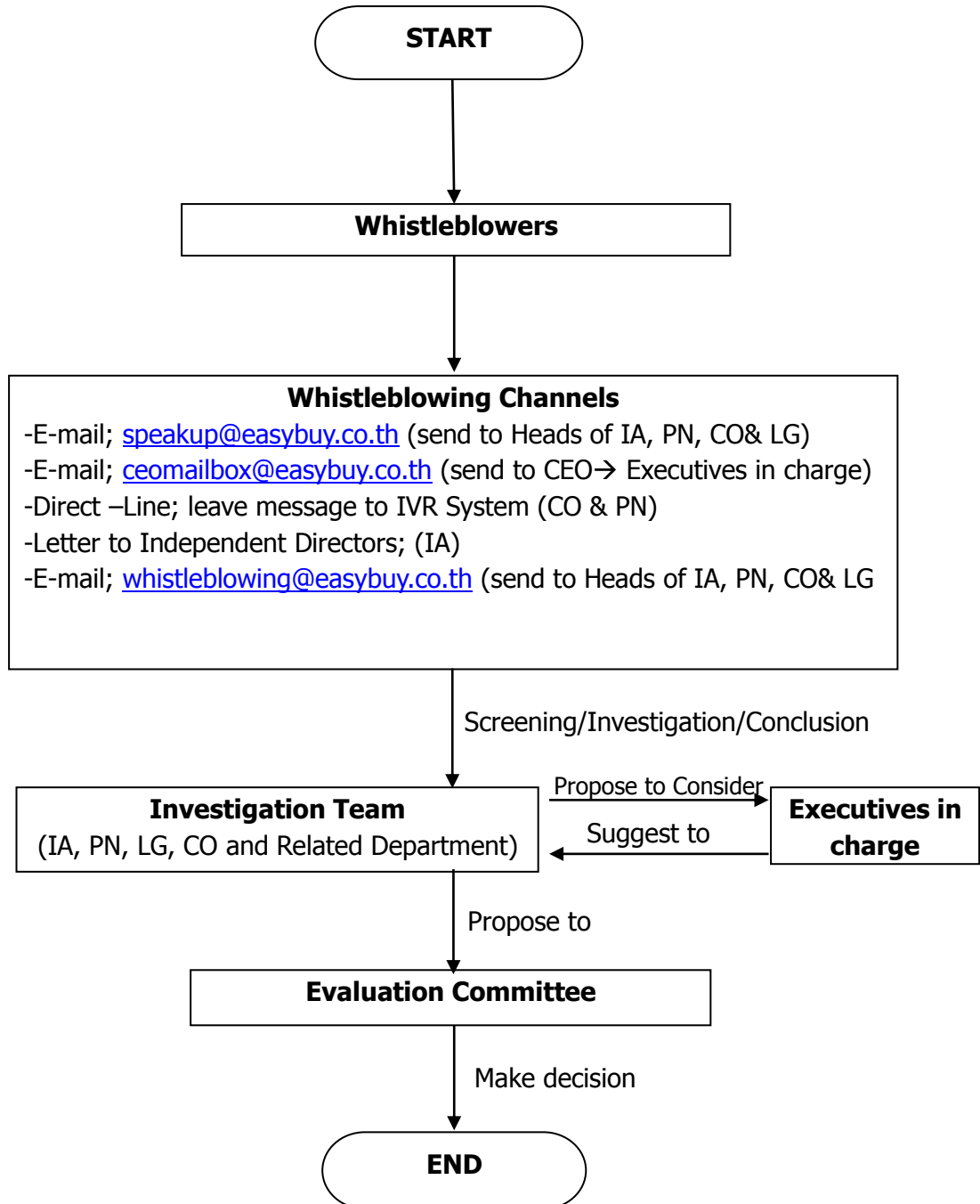
All reported incidents that have been filled in “Whistleblowing Form” will be controlled and kept at Compliance Office.

6.3 Protection of Whistleblowers

Any disclosure made in good faith for reporting is considered a protected disclosure under this regulation. Disclosure of identity of the stakeholders who reported the serious malpractice will be subject to the stakeholder’s prior consent except for such disclosure has to be made to the police or concerned government agent. Stakeholders include the Company’s employees making a protected disclosure is protected from victimization on the basis of the disclosure.

Stakeholder, who suspects or reports suspected dishonest activity or such activity which he or she has witnessed, should be afforded the opportunity to remain anonymous should he or she so require. Superiors should discourage employees from making allegations which are false and made with malicious intentions. Where such malicious or false allegations are discovered, Any person who made the allegations must be subjected to the Company’s disciplinary action or related laws.

Chapter 7 Workflow





Chapter 8 Roles and responsibilities

8.1 Investigation Team

- 8.1.1 Perform as a Center of Whistleblowing Channel
- 8.1.2 Preliminary screens the incoming report of situations from the Whistleblower by considering the likelihood and impact of the reported situation.
- 8.1.3 Consider facts and evidences from the Whistleblower, related department head and/or related person.
- 8.1.4 In some circumstance, the Investigation Team may gather more facts by indirect investigating.
- 8.1.5 Head of Compliance Office or assigned person takes minutes and propose conclusion result and next action to the Executives in charge.
- 8.1.6 Assigned person as an Evaluation Committee secretary propose the conclusion and punishment to Evaluation Committee.

8.2 Executives in charge

- 8.2.1 Consider the fact and evidence, in case of the Whistleblowing case was informed via Whistleblowing Channels
- 8.2.2 Consider and provide suggestion to the case before the Investigation Team proposes the fact, evidence and conclusion to Evaluation Committee.

8.3 Head of Related Department

- 8.3.1 Support the Investigation Team by investigating other facts and evidences for misconduct incident.
- 8.3.2 Participate in meeting(s) of the Investigation Team when it is required in order to submit and inform the facts of misconduct incident that related with his/her department in charge.

8.4 Evaluation Committee

- 8.4.1 Consider and make decision on various issues relating to employees and/or internal control system.
- 8.4.2 Able to assign a special investigation team's members in case Department Head and/or Management is reported by the Whistleblower involving with incidents of misconduct.



Chapter 9 Documentation

1. Indicators of Fraud and Corruption

The following are indicators that could be an indication of the potential existence of fraud and corruption:

Indicators that individuals may be susceptible to committing fraud

- Unusually high personal debts
- Living beyond one's means
- Excessive gambling habits
- Alcohol / drug problems
- Undue family or peer pressure to succeed
- Feeling of being underpaid
- Feeling of insufficient recognition for job performance
- Close association with suppliers
- Wheeler-dealer attitude
- Desire to "beat the system"
- Criminal record
- Not taking vacations
- Not allowing someone access to area of responsibility
- Undisclosed conflict of interest.

Indicators of opportunities to commit fraud

- Rapid turnover of key employees through resignation or dismissal
- Dishonest and dominant management
- Inadequate training programs
- Complex business structures
- No effective internal audit function
- Continuous problems with regulatory agencies and
- Large year-end and unusual accounting transactions.



2. Whistleblowing Form

Whistleblowing Form

No.WF...../20.....

Written on.....

1. Specify location, date (dd/mm/yy) and time of situation.

Location.....

Date..... Time.....

2. Specify concerned persons that were in the situation.

2.1 Full name of person(s) who committed fraud or corruption.

1..... 2.....

.....

2.2 Full name of witness/observer(s).

1..... 2.....

3..... 4.....

5..... 6.....

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3. Specify or explain the happening situation.

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4. Specify any concerned documents or evidences that can be used for investigation.

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5. Please specify your personal information (is not required as your optional) and available telephone number. Company will keep your information as top secret and will only disclose as deem necessity.

Full Name.....Employee Code.....

Department.....Telephone No.....

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***** Thank you for blowing the whistle *****



Appendix

Amendment or Abolition of This Regulation

Amendment Revision or abolition of this Regulation shall be proposed by the Head of Compliance Office and then approved by Audit Committee and Board of Directors in according to the company's Authorization Rules.

Periodic review of this regulation

This regulation shall be annually reviewed from the effective date. In addition, this regulation may be reviewed at any time, if an important issue is found or pointed out and it is therefore necessary to revise or abolish this regulation.

Date of Enforcement

This regulation shall become effective on December 15, 2018