



Sea Oil Public Company Limited

Anti-Corruption Policy

Document no.: PY-SEA-018

Revision no.: B

Effective Date: 10 November 2016

Approver: The Board of Directors no.8/2016

Sea Oil Public Company Limited (the “Company”) shall strive to operate its business in a way which demonstrates its compliance with ethical and good corporate governance standards by upholding the principles of good governance as well as code of conduct and business ethics; displaying responsibility toward the society, the environment and every group of stakeholders; and conducting business in transparent, fair and verifiable manner. The Company therefore joined “Private Sector Collective Action Coalition Against Corruption (CAC)” to demonstrate its clear intention and commitment in fighting against all forms of corruption, including establishing clear Anti-Corruption Policy and related practice as follow:

1. Definition

Corruption means a behavior in which one performs or refuses to perform the assigned duties or misuses ones position or power to dishonestly or unlawfully seek any types of personal interests such as offering or accepting bribery, proposing an offering, promising or agreeing to give, demanding or accepting money, assets or other inappropriate benefits from government officers, government sectors, private sectors or any other related parties so that such person could proceed or disregard his/her function in order to acquire the business or achieve any improper benefits in business transactions with the exception of the cases in which it is permitted by law, regulation, statement, standard, custom or business tradition.

2. Roles and Responsibilities

2.1 The Board of Directors is responsible for determining the policy and ensuring that an effective system existed in supporting anti-corruption within the organization to ensure that anti-corruption mindset has been developed and cultivated as part of the Company’s culture among every member of the organization.

2.2 The Audit Committee is responsible for revising financial and accounting reports, internal control system, internal audit system and risk management system to ensure they are appropriate and effective, including overseeing any whistleblowing concerning an act of corruption committed by any member within the organization, participating in the investigation procedure and reporting to the Board of Directors in order jointly seek proper disciplinary action or solution.

2.3 Corporate Governance Committee is responsible for giving advice and monitoring corporate compliance with the defined Corporate Governance Policy, Code of Business Ethics as well as Anti-Corruption Policy and related measures.

2.4 Risk Management Committee is responsible for conducting risk assessment relating to corruptions, including determining preventive measures to minimize corruption-related risks which shall further be presented to the Audit Committee and Corporate Governance Committee.

2.5 The Executive Committee, Managing Director and the Management are responsible for implementing the defined Anti-Corruption Policy by determining an effective system for supporting such policy as well as communicating with the employees and related parties, including reviewing the appropriateness of the system and related measures to ensure they are consistent with the current changes in business, regulation, standard and law.

3. Anti-Corruption Policy and Related Practice

The Company shall not tolerate any forms of corruption and shall be applicable to all businesses and transactions in every country worldwide and every relevant function. The Board of Directors, the Management and employees of Sea Oil Public Company Limited including subsidiaries must strictly comply with the defined Anti-Corruption Policy and are prohibited from being involved with any forms of corruption either directly or indirectly.

3.1 No staff shall behave in a way which demonstrates clear intention of committing an act of corruption, offering or accepting bribery from government or private sectors or relevant stakeholders in order to acquire or maintain the business or competitive advantages or for personal interests or interests of any related parties.

3.2 No staff shall be negligent or ignorant toward any act of corruption involved directly with the Company and must notify their supervisors or responsible person and provide full cooperation during investigation.

3.3 The Company shall ensure fairness and protection of all staffs that deny or report corruption cases to Company as specified in the Protection Policy for appellants or whistleblowers.

3.4 Any act of corruption shall be considered as equivalent to misconduct against the Company's Code of Conduct and shall be liable to disciplinary actions as per the Company's rules and regulation. Legal punishment may also be enforced if such act is a legal violation.

3.5 The Company recognizes the importance of communicating and building knowledge and understanding among those involved in or affected by the Company's business operations regarding compliance with the defined Anti-Corruption Policy.

3.6 The Company constantly ensures that appropriate and efficient audit procedure and internal control system existed within the organization in order to prevent corruptions.

3.7 The Company has developed human resource management system which clearly demonstrates its commitment in fighting against corruptions starting from recruitment, training, performance evaluation to remuneration and promotion processes.

3.8 To stress the attention on processes which incur high risk of corruption, the Board of Directors, the Management and employees of every level must conform carefully in the following course of actions:

3.8.1 Political Contributions

Political contributions mean to give support in a form of money, items and/or participate in certain activities, including encouraging the employees to be involved in political activities on behalf of the Company in order to acquire business advantages. The following guideline of practice has therefore been developed:

- 1) The Company shall operate its business with political neutrality by avoid supporting or acting in favor of any political party in particular.
- 2) The Company shall not provide financial support or items to any political parties, politicians or candidates of any political party to gain business benefits.
- 3) All employees shall have the right to participate in political activities as stated in the Constitution of Thailand but shall not make any claims of being the Company's staff or use the Company's assets, equipment or tools for the benefits of their political activities. Employees involved in any political activities must make sure that their actions will not mislead others to think that the Company is assisting or acting in favor of any political parties.

3.8.2 Donation and Sponsorships

1) Donation in a form financial aid or others such as knowledge or time sharing, etc. can be carried out by the Company as part of corporate social activity, including public relations and building good organizational image without expecting any business benefits.

2) Sponsorship either in a form of money or property for any activity or project must be transparent and in compliance with stipulated laws and must only identify the name of the Company. All sponsorships must be approved according to the Company's regulation and must not have a hidden purpose of commercial advantages by confirming that such transaction shall not be claimed as bribery.

All sponsorships must be given to support only those activities with business goals or for the Company's good image and can be done in various forms such as sponsorship for cultural activities, social and environmental activities or education and sports activities.

3.8.3 Gift and Entertainment

The Company recognizes that building good relationship with business alliance is essential to driving continuous business success for the Company. Hence, following guideline of practice has been developed:

- 1) The directors, executives and employees of the Company are allowed to offer gifts and entertainment to business alliance under the following conditions:
 - (1) Such act must not be done in a manner which aims to influence or reward any persons in order to gain inappropriate or hidden benefits or assistance.
 - (2) Must abide by relevant laws, including regulations and requirements specified by the Company.
 - (3) Must be given in the name of the Company only and transparently.
 - (4) Must be of appropriate type and value. For instance, no gifts or entertainment should be given to government officials, employees or relevant agencies during bidding process.
 - (5) Appropriate for the situation. For instance, gifts can be given during special holiday season as it is customary.
- 2) The Board of Directors, the Management and employees of the Company are allowed to accept gifts or any other benefits given as part of special holiday season or traditional practice as long as the value of the gift does not exceed 3,000 Baht and must not be in cash or cash equivalents such as gift voucher. In the event it is unavoidable to accept such gift or benefit, the receiver must immediately notify their supervisor and prepare a gift acceptance and handover report to be submitted to the Company's Administrative and Secretary Office in order to be used in rewarding the employees on special holiday seasons or making public donation as deemed appropriate.

4. Measures and Communication Channels for Whistleblowing/Complaints

The Company has determined measures for whistleblowing or raising complaints concerning any misconduct done by any director, executive or employee within the organization that is in violation of the laws, Code of Business Ethics or any behavior that may lead to corruptions. Various channels of communication have been provided so that the employees and stakeholders can conveniently and appropriately report incidents or raise complaints with the Company. The whistleblower or complainant must notify the details of the incident or complaint including their contact address and phone number through the provided channel.

4.1 The Company has arranged several communication channels for whistleblowing / complaints concerning corruption as follow:

- **Postal mail**

For Attention of the Chairman of the Board of Directors or the Chairman of Audit Committee

SEA OIL PUBLIC COMPANY LIMITED

88 Soi Bangna-Trad 30, Bangna-Trad Road, Bangna, Bangkok 10260

- **E-mail**

- The Chairman of Audit Committee: ruth@banomyong.com
- The Chairman of Corporate Governance Committee / Independent Director /
A Member of Audit Committee: pongandeat@hotmail.com
- Independent Director / Member of Audit Committee: drwit777@gmail.com
- Compliance and Company Secretary Office: compliance@seaoilthailand.com

- **The Company's website:** www.seaoilthailand.com

- **Suggestion / comments / complaints box available within the Company.**

4.2 The Company has developed and implemented personal information protection measure in order to protect the whistleblowers and informants. Under such measure, the Company shall not disclose the identity, address or any other information pertaining to the whistleblower or informant and shall treat such information as confidential and only authorized persons involved in the investigation procedure can have access to such information. In the event there has a been a report of an act of corruption by an executive or top management, the Audit Committee shall be responsible for ensuring the protection of the whistleblower or complainant, including the witnesses and informants throughout investigation period so that they are safe from any danger, harm or mistreatment due to whistleblowing or raising a complaint or being a witness or for disclosing any information. Any person authorized to be responsible for such matter must strictly maintain the confidentiality of all relevant information and documentation concerning the complainant and informant and must not disclose such information to any irrelevant parties unless it is required by law.

5. Investigation Procedure and Disciplinary Action

5.1 After having received whistleblowing, the Audit Committee shall either assign the Internal Auditor or appoint an Investigation Committee to conduct an investigation and verification of factual information and periodically notify the investigation results to the whistleblower or complainant.

5.2 In the event that the information or evidence provided has led to believe, based on reasonable grounds, that the accused did committed an act of corruption once the investigation and verification process have been

completed, the accused shall be notified of the accusation and shall be entitled to defend himself/herself by providing additional information or evidence to prove that he/she has never been involved in such misconduct.

5.3 If the accused has been proven to have committed such act of corruption, he/she is considered to be in violation of the Company's Anti-Corruption Policy and Code of Business Ethics and shall be liable to disciplinary actions as per the Company's regulation regardless of his/her position. If such action is found to be in violation of the law, the accused must also be liable to legal punishment. The enforced disciplinary actions according to the Company's rules and regulations and the decision of the Audit Committee shall be considered as final. The Company has no policy to demote or punish or mistreat any employee who denies corruption even though it may cause the Company to lose business opportunity.

6. Trainings and Communication

6.1 The Company regularly communicates and disseminates Anti-Corruption Policy and provides various channels for reporting whistleblowing/complaints and notifying members within the organization such as through orientation session for directors and new employees, annual training or seminar, bulletin board announcements, intranet, e-mail, the Company's website, etc. to ensure that every member within the organization understands, agrees and strictly complies with the defined Anti-Corruption Policy and measures.

6.2 The Company regularly communicates and disseminates Anti-Corruption Policy including channels for reporting whistleblowing/complaints among the general public, subsidiaries, joint ventures, business representatives, relevant business partners and stakeholders via the Company's website, Annual Report, Annual Registration Statement, etc. in order to establish proper understanding and encourage them to uphold the Company's corporate social responsibility commitment in respect to anti-corruptions.