

# **Code of Conduct and Business Ethics**



**THAI AUTO TOOLS AND DIE PUBLIC COMPANY LIMITED**

**("The Company")**



บริษัท ไทย ออโต้ ทูลส์ แอนด์ ดาย จำกัด (มหาชน)

[www.thaiautotools.co.th](http://www.thaiautotools.co.th)

THAI AUTO TOOLS AND DIE PUBLIC COMPANY LIMITED

45/6, 45/9 หมู่ 11 ตำบลคูบางหลวง อำเภอลาดหลุมแก้ว จังหวัดปทุมธานี 12140 โทร.02-598-3876-9 แฟกซ์. 02-598-3874

45/6, 45/9 MOO11 KUBANGLUANG, LATLUMKAE0, PATHUMTHANI 12140 TEL.02-598-3876-9 FAX. 02-598-3874

## Message from the Chairman

Thai Auto Tools and Die Public Company Limited (“**the Company**”) is a leader in design and manufacturing of tools such as metal stamping dies, assembly jigs, checking fixtures, and automotive parts for leading automobile manufacturers by using modern production technology and incorporating international standard production systems into the manufacturing processes to give customers confidence and trust in long-term business partnerships.

The Company has developed these Code of Conduct and Business Ethics to serve as a handbook for all directors, executives, and employees. They are meant to provide practice guidelines in accordance with the principles of good corporate governance and the business ethics in order to promote the Company's efficiency in business operations and ensure transparency, honesty, integrity, accountability, and compliance with applicable laws and regulations.

On behalf of the Board of Directors, we sincerely hope that all directors, executives, and employees will understand and comply with this Business Code of Conduct to help develop the Company into a transparent organization that earns the trust of all stakeholders and thus enable the Company to conduct business with integrity and achieve sustainable growth.

- *Dr. Damri Sukhotanang* -

Dr. Damri Sukhotanang

Chairman of the Board of Directors



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## Code of Conduct and Business Ethics

The Board of Directors of the Group intends to conduct business in accordance with the principles of good corporate governance by committing to anti-corruption, transparent business operation, integrity, ethics, responsibility to shareholders, stakeholders and all other related parties. As such, the Board of Directors has created the Company's Code of Conduct and Business Ethics to serve as a guideline for promoting oversight of the Group's businesses to ensure transparency and create confidence in shareholders, investors, stakeholders and all other related parties, which will lead to growth and lasting business stability.

The Board of Directors will review the Code of Conduct and Business Ethics regularly every year in order to ensure suitability and consistency with the prevailing business environment, as well as to monitor and ensure strict compliance. It is considered a duty of the Board of Directors, executives, employees and supporting staff and the workers of contractors to adopt the aforementioned principles in the Group's operations.



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## **Part 1 General**

### **Vision**

To be one of Asia's leading designers and manufacturers of tools, dies and auto parts, utilizing advance technology and highly skilled staff.

### **Business Philosophy**

Growing together sustainably.

### **Company Motto**

Outstanding unity, emphasizing human development, training in technology, visionary, safe practices, and care for quality.

### **Company Policy**

Strive to manufacture quality products and services, make on-time deliveries, offer reasonable prices and make continuous improvements to meet customer needs and satisfaction.

### **Principles of Business Operations**

The main policies of the organization that are strictly adhered to are S, Q, C, D, E, which means production that takes into account safety, good quality, reasonable cost, on-time delivery and responsibility towards society and the environment.

### **Core Values**

The Company operates on the basis of good corporate governance and the Code of Conduct while adhering to honesty and transparency, fairness and verifiability, and promotes the Company's personnel and supply chain to strictly comply with the anti-corruption policy.



## **Part 2**

### **Business Ethics**

The Group will conduct and ensure that executives and officers involved in the Group's business operations adhere to the following business ethics:

1. Conduct business with honesty and integrity and along with social responsibility, both legally and ethically, and with a commitment to doing good for individuals, communities, society, and the environment.
2. Conduct business in strict accordance with the Group's regulations, good corporate governance policies and related regulations.
3. Treat customers fairly in terms of products and services by producing quality products and services that meet customer standards and requirements.
4. Conduct business with a standardized and well-controlled operating system, using full knowledge and expertise with caution, while strictly adhering to relevant regulations.
5. Do not disclose customer information learned through business operations, except when disclosing under legal obligations.
6. Allow customers to file complaints about imperfections and defects in products and services and take action to correct the imperfections and defects that customers complain about.
7. Provide customers with accurate and complete information about the Group's products and services and do not mislead them.
8. Fairly comply with all agreements and conditions with customers. If any agreement or condition cannot be complied with, immediately inform the customer to find a mutual solution.



## Code of Conduct and Practices for Executives and Employees

The Group has established a the Code of Conduct and practices for executives and employees to adhere to as follows:

### 1. Code of Conduct for Executives

Executives mean employees who have subordinates. In addition, executives must comply with the entire Code of Conduct as employees of the Group. Executives must have good practices to promote good management. As supervisors of employees, they must also lead and be role models in good behavior for employees in general. Therefore, the following guidelines for executives have been established:

- **Executives' Treatment of Shareholders**

Executives must perform their duties with honesty, integrity, caution, diligence, and foresight , and make decisions for the maximum benefit of shareholders and fairness to both major and minor shareholders. They must not seek personal or group benefits from information about the organization that has not yet been disclosed to the public and must not disclose the organization's confidential information to outsiders, including not taking any action that may cause a conflict of interest.

- **Executives' Treatment of Employees**

Executives must treat employees fairly, support their potential for advancement, and enhance their work efficiency. They must also foster an understanding of the Code of Conduct they must adhere to. They must provide appropriate compensation and benefits, treat employees with integrity, listen to their opinions and suggestions with reason, and establish a clear human resource management system for appointing, transferring, rewarding, and disciplining employees. This system must be implemented with integrity and based on employees' knowledge, abilities, and suitability. They must prioritize training, develop their potential, and promote employee advancement, in addition to providing employees with opportunities to pursue other careers.

- **Executives' Treatment of Customers**

Executives must treat customers fairly by taking necessary actions to enable the Group to produce quality products and services at reasonable prices that are acceptable to customers, in accordance with industry practices, including compliance with the terms of contracts and agreements that the Group has entered into with the customers. In addition, the management must take necessary steps to maintain and conceal customers' information, including trade information, by keeping it confidential and must not disclose the customers' information and secrets to unrelated third parties, unless required by law to do so, including disclosure for the purpose of litigation.



- **Executives' Treatment of Business Partners**

Executives must treat business partners fairly, not demand or accept any unfair benefits from them. If any conditions cannot be met, they must notify the business partner in advance to seek mutual solutions.

- **Executives' Treatment of Competitors**

Executives must treat competitors within the framework of fair competition rules and not seek competitors' confidential information through dishonest means.

- **Executives' Treatment of Society and Environment**

Executives must implement or control compliance with relevant laws and regulations and be socially responsible, including cooperating, assisting, supporting, and volunteering in activities that benefit the community and society.

## **2. Code of Conduct for Employees**

To enhance good and efficient work, employees of the Group should adhere to the following practice guidelines:

- Employees will perform their duties with honesty, integrity, diligence and perseverance, and will improve their work efficiency for the benefit of themselves and the Group .
- Employees will strictly comply with the rules and work regulations of the Group.
- Employees will respect and obey supervisors who give orders in accordance with the Group's policies and regulations.
- Employees will be united and supportive of one another, and should not cause conflicts that would lead to damage to other persons and the Group .
- Employees will respect and honor each other's rights and avoid disclosing or criticizing information or stories about others, both work-related and personal, in any manner that would cause damage to both employees and the Group.



- Employees will not use their positions or benefits from their work to seek personal or group benefits or conduct business that competes with the Group.
- Employees will treat customers and business partners with honesty and equality.
- Employees will strictly maintain the confidentiality of customers, business partners and the organization.
- Employees will promptly report any matters known to their supervisors when they may affect the operations or reputation of the Group.
- Employees will maintain the good condition of the benefits and assets of the Group to allow for full and economical use, preventing waste, damage, or premature deterioration.

#### **Terms and Conditions for Transactions of Directors, Executives and Related Persons**

The Group has an important policy that prohibits directors, executives, and other related persons from taking advantage of their positions as directors, executives, and other related persons for personal gain. Therefore, the Group has established the following practice guidelines for directors, executives, and other related persons:

- Avoid conducting transactions related to the self that may cause conflicts of interest with the Group.
- In the event that such a transaction is necessary for the benefit of the Group, such transaction must be made on an arm's length basis as if it were a transaction conducted with an outsider. Directors, executives or other related persons who have an interest in the transaction must not be involved in the consideration and approval of the transaction.
- In the event that a transaction falls under the category of a related party transaction under the announcement of the Securities and Exchange Commission of Thailand, it is necessary to strictly comply with the rules, procedures and information disclosures for related party transactions of listed companies, according to the procedure as follows:
  1. In cases of transactions that are commercial agreements of the same nature as a reasonable person would conduct with a general contracting party in the same situation, with commercial bargaining power that is free from the influence of the person's status as a director, executive or related person, depending on the case, the approval of the principles and the amount of the transaction must be requested from the Board of Directors or in accordance with the principles already approved by the Board of Directors. In addition, a summary report of transactions must be prepared in accordance with the principles approved by the Board of Directors to report at the Board of Directors' meeting every quarter.





2. In the event that a transaction falls under the category of a related party transaction that does not conform to the normal trading characteristics in Clause 1), prior to the transaction, it is necessary to request approval for the transaction from the Company's Board of Directors' meeting and/or the Company's shareholders' meeting on a case-by-case basis.

### **Important Policies and Monitoring to Ensure Implementation**

- **Internal Control and Internal Audit Policy**

The Group places importance on establishing an efficient and effective internal control system. The Board of Directors and the executives have a direct duty and responsibility to provide and maintain an internal control system, including regularly reviewing the effectiveness of the internal control system in order to protect shareholders' investments and the assets of the Group. Internal control will cover financial control, operations, supervision of operations to comply with relevant laws and regulations, and risk management. The internal control system that the Group has established will enable the Group to have reasonable confidence in achieving its objectives and goals regarding accurate and reliable financial and information reporting systems, which cover the following topics:

1. Compliance with the regulations, policies and work processes of the Group and related laws.
2. Ensuring that the Group's assets are real and well controlled, managed, stored and maintained.
3. Ensuring that the Group's operations are efficient and use resources economically.
4. Ensuring that the Group's objectives and strategies are achieved and implemented effectively.
5. There must be a systematic internal audit by an independent external auditing agency that is established to assess and oversee the performance of various areas and report directly to the Audit Committee.



- **Risk Management Policy**

The Group has established a systematic risk management policy for the entire organization by creating policies, establishing systems and assessing various risks, both those arising from external factors and from management and operations within the organization. This includes setting guidelines for managing and maintaining risks to an acceptable level and communicating to employees to create awareness of the importance of risk management through the risk management process of the Group, as summarized as follows:

- 1. Specification of Risk Management Policies and Criteria**

This is the determination of policies, objectives, scope, responsibilities, criteria and risk management guidelines to be consistent with strategies, goals, plans and business directions, which the Group will review regularly and will be implemented simultaneously with business plans to ensure consistency.

- 2. Risk Identification**

This is the identification of risks that may affect the achievement of objectives and goals by considering risks arising from internal and external factors such as the environment, laws, finance, information system, decision-making information systems, investor satisfaction, investment management, human resources, reputation and image, security systems, etc. Accordingly, the Group manages risks by prioritizing risks before considering the control system. If a risk is high or very high, the management team will analyze the risk first in order to manage it.

- 3. Risk Analysis and Assessment**

This is analysis to assess the level of remaining risk after evaluating the existing control system and risk prioritization. If the remaining risk remains at a high or very high level, risk management measures must be established immediately by the responsible senior executives. If the remaining risk is at a medium or low level, management measures must be established at the department level or work processes must be corrected.

- 4. Risk Management**

This is the process for developing plans to manage important risks as prioritized during risk analysis. Risk management can be done in many ways, including controlling, transferring, avoiding, exploiting, or accepting risks.



## 5. Monitoring and Review

This is the process of monitoring the results of risk management according to the specified plans, including evaluating the results of risk management, which the risk management working group will monitor and report to senior executives, the Risk Management Committee, and the Audit Committee for acknowledgement.

### • Anti-Corruption Policy

The Group places importance on anti-corruption measures to foster awareness and encourage all employees to perform their duties with transparency and to refrain from engaging in corruption for any reason. This is based on the principles and key practices of the Group's anti-corruption policy as follows:

1. All directors, executives, employees and workers of the Group must not support or accept any form of corruption, whether direct or indirect, from individuals and legal entities conducting business with the Group.
2. To ensure clarity in the procedures regarding gifts, presents, receptions and expenses, these procedures must be in accordance with the Group's regulations, with consideration given to the necessity of each transaction, the transaction size and approval according to the chain of command.
3. Charitable donations, sponsorships or political contributions must not be used as a pretext for bribery.
4. For business relationships and procurement, all directors, executives, employees and workers of the Group are prohibited from giving or receiving bribes in any type of business dealings with business partners, contractors, government agencies or any agency that conducts business with the Group. Business relationships and procurement must be conducted transparently and in accordance with the relevant laws and contracts, including compliance and adherence to industry practices.
5. The Group's employees will not neglect or be indifferent when they encounter any acts that may constitute corruption related to the Group. They must notify their supervisors or responsible persons and cooperate in fact-finding investigations as specified in the Complaint and Whistleblowing Policy.



6. The Group will provide fairness and protection to employees who refuse to engage in or who report corruption related to the Group. The Group will provide fairness and protection to complainants and those who cooperate in reporting anti-corruption activities. The names of employees who refuse to engage in or who report corruption will not be disclosed. All related information will be kept confidential, with consideration to security, and measures will be established to protect employees who file complaints and/or report information and/or cooperate in fact-finding investigations related to complaints.
7. Those who commit corruption are considered to have committed an act that violates the Company's Code of Conduct and will be subject to disciplinary action in accordance with established regulations and may face legal penalties if such action is illegal.
8. The Group will establish an adequate and appropriate internal control system to prevent fraud, corruption and operations that do not comply with the principles of good corporate governance.
9. Communication channels are provided for employees and stakeholders to be informed of the anti-corruption policy and to report clues, complaints, and suggestions to the Group through the designated channels for fact-finding investigations according to the process and for corrections and improvements.

- **Accounting and Financial Policies**

The Group places importance on preparing accounting and financial reports that are accurate, complete, truthful, timely and reasonable for presentation to executives, shareholders, government agencies and other relevant parties. Therefore, is required that personnel at all levels strictly comply with the various procedures related to accounting, finance, and internal control systems, including the Group's accounting and finance regulations and generally accepted accounting principles, in accordance with the following principles:

1. Recording of all business transactions must be accurate, complete, and verifiable, without limitations or exceptions to the recording of transactions in accordance with accepted accounting standards and relevant laws. There must be complete and appropriate supporting documentation for recording business transactions.
2. All accounting and financial transactions must be accurate and clear, contain sufficient material information, and disclose important information appropriately, in accordance with generally accepted standards and in accordance with the Group's financial and accounting regulations. All employees must be aware of the accuracy of accounting and financial transactions, which is the shared responsibility of the Board of Directors, executives, and employees responsible for business transactions at various stages.



- **Information Disclosure Policy**

The Group stipulates that the Board of Directors and the management has a duty to disclose information, both financial information and other information, in a complete, accurate, sufficient, reliable and timely manner without misleading users, and in accordance with legal requirements, to ensure that the Company's shareholders receive equal information. The Group's information will be prepared carefully, clearly, concisely and in an easily understood and transparent manner, and both positive and negative information must be disclosed regularly with care taken to avoid confusion about the facts.

- **Compliance Policy**

Personnel at all levels must comply with regulations and requirements under relevant laws, both domestic and/or international, and before undertaking any work that may be subject to legal requirements, they must exercise caution, conduct a thorough review, and complete an inspection process conducted by a responsible person to ensure compliance with relevant laws.

- **Information Technology Policy**

The Group has a policy requiring employees and related operators to efficiently use information technology systems, which include data communication networks, software systems used for operations and data processing, computers with peripherals, data files and information belonging to the Group, without violating the law or relevant acts, with adequate security standards for business benefits and effectiveness. Thus, the Group has specified the following practice guidelines:

1. Implement information technology systems in all aspects of work along with developing the Group's personnel to have up-to-date knowledge and skills.
2. Employees must adopt information technology systems to support the business operations of the Group and must not do so for personal gain or in violation of ethics and morality.
3. The owners of information recorded and disseminated through information technology systems have the responsibility of ensuring that no illegal acts or violations against third parties occur.
4. Use legal and up-to-standard software.



5. The implementation of information technology systems require prior approval and must comply with established regulations.
6. Data owners will protect their information technology systems and business-critical data from external access, theft and vandalism to ensure the continuity of the Group's businesses.
7. The persons responsible for the overall information technology systems assigned to them have the duty to establish measures to control and protect the information technology systems to ensure stability and security, and to ensure that all personnel strictly adhere to the regulations.

- **Policy Compliance Monitoring**

The Group has established that it is the duty and responsibility of all directors, executives, and employees to be aware of, understand, and strictly adhere to the Group's policies and procedures. Executives at all levels within the organization are responsible for ensuring that their subordinates are fully aware of and seriously adhere to the Group's policies and procedures. Any director, executive, or employee who violates these principles will be subject to disciplinary action. Any action believed to violate the law, rules, and regulations of the government will be referred to government officials for further action.

If employees have any doubts and/or suspect that there has been a violation of the Code of Conduct and/or witness any illegal acts and/or violations of the Group's policies and work principles, they may file a complaint directly verbally or in writing to the Board of Directors, the Audit Committee, the Risk Management Committee, or the Company Secretary through the specified channels. The Group will then conduct an investigation without disclosing the name of the whistleblower in order to protect the potential impact on the whistleblower. In doing so, the Board of Directors and the Audit Committee will investigate the information or facts as reported or complained and present them to the Board of Directors for consideration, acknowledgement and further appropriate actions.



## Part 3 Business Ethics

### Definition and Meaning

Business ethics refers to good business practices that adhere to the Group's business philosophy. They set the standards of conduct that the Board of Directors, executives, and all employees of the Group will follow in conducting business, such that they are implemented in a unified manner under the framework of equality, honesty, and justice.

#### 1. Anti-Corruption Policy

The Board of Directors is committed to conducting business with honesty, integrity, and fairness, while adhering to responsibility for society and all stakeholders. The Board of Directors also strictly adheres to the corporate governance policy, business ethics, and work practices of the Group to ensure that the Group's directors, executives, and employees act as good citizens of society and the nation. Thus, the Board of Directors has deemed appropriate to establish an anti-corruption policy for all activities of the Group as follows:

1. Directors, executives and employees of the Group must not support or accept any form of corruption, whether directly and indirectly, by persons conducting business with the Group.
2. This policy covers directors, executives, employees, business partners, customers and all stakeholders. The Company will review its practices and requirements for this matter to ensure they are in line with changes in business, regulations, rules and legal requirements.

#### 1.1 Guidelines

- 1.1.1 This anti-corruption policy covers all activities related to the Group's operations. Directors, executives, and employees of the Group must comply with the Anti-Corruption Policy and the Code of Conduct and must not engage in any form of corruption, whether directly or indirectly.
- 1.1.2 To ensure clarity in the implementation of corruption risk measures, directors, executives and employees of the Group at all levels must perform their duties with caution in matters such as the following:



- Gifts, presents, receptions and expenses: The giving/receiving of gifts, presents, receptions and expenses will be appropriate in accordance with the regulations and guidelines for business operations of the Group.
- Charitable donations, political donations or contributions: The giving/receiving of political donations, solicitations, contributions or political assistance must be transparent and legal, while ensuring confidence that the donations or contributions are not used as a pretext for bribery.
- Business Relationships and Procurement: Do not give/receive bribes in any type of business dealings with business partners, contract partners, government agencies, or agencies that conduct business with the Group. Dealings must be carried out transparently and in accordance with the relevant laws.

- 1.1.3 Employees of the Group will not neglect or be indifferent when they encounter any acts that may be considered corruption related to the Group and must inform the supervisor or responsible person and cooperate in the investigation of the facts. If there are any doubts or questions, the individuals are to consult their supervisor or the person assigned to be responsible for monitoring compliance with the Code of Conduct through the various specified channels.
- 1.1.4 The Group will provide fairness and protection to employees who reject or who report corruption-related matters involving the Group by implementing measures to protect complainants or those who cooperate in reporting corruption, as stipulated in the whistleblower policy.
- 1.1.5 Those who commit corruption are committing unethical acts and will be subject to disciplinary action in accordance with the regulations set by the Group and will be punished according to the law if the act is illegal.
- 1.1.6 The Group recognizes the importance of dissemination and provision of knowledge and understanding to other persons who must perform duties related to the Group, including stakeholders of the Group, in matters that require compliance in accordance with this anti-corruption policy
- 1.1.7 The Group is committed to creating and developing an organizational culture that will empower its employees to behave as good citizens of society and the nation.





## 2. Employee/Stakeholder Protection and Fairness Policy

The Group provides channels for employees/stakeholders to submit opinions or suggestions or to report any corruption or non-compliance with the law, along with measures to protect and provide fairness to complainants, without revealing their names in any way. The related information will be kept confidential, with consideration to safety and established measures to protect employees who file complaints and/or informants and/or cooperators in fact-finding arising out of complaints.

### 2.1 Persons Eligible to File Complaints

- 2.1.1 Stakeholders or those who witness actions that violate the law, rules, regulations of the Group, or the Group's Code of Conduct, regardless of whether they are internal or external persons.
- 2.1.2 Employees who are harassed, threatened, subjected to disciplinary action, including salary deductions, work suspensions and work dismissals, or who are unfairly discriminated against based on employment conditions resulting from the fact that they filed complaints, reported information or will report information, or assisted in the investigation process, or gathered facts for complainants, including the filing of a lawsuit, or being a witness, giving testimony, or providing any cooperation to the court or government agency.

### 2.2 Complaint Reporting Methods and Channels

Complainants can file a complaint in writing to any complaint recipient, which includes the Audit Committee, Risk Management Committee, and the Board of Directors, as well as work supervisors and the Company Secretary, through the following channels:

- 2.2.1 Telephone : 02-25983876-9
- 2.2.2 Email : [tatg\\_cac@thaiautotools.co.th](mailto:tatg_cac@thaiautotools.co.th)
- 2.2.3 Postal Service : Chairman of the Audit Committee or Managing Director or Human Resources and Administration Manager,  
Thai Auto Tools and Die Public Company Limited (TAT)  
45/6, 45/9 Village No. 11, Khu Bang Luang Sub-district, Lat Lum Kaeo District, Pathum Thani Province 12140.
- 2.2.4 Company Website : [www.thaiautotools.co.th](http://www.thaiautotools.co.th), under the "Contact Us" section.



In the event that a complainant or whistleblower chooses to remain anonymous, they must provide sufficient facts or evidence demonstrating reasonable grounds to believe that an action has violated the law, regulations, rules, or Code of Conduct of the Group. Complaint and whistleblowing information will be treated with the strictest level of confidentiality, and complainants and whistleblowers may file complaints or report information through more than one channel and are not required to reveal their identity. However, revealing their identity will allow the Group to inform them of the outcome of the investigation or additional details regarding their complaints or reports.

## 2.3 Complaint Handling Process

### 2.3.1 Collection of Facts

The complaint recipient, an assigned agency or an investigative committee that the Company will appoint on a case-per-case basis will collect facts related to the violation or non-compliance with the Code of Conduct.

### 2.3.2 Information Processing and Screening

The complaint recipient, an assigned agency or an investigative committee that the Company will appoint on a case-per-case basis will process and screen information to determine the appropriate steps and methods for dealing with each matter.

### 2.3.3 Action Measures

The complaint recipient will present information to the Audit Committee to determine the facts and set action measures to put an end to the violation or non-compliance with the Code of Conduct and mitigate damage to those affected with consideration to the overall suffering and damage caused.

### 2.3.4 Reporting

The complaint recipient has the duty to report consideration results to the complainants who disclosed themselves. For important matters, the Audit Committee must also report the consideration results to the Board of Directors.



## 2.4 Complainant Protection Measures

The Group has established measures to protect complainants according to the following criteria:

- 2.4.1 Complainants or those cooperating in fact-finding investigations may choose not to reveal their identities if they believe disclosure would pose a safety risk or cause any damage. However, revealing their identities will allow the Group to more easily and quickly report progress, clarify facts, or mitigate damage.
- 2.4.2 The complaint recipient will keep all relevant information confidential, keeping in mind the safety and damage of the complainant, the source of the information, or the relevant persons. The persons responsible for every step must keep the information received as top secret and must not disclose it to any other person. Failure to do so will be considered a disciplinary offense.
- 2.4.3 The Group has established measures to protect complainants and/or informants and/or those who cooperate in fact-finding investigations from unfair practices such as changes in job positions, job descriptions, workplaces, work suspensions, intimidation, work disruptions, or termination due filing complaints.
- 2.4.4 In the event that the complainant or another person who cooperates in a fact-finding investigation believes that he or she may not be safe or may suffer distress or damage, the complainant or the person who cooperates in the fact-finding investigation may request the Company to establish appropriate protection measures, or the Company may establish protection measures for the complainant or person cooperating in the fact-finding investigation without requiring request if it is viewed that it is a matter that is likely to cause distress, damage or danger.
- 2.4.5 Those who suffer from damage will receive remedies through appropriate and fair processes.

## 3. Respect for the Law and International Human Rights Principles

The Group's personnel must strictly comply with international human rights laws and principles. The Group gives priority to providing employees with knowledge and understanding of international human rights laws and principles, such that they can incorporate them into their operations and do not support activities that violate international human rights laws and principles.



#### **4. Political Support and Political Activity**

The Group conducts its business with political neutrality, does not participate in and does not support any political party or any individual with political power. The Group does not use its funds or resources to support, whether directly or indirectly, any political party or politician. The Group recognizes and respects the rights and freedoms of its employees in exercising their political rights, such as in voting in elections.

#### **5. Conflict of Interest Policy**

The Group has a policy that prohibits directors, executives, and employees from using their positions as directors, executives, or employees of the Group to seek personal gain or benefit for others. Therefore, the following guidelines have been established:

- 5.1 Directors, executives and employees must avoid any action that conflicts with the Group's interests, whether arising from contact with the Group's business partners, such as trade partners, customers, competitors, or from using opportunities or information gained from being a director, executive or employee for personal gain, or to conduct business that competes with the Group's businesses, or perform work aside from the Group's work in a manner that would affect the performance of duties.
- 5.2 In the event that a director, executive or employee becomes a director, partner or advisor in another organization, the holding of such positions must not conflict with the interests of the Group and the direct performance of duties in the Group.
- 5.3 In cases where it is necessary to carry out transactions that have or may have a conflict of interest, the Board of Directors will consider each transaction carefully, honestly, reasonably and independently, and for the greatest benefit of the Group, as if conducting the transaction with an outsider with a commercial agreement of the same nature as a reasonable person would conduct with a general contracting party (arm's length basis).
- 5.4 In any meeting where a participant has a conflict of interest, the person with conflict of interest must temporarily leave the meeting to allow the non-conflicted directors to independently consider the matter and ensure that the transaction is fair, transparent, reasonable, and that information is disclosed properly, completely and sufficiently in accordance with relevant requirements and criteria.
- 5.5 Any person who has any interest in the business operations of the Group, whether directly or indirectly, must report his/her interest as follows:



- 5.5.1 All directors, the Chief Executive Officer, the Managing Director, the first four executives after the Managing Director, the Chief Financial Officer, including accounting managers, must prepare a “Directors and Executives’ Interests Report Form” to report to the Company of the interests of themselves or those of persons related to them in the management of the Group’s business, by which it is necessary to immediately make a report when such actions occur as well as make a report within 30 days every time whenever changes occur to the information. In doing so, the information must be submitted to the Company Secretary for storage, and a copy of the report must be submitted to the Chief Executive Officer, the Chairman of the Audit Committee, and the Chairman of the Board of Directors every time.
- 5.5.2 All executives at the management level and employees involved in operations have a duty to report any conflict of interest immediately as soon as such transactions occur by reporting to the Company Secretary.
- 5.6 For the benefit of monitoring and supervising the interests of the Company’s directors and executives or related persons who have interests in the management of the Group in accordance with the Securities and Exchange Act, the Board of Directors has stipulated that information on related party transactions of the Group will be reported at the Audit Committee meeting every quarter.

## **6. Monitoring and Supervision on the Use of Inside Information**

The Group has policies and procedures for taking care of its personnel to prevent the use of non-public information for personal gain as follows:

### **6.1 Confidentiality**

The confidential business information of the Group must be kept safe from being leaked to outsiders. Directors, executives, employees and workers must not disclose such confidential business information to outsiders, especially competitors, even after they have ceased to be directors, executives, employees, and workers of the Group. In addition, directors, executives, employees, and workers must not use opportunities or information gained from working for the Group for personal gain or in conducting business that competes with the Group. They must also not use inside information for their own benefit in trading in the Company’s shares, nor provide inside information to other persons for the benefit of trading in the Company’s shares.

To ensure effective implementation of the above policy, the Group restricts access to information that has not yet been disclosed to the public and/or any confidential information to the highest level of executives by as much as possible and discloses it to the Group’s employees only as necessary for the purpose of performing work, and employees are informed that such information is confidential and has usage restrictions, and those involved are instructed to strictly comply with information security procedures.



## 6.2 Information Disclosures to Third Parties

All information disclosed to the public must be approved by the Chief Executive Officer. The Chief Executive Officer will disclose such information directly or assign an appropriate person to do so. If the information is related to joint investors (if any in the future) or contractual partners of the Group, the provision or disclosure of such information must be approved by the aforementioned parties first. In addition, in the event that an outsider contacts the Group to inquire about information, the Chief Executive Officer or a person the Chief Executive Officer deems appropriate and has appointed answer questions or provide information will respond to such inquiries. The Group's personnel must not answer questions or express opinions to any outside person unless they are required to do so or are assigned to do so. If they are not required to do so in their duties, they are requested to politely decline to express any opinions.

## 6.3 Supervision on the Use of Inside Information

The Company places importance on preventing the use of insider information within the Group. The Company has a policy prohibiting directors, executives, employees and workers from using any information that may affect the price of the Company's securities or information that, if disclosed, would cause damage or disadvantage to the Group. Such information is considered confidential and important information and includes secrets and/or internal information of the Group that has not yet been disclosed to the public, and it must not be disclosed or used to seek benefits for the self or others, whether directly or indirectly, and regardless of whether or not compensation is received. Furthermore, use of inside information to trade the Company's securities is strictly prohibited. Accordingly, the Group has established guidelines to prevent the use of inside information as follows:

- Directors and executives of the Company are educated on their duties to prepare and disclose reports on securities holdings and changes in securities holdings of (a) themselves, (b) their spouses or cohabiting partners, (c) their minor children, and (d) juristic persons in which they, their spouses or cohabiting partners, and their minor children collectively hold more than 30 percent of the total voting rights with such shareholding constituting the largest proportion of such juristic persons, to the Securities and Exchange Commission (SEC) in accordance with Section 59 of the Securities and Exchange Act, the Securities and Exchange Commission Announcement No. SorChor. 38/2561 on the Preparation of Reports on Changes in Securities and Futures Contract Holdings of Directors, Executives, Auditors, Planners, and Plan Administrators, and/or related announcements, including the penalties under Section 275 of the Securities and Exchange Act. In addition, knowledge is provided on reporting of the acquisition or disposal of securities in accordance with Section 246 of the Securities and Exchange Act and the penalty provisions under Section 298 of the Securities and Exchange Act.



- The Company's directors and executives are required to prepare and submit a report on the holding and changes in securities holding of (a) themselves, (b) their spouses or cohabiting partners, (c) their minor children, and (d) juristic persons in which they, their spouses or cohabiting partners, and their minor children collectively hold more than 30 percent of the total voting rights with such shareholding constituting the largest proportion of such juristic persons, in accordance with the form for reporting the holding and changes in securities holding prescribed by the SEC, to the Company Secretary at least one day in advance of their transactions. Furthermore, the aforementioned persons are required to prepare and disclose a report on changes in securities holdings to the SEC within 3 business days from the date of the change via the SEC website, as well as submit a copy of their report to the Company on the same day as the SEC report submission and report to the Board of Directors at the next meeting.
- Directors, executives, employees, and workers of the Group, including persons presumed to have knowledge or possession of inside information under the Securities and Exchange Act, B.E. 2535 (1992) (including amendments), who become aware of material inside information that may or may not affect the price of securities, must refrain from trading the Company's securities for one month prior to the disclosure of the Group's financial statements or such inside information to the public and for 24 hours after such information is made public. Persons involved with such information must not disclose such information to others until it has been reported to the Stock Exchange of Thailand, and any violation of the aforementioned regulations will be considered a disciplinary offense under the Group's work regulations and will be subject to appropriate penalties, ranging from verbal warnings to written warnings, probations, wage deductions, temporary suspension without pay, and even termination. Penalties will be decided upon based on the intent of the action and the seriousness of the offense.
- Directors, executives, employees and workers of the Company's Group, including persons presumed to have knowledge or possession of inside information under the Securities and Exchange Act B.E. 2535 (1992) (including any amendments), are prohibited from using inside information of the Company's Group that has or may affect the price of the Company's securities that has not yet been disclosed to the public, which they have come to their knowledge, for the purpose of buying, selling, offering to buy, offering to sell, or persuading others to buy, sell, offer to buy, or offer to sell, the Company's securities, whether directly or indirectly, and regardless of whether such action is for the benefit of themselves or others or is a disclosure of facts to allow others to do so, regardless of whether they will receive compensation or not.



- The Company stipulates that directors, executives, employees, and workers of the Group must not disclose internal information of the Group and must not use their positions within the Group or use internal information or material information they have learned or become aware of during their work within the Group which has not yet been disclosed to the public to seek improper benefits or disclose it to outsiders for their own or others' benefit, whether directly or indirectly, regardless of whether they will receive compensation or not.
- The Company stipulates that directors, executives, employees and workers of the Group have a duty to comply with the guidelines for the use of inside information under the Securities and Exchange Act, B.E. 2535 (1992) (including any amendments), and other related regulations.
- The Company stipulates that directors, executives, employees, and workers of the Group, or former directors, executives, employees, and workers who have resigned, are responsible for maintaining the confidentiality and/or internal information of the Group, as well as the confidential information of the Group's business partners, which they become aware of while performing their duties, even after they have ceased to perform their duties for Thai Auto Tools Group. They are also prohibited from using the Group's confidentiality and/or internal information, as well as the confidential information of the Group's business partners, for the benefit of other companies, including disclosing it to outsiders, even if the disclosure of such information would not cause any damage to the Group or its business partners.

#### **7. Policy on the Use of Resources, Assets and Intellectual Property (Corporate Assets Policy)**

The Group encourages executives and employees to use properly licensed, patented and trademarked products and services and does not support products or actions that violate intellectual property laws. The Group also places importance on the efficient use of resources and energy to reduce costs and environmental impacts, as well as effectively use the Group's assets to increase competitiveness and provide good service to customers. As such, the following guidelines have been set for executives and employees:





1. Employees have duties and responsibilities in taking care of the assets/resources of the Group to prevent them from deterioration and loss, and they must use assets/resources efficiently to the fullest benefit of the Group and not use assets/resources of the Group for the benefit of themselves or others.
2. Assets/resources of the Group mean both tangible and intangible assets such as movable property, real estate, technologies, academic knowledge, title deeds, patents, copyrights, and other confidential information that is not disclosed to the public, including business plans, financial projections, human resource information, and raw materials and energy such as electricity, water, gas, air, etc., that are used in the manufacturing process.
3. All employees must strictly avoid disclosing or exploiting the Group's confidential information.

## **7.1 Documentation**

- 7.1.1 Documents must be prepared honestly, carefully, and in accordance with established standards.
- 7.1.2 It is prohibited to falsify any books, reports or documents of the Group.

## **7.2 Use of Computers and Information Technology Systems**

- 7.2.1 Computer equipment, information technology systems and various information are considered the assets of the Group. Executives and employees should not use computers and information technology for personal gain.
- 7.2.2 Executives and employees are prohibited from disclosing business information of the Group, including information that the Group has purchased or obtained, regardless of whether or not it is in the Group's information system, or from copying information into personal storage media without permission.
- 7.2.3 Executives and employees are prohibited from changing, copying, deleting, or destroying the Group's information without permission.
- 7.2.4 Executives and employees are prohibited from using illegal software and are strictly forbidden from copying copyrighted software for any reason without the permission of the software manufacturer.
- 7.2.5 Executives and employees are prohibited from modifying hardware devices or installing any devices other than the standard devices installed by the Group, except in situations where permission is granted on a case-by-case basis.



- 7.2.6 Executives and employees are prohibited from using the Group's emails to forward messages that are defamatory, derogatory, or that are obscene, threatening, harassing, or cause annoyance to others.
- 7.2.7 Executives and employees should use the Internet to seek information and knowledge that is beneficial to their work and must avoid websites that are illegal or violate good morals.
- 7.2.8 Executives and employees should use the information technology system and other communication devices provided such as telephones, faxes, and mobile phones, with awareness and responsibility, with primary consideration to the best interest of the Group.
- 7.2.9 Executives and employees are prohibited from unlawfully accessing systems or information that are not authorized or not intended for them.
- 7.2.10 The Group or agencies assigned by the Group reserves the right to inspect the use of assets under the Group's information system as appropriate.

## 8. Stakeholder Policy

### 8.1 Treatment of Shareholders (Shareholder Policy)

The Group recognizes and places importance on treating all shareholders fairly and equally, and takes into account the fundamental rights of shareholders. The Group will conduct business with honesty and integrity to the best of its ability, and will act with fairness towards all shareholders. The Group has a duty to create added value for shareholders in the long term. Therefore, directors, executives and employees must comply with the following guidelines:

- 8.1.1 Perform duties with responsibility, caution, and honesty, based on reasonable decisions on the basis of sufficiency and correctness, without direct or indirect conflict of interest, as well as act honestly for the maximum benefit of the Group, with legitimate and appropriate objectives, and without acting in a way that conflicts with the Group's interests.
- 8.1.2 Comply with the law, the objectives and regulations of the Group, resolutions of the Board of Directors, and resolutions of the Company's shareholders' meeting, and operate in accordance with good corporate governance practices and the Code of Conduct, as well as treat shareholders equally, whether they are major or minor shareholders, for the greatest benefit of the shareholders.



- 8.1.3 Manage and take care of the Group's assets to prevent them from depreciating or being lost unlawfully, and provide an effective internal control system and risk management system.
- 8.1.4 Provide opportunities for shareholders to participate in the governance of the business and express opinions on the business operations under the equal treatment of shareholders.
- 8.1.5 Report the status of the Group regularly, completely and truthfully in a timely manner according to the prevailing situation.
- 8.1.6 Report to shareholders the future trends of the organization, both positive and negative, with sufficient supporting reasons.
- 8.1.7 Provide accurate and factual data, news and information of the Group that is sufficient for decision making to all shareholders equally and in a timely manner.
- 8.1.8 Take care not to let directors, executives and employees seek benefits for themselves and their related persons by providing any information of the Group that has not yet been disclosed to the public or by disclosing confidential information of the Group to outsiders and/or taking any action that may cause a conflict of interest with the Group.
- 8.1.9 Provide channels for reporting clues, dishonest actions, or complaints, covering various channels that are sufficient and appropriate, with a process for responding to complaints, protecting complainants, and reporting the results of actions to complainants in a systematic and fair manner.
- 8.1.10 Provide various channels for disseminating information, including creating a company website for shareholders to conveniently access information.

## 8.2 Treatment of Employees (Employees Policy)

The Group believes that all employees are the organization's most valuable resource. Therefore, the Group focuses on recruiting and retaining personnel who are good, knowledgeable, capable, and ethical, as well as focus on developing the knowledge and potential of personnel to ensure their advancement along with appropriate and fair compensation and various welfare benefits, in addition to promoting a work atmosphere that encourages creativity and mutual assistance. Furthermore, the Group gives importance to treating employees and workers fairly, with care of their health, safety and suitable working environment.



8.2.1 The Group is well aware that employees are a key factor in creating products and providing quality services to customers. Therefore, the Group places importance on treating employees fairly while adhering to the principles of equality and equity in all matters of employment, compensation, appointment, transfer, and potential development along with moral development, in order to ensure that employees are capable and good citizens of society. Thus, the Group has established the following principles regarding the treatment of employees:

1. Strictly comply with labor laws and regulations related to employees.
2. Treat employees with courtesy, respect for individuality and human dignity in accordance with international human rights principles.
3. Provide fair employment conditions for employees and ensure that employees receive fair and commensurate compensation based on their potential.
4. Maintain the working environment and organize a work system to ensure that employees have safety in life and property, as well as good hygiene.
5. Emphasize the development of knowledge, skills and abilities of employees to enhance their potential by providing opportunities for employees to learn thoroughly and consistently.
6. The appointment, transfer, reward and punishment of employees must be done with honesty and based on the knowledge, abilities and suitability of the employees.
7. Provide regular information about the operations and status of the Group to employees.
8. Listen to opinions and suggestions based on the professional knowledge of the employees.
9. Avoid any unfair actions that may affect the job security of employees or that may threaten or emotionally pressure employees.
10. Create good conscience for employees to know how to be givers and good citizens of society.
11. Provide channels for employees to file complaints in cases of unfair treatment or provide information about potential illegal actions and have in place systematic remedial processes and fair measures to protect employees who file complaints.
12. Support employees in exercising their political rights with neutrality.



13. Encourage employee participation in providing suggestions and guidelines for work practices and/or various agreements to benefit all parties and create good relationships in mutual collaboration under a good corporate culture and unity within the organization.
  14. Encourage employees to participate in internal and external activities that are beneficial to the organization and society to create participation and commitment to the organization, as appropriate and at the discretion of the supervisors.
- 8.2.2 The Group has measures in place to protect employees who report any corruption, illegal activity, or violations of the Securities and Exchange Act. The Group is prohibited from treating employees unfairly in regards to changes in their job, job description, or workplace, as well as work suspensions, threats, work interference, or employment termination as a result of their reporting of any illegal activity or unethical conduct.

### 8.3 Customer Relations Policy

The Group is committed to caring for and being responsible to its customers by producing quality and standardized products and services, maintaining customer confidentiality, and earning their trust, which is a key factor in the Group's business success. Thus, the Group treats customers with sincerity, courtesy, and humility, and is committed to seeking ways to more effectively satisfy customers. In doing so, the Group has created the following policies and practices:

- 8.3.1 Manufacture, design, and deliver quality-certified and standardized products and services in accordance with customer agreements and at fair prices.
- 8.3.2 Provide accurate, sufficient and timely information and advice to customers to keep them informed about the products and/or services of the Group.
- 8.3.3 Strictly comply with all conditions agreed upon with customers. In the event that any condition cannot be met, the customer must be notified immediately in order to seek mutual solutions.
- 8.3.4 Treat customers with courtesy and be trustworthy to customers.



- 8.3.5 Have in place a system for securely storing customer information, with measures to maintain customer confidentiality. No customer information will be shared without customer consent and no customer information will be used for inappropriate personal gain and/or the gains of related persons.
- 8.3.6 Provide warranty under appropriate timeframes and in accordance with the Consumer Protection Act.
- 8.3.7 Have in place a system/process for customers to complain about the quality, quantity, safety of products and services, including the speed of response and delivery, and to take the utmost action to ensure that customers receive a quick response.
- 8.3.8 Support customers' social responsibility operations.
- 8.3.9 Prioritize product and service development and use of environmentally-friendly packaging and transportation.
- 8.3.10 Create channels to continuously provide customers with information about products and product developments.

#### **8.4 Treatment of Suppliers and/or Creditors (Supplier/Creditor Policy)**

The Group will treat its suppliers and creditors equally and fairly, based on the principle of fair returns for both parties, with guidelines in place for selecting suppliers/contractors in accordance with regulations that ensure that suppliers are treated in accordance with the agreed contracts or commercial terms. For creditors, the Group will not violate the rights of creditors by borrowing money, repaying, providing guarantees in accordance with the terms and conditions agreed upon with creditors. The practice guidelines are as follows:

- 8.4.1 The Group provides business opportunities to all suppliers and the selection of suppliers is based on equality and fairness.
- 8.4.2 Properly copyrighted, patented and trademarked products and services are to be used without support for products or actions that infringe upon intellectual property rights.
- 8.4.3 In business negotiations, refrain from demanding, receiving or paying any dishonest benefits in business dealings with suppliers and/or creditors.



- 8.4.4 In the event that there is information indicating that that exists a request, receipt or payment of any dishonest benefits, the details must be disclosed to the suppliers and/or creditors to work together to fairly and swiftly resolve problems and seek preventive measures. In addition, equal opportunities must be provided in selection, with primary consideration given to qualifications.
- 8.4.5 Strictly comply with the terms and conditions agreed upon with suppliers and/or creditors.
- 8.4.6 In the event that any of the conditions cannot be met, advance notice must be given so that appropriate solutions can be jointly considered.
- 8.4.7 Provide opportunities for suppliers who conduct business legally to comply with environmental, safety and occupational health standards and demonstrate social responsibility.
- 8.4.8 Promote the social responsibility activities of business partners and provide opportunities for business partners to participate in the social activities of the Group.

#### **8.5 Treatment of Business Competitors (Rivals Policy)**

The Group will operate within the framework of good competition rules while upholding the norms of good conduct in competition with competitors, without seeking confidential information of competitors through dishonest or inappropriate means, and without damaging the reputation of competitors through malicious accusations, in accordance with the following guidelines:

- 8.5.1 Operate under the framework of good competition rules while promoting free trade and avoiding market dumping methods.
- 8.5.2 Avoid seeking confidential information of competitors through dishonest or inappropriate means, such as by bribing or hiring employees of competitors to obtain the competitors' confidential information.
- 8.5.3 Avoid damaging the reputation of competitors by making malicious accusations.
- 8.5.4 Avoid supporting any concerted action to commit or agree to offer unfair prices to customers.
- 8.5.5 Do not violate and strictly comply with intellectual property laws.

#### **8.6 Treatment of Joint Investors (Partnership Policy)**

The Group respects the rights of joint venture partners and treats all partners fairly, and provides good cooperation with joint venture partners. This is to ensure that joint venture operations are successful in accordance with the joint venture objectives. Thus, the following guidelines are in place:



- 8.6.1 Collaborate with partners to promote, support and strengthen the operations of joint ventures.
- 8.6.2 Encourage the exchange of opinions and suggestions with partners, as well as jointly consider and define the business plans of joint ventures to ensure the joint ventures' sustainable development and growth.
- 8.6.3 Follow up on and push for the operations of joint ventures to remain within the bounds of the law.
- 8.6.4 Make joint considerations with partners regarding the fair and transparent allocation of the profits from the joint venture operations.
- 8.6.5 Do not take advantage of partners in any way.

#### **8.7 Community, Social and Environmental Responsibility (Environment and Community Policy)**

The Group's policy is to conduct business with social responsibility with an aim to build good relationships based on mutual acceptance and trust and consideration of the potential impacts on all stakeholders while prioritizing support for social activities to the best of the organization's ability and caring for the surrounding community and fostering positive attitudes and a corporate culture to ensure that employees are responsible for the society in which they live. Thus, the Group has established the following guidelines:

- 8.7.1 Conduct business with honesty and transparency, while building trust among all parties involved, with a focus on the growth of the Group, along with comprehensive development of the quality of life of employees, communities, and society, while also looking after the interests of all stakeholders, in accordance with the Company's vision and mission.
- 8.7.2 Promote and educate employees at all levels of the Group on social responsibility to create a guideline for participation in social responsibility throughout the organization.
- 8.7.3 Be responsible and committed to preserving the environment and local traditions in places where the organization is located.
- 8.7.4 Regularly carry out activities to develop society, communities and the environment in order to improve the quality of life of the communities where the Group is located, both through the Group's own operations and operations carried out in cooperation with the government and communities.





- 8.7.5 Provide communication and dissemination of information on the social responsibility of the Group to enable stakeholders to understand the Group's operations and periodically review the social responsibility policy to ensure its suitability with the business environment.
- 8.7.6 Prevent accidents and control waste release to remain within acceptable standards.
- 8.7.7 Respond quickly and effectively to incidents affecting the environment and community resulting from the Group's operations by fully cooperating with government officials and relevant agencies.
- 8.7.8 The Group is committed to conducting business fairly and ethically in addition to attentively complying with the law, respecting social rules and maintaining political neutrality.

## **9. Safety, Occupational Health and Environment**

The Group is committed to operating its business on the basis of safety, occupational health, and a good environment. This includes eliminating, reducing, and preventing pollution in the manufacturing process that could impact the environment and communities. The Group also welcomes community complaints and suggestions for improving the environment and to become environmentally friendly with the following practices:

- 9.1 Make work safety the first responsibility of every employee.
- 9.2 Support the improvement of working conditions and the environment to ensure safety.
- 9.3 Support and promote various safety activities that will help raise the awareness of employees, such as motivational training, public relations on safety competitions, etc.
- 9.4 Comply with safety laws and supervise employees to comply with safety laws at all times while working.
- 9.5 Supervisors at all levels must act as good examples and leaders and must train, teach and motivate employees to operate safely.
- 9.6 All employees must be mindful of their own safety, that of their colleagues and the Group's property at all times while on duty.
- 9.7 All employees must maintain cleanliness and orderliness in their work areas.



9.8 All employees must cooperate in the Group's occupational health and safety programs and have the right to offer suggestions for improving working conditions and methods to ensure safety.

9.9 The Group will arrange for regular evaluation of compliance with the policies set out above.

#### **10. Acceptance and Giving of Gifts, Assets or Other Benefits**

Giving and acceptance of gifts according to tradition is a normal practice to express appreciation or care. However, the inappropriate giving and acceptance of gifts, assets, or other benefits may affect decisions in the performance of duties and may cause the Group to lose benefits. Therefore, the Group absolutely does not support bribery and has established the following guidelines:

- 10.1 Company directors, executives and employees are strictly prohibited from giving, receiving or soliciting gifts, money, items or any other benefits such as receptions, services, financial support or prize money from business associates of the Group to induce them to act in an unlawful manner.
- 10.2 It is strictly prohibited to accept any items or other benefits from other persons whose duties or business are related to the Group, except on traditional occasions or festivals when it is appropriate for ordinary people to treat each other in such manner, and it is necessary to report such instances to supervisors. The acceptance of such gifts must not influence any decision that causes the recipient to act against the law.

#### **11. Internal Controls and Audits, and Financial Reporting Policy**

The Group places importance on having a good internal control system, appropriate risk management, and regular monitoring and evaluation, with the Audit Committee and the Board of Directors closely monitoring each situation, in accordance with the following guidelines:

- 11.1 The Group will establish an effective internal control and audit system and conduct appropriate risk assessments to evaluate risks that may impact its objectives, goals or work success and ensure the appropriate presence of good control activities in all duties, with a good monitoring and evaluation system, to ensure that the Group complies with relevant standards and laws, under the supervision of internal auditors and the review of the Audit Committee and the Board of Directors.
- 11.2 The Audit Committee and the Board of Directors will ensure that the Group has adequate internal control systems and internal audit systems and support the Group's operations.



- 11.3 The Company has established an independent unit that directly reports to the Audit Committee to effectively audit and evaluate the internal control system. The Company employs a sufficient number of personnel who possess sufficient knowledge and skills and adhere to the Code of Conduct for internal auditors.
- 11.4 The Company's management is responsible for preparing accurate, complete and timely financial reports, including annual and quarterly financial statements, which are prepared in accordance with accepted accounting standards.

## **12. Employees Practice Policy**

The Group places importance on employees' respect and compliance with laws and regulations with consideration to ethics and morality as follows:

### **12.1 The Group's Treatment of Customers**

1. Offer fair and reasonable prices to customers by considering trading conditions that are beneficial to both parties.
2. Customer information must be kept confidential.
3. All relevant and necessary information must be disclosed to customers with transparency and correctly without distortion of information.
4. Strive to create satisfaction and confidence for customers to receive good products and services, along with quality and safety for users.

### **12.2 Treatment of Employees in the Company**

1. The Group will ensure a safe and hygienic work environment that enables employees to work efficiently. The Group will also provide all employees with appropriate and safe tools and equipment to carry out their work. All executives and supervisors must supervise their subordinates to comply with this policy.
2. Employment will be based on fairness through comparing and evaluating abilities and qualifications against the requirements of each position. The Group's regulations and employment practices will provide equal opportunities for everyone without discrimination.



3. The Company does not engage in selective treatment, harassment or intimidation or discrimination on the basis of race, skin color, religion, sexual orientation, age, nationality, gender and disability, and opposes the use of child labor under 18 years of age or forced labor.
4. Provide appropriate and fair compensation to all employees.
5. Encourage employees to continuously learn and prioritize development and knowledge transfer, with training and opportunities provided for fair and appropriate career advancement.
6. Equally and fairly listen to opinions and suggestions from employees/colleagues.

### **12.3 Employee Conduct toward the Organization**

1. All employees must comply with all rules and regulations regarding work, including labor laws and work regulations of the organization.
2. Avoid making comments to outsiders that will damage the organization's operations, reputation and image.
3. Comply with the organization's internal information use policy without disclosing or publishing any information about the organization's business activities, whether business or technical information, that may impact or damage the operations, reputation and image of the organization.
4. Record and report various data correctly according to the established systems and standards without forgery of any letters, reports or documents.
5. Do not use the organization's information obtained in the course of performing duties for inappropriate personal gain or for the benefit of others.
6. Mutually care for and make economical use of the organization's assets for the greatest benefit.

### **12.4 Anti-Corruption**

1. All employees are required to strictly comply with the anti-corruption policy. Supervisors or executives are responsible for ensuring that employees under their supervision are aware of and comply with this policy.



2. Employees are prohibited from giving or offering to give any items or other benefits to outsiders with the intention of inducing them to act or refrain from acting in a way that is against the law or in an improper manner in accordance with the person's position or in exchange for undue privileges.
3. Employees are prohibited from requesting or receiving any items or other benefits for themselves or others in a manner that may create incentives to improperly perform or refrain from performing duties.
4. Business dealings with the government must be conducted transparently, fairly, and in accordance with the law.

### **12.5 Ensuring Policy Compliance and Reviews**

1. It is the duty of all executives and employees at all levels to acknowledge, understand, and strictly adhere to this handbook.
2. Supervisors at all levels must convey, communicate understanding and take responsibility for subordinate employees in the strict adherence to this handbook.
3. Follow-up and review of the results of compliance with this handbook must be conducted (at least once a year) and must be reported to the management to assess the adequacy and appropriateness of this handbook. Furthermore, if there are any actions that are contrary to the principles or practices mentioned above, strict disciplinary action must be taken.

### **13. Ensuring Compliance and Reviews**

The Group stipulates that it is the duty and responsibility of all directors, executives, and employees to be aware of, understand, and strictly comply with the policies set out in the Code of Conduct and Business Ethics. They cannot claim ignorance of the established guidelines, and executives at all levels within the Group are responsible for overseeing and, as a matter of importance, to inform employees under their supervision to understand and strictly comply with the Code of Conduct and Business Ethics.

The Group does not wish to allow any illegal or unethical actions that violate good ethics. If any director, executive or employee violates the established ethics, they will be subject to strict disciplinary action and if there is any action that is believed to be against the law, rules, requirements and regulations of the government, the Group will forward the matter to government officials for further action without delay.

Board of Directors and the Audit Committee has determined that the Code of Conduct and Business Ethics will be reviewed annually to continuously improve and develop the quality of corporate governance of the Group to create stability and sustainability for the Company, shareholders and all stakeholders.



#### 14. Discipline

The Board of Directors considers that Code of Conduct and Business Ethics is a form of discipline that all directors, executives, and employees must strictly adhere to. Violating or not complying with it is considered a disciplinary violation. According to the regulations on personnel management, all directors, executives, and employees have a duty to comply with and encourage employees in the organization to adhere to the Code of Conduct and Business Ethics. As such, the following actions are considered ethical violations:

1. Non-compliance to the Code of Conduct and Business Ethics.
2. Recommendation, encouragement and support for employees in the organization to not comply with the Code of Conduct and Business Ethics.
3. Neglect or idleness upon encountering known violations or non-compliance with the Code of Conduct and Business Ethics.
4. Non-cooperation and obstruction of investigations/fact-finding.
5. Unfair treatment of complainants as a result of reporting non-compliance with the Code of Conduct and Business Ethics.



## Part 4

### Appendix

#### 1. Definitions and Meanings

Ethics	means	good business practices that adhere to the Group's business philosophy.
Group	means	the Company (TAT) and its three subsidiaries, namely TATP, TATC and TATE.
Company	means	Thai Auto Tools and Die Public Company Limited (TAT).
Subsidiaries	means	1) Thai Auto Tools (Pathum Thani) Co., Ltd. (TATP). 2) Thai Auto Tools (Chon Buri) Co., Ltd. (TATC). 3) Thai Auto Tools (Eastern) Co., Ltd. (TATE).
Board of Directors and sub-committees	means	The Company's Board of Directors and sub-committees, namely: 1) Audit Committee; 2) Executive Committee 3) Risk Management Committee; and 4) Nomination and Remuneration Committee.
Executive	means	a policy-level personnel of the organization.
Employees	means	the executives, full-time employees, temporary employees, and contractors of the Group.
Stakeholders	means	shareholders, investors, employees, customers, suppliers, creditors, partners, business allies, the public sector, the private sector, society, communities and the environment.
Information disclosure	means	the disclosure of details or information related to the business activities of the Group, both qualitative and quantitative, in accordance with relevant rules and regulations, including (but not limited to) the Public Limited Companies Act, B.E. 2535 (1992) (and amendments), the Securities and Exchange Act, B.E. 2535 (1992) (and amendments) , announcements of the Office of the Securities and Exchange Commission, announcements of the SEC , announcements of the Capital Market Supervisory Board, and announcements of the Stock Exchange of Thailand.



Corruption	means	all forms of bribery such as offers, promises, gifts, assurances or demands or acceptances of money/assets or other improper benefits involving government agencies, private sector agencies, trade partners, customers and all stakeholders, whether directly or indirectly.
Conflict of interest	means	any activity that may involve personal needs or the needs of related persons, whether by blood or any other means, in a manner that influences decision making or that may be obstructive or an obstacle to the best interest of the Group.
Convenience fee	means	a small amount of money paid informally to government officials and solely to ensure that they follow procedures or to incentivize faster processing, by which such processes are not up to the discretion of the official and are considered the legitimate duties of such officials and are also the rights that legal entities are legally entitled to, for example, license applications, certifications and rendering of public services, etc.
Employment of government employees	means	the entry of public sector personnel into the private sector, or private sector personnel into public sector policy roles in a manner that creates risks of corruption due to conflicts of interest among individuals with roles and responsibilities in both organizations, which can lead to biased oversight by government officials or private sector personnel in the attempt to push government policies to benefit their own organizations.





Government employee	means	a person with authority and responsibility to perform duties for the state or in government agencies, such as a civil servant, employee, public organization employee, state enterprise employee, and political office holder, including any retired employee and their families or relatives who may contribute to favoritism.
Acceptance or giving of gifts or any other benefits	means	the giving or receiving of gifts or services by employees at all levels to build good relationships or on special occasions as an expression of social etiquette. Gifts can take many forms, including money, property, goods, services, gift certificates, etc. However, such expenses may be considered bribery if given to induce a government official to act contrary to their duty.
Donation	means	the act of giving by individuals or legal entities for charitable purposes or to provide assistance in a particular situation. Donations can take many forms, including offerings of cash, services, goods, or used items, as well as relief or humanitarian aid, development support, as well as essential medical care, etc.
Bribery	means	offering, promising to accept or give money, assets, items, gifts, prizes or any other form of compensation, whether directly or indirectly, to induce that person to make a decision, act or refrain from acting in any way, or to gain benefits or assistance for actions to be accomplished in accordance with one's wishes in a dishonest, illegal or unethical manner against the Company's Code of Conduct.



Gifting	means	granting privileges in the form of money, assets or other benefits as a token of appreciation or reward to foster good relations.
Giving of bribery	means	offering or accepting a gift reward or any other benefits for oneself or from any person who wants to persuade them to do something dishonest, violate the law or violate business ethics.
Customary	means	customs, culture, traditions, rituals, practices and social traditions that have been carried on and passed down on occasions of festivals, important days or activities that have been continuously practiced and are unique and important to society.
Gifts, assets, or other benefits	means	things that have monetary or non-monetary value that are given on important occasions according to tradition or culture as a gesture of goodwill or as a reward, recognition, or charitable donation, or as a token of appreciation, including privileged access to services, entertainment, recreation, or the covering of travel expenses, hospitality costs, accommodation fees, food expenses, or other similar items, such as tickets, lottery tickets, etc. Furthermore, they include gifts given out of social etiquette or under local customs, such as New Year's gifts, birthday gifts, or gifts for new appointments, etc.
Financial assistance	means	monetary subsidies, aids or contributions that are reasonably paid or received from customers, partners and business associates with the objective of supporting business operations, promoting product brands or the Company's reputation, which are beneficial to building trade credibility, help to strengthen business relationships and are appropriate and consistent with the principles of good corporate governance in business operations.



Political assistance	means	the giving of money, property, rights, or other benefits to assist, support, or otherwise benefit a political party or politically related individuals, as well as political activities, whether directly or indirectly.
Business relationship	means	a connection between stakeholders in business processes, such as a relationship between employers and employees, managers, and external business partners that is started through various communication channels like telephone, personal contact, and email that is maintained and strengthened via similar channels within the business and organization.
Whistleblowing	means	providing information, complaints or inquiries that can be used to prosecute cases in the event of illegal acts.
Complaint	means	a matter of complaint/suggestion, comment, praise/inquiry or request for Information.
Whistleblower or complainant	means	a/an director, executive, employee or worker of the Company, including any stakeholder, who has filed a complaint or provided information about any wrongdoing or corruption occurring in the Company with honest intentions.

## 2. Qualifications of Independent Directors of the Company

Company has specified the composition of the Board of Directors for independent directors to make up at least one-third of the total number of directors and not less than three persons. The criteria for selecting independent directors are based on the Company's criteria for selecting directors. The qualifications of those who will serve as independent directors are considered based on the qualifications and prohibited characteristics according to the Public Limited Companies Act and the Securities and Exchange Act, including the announcements, regulations and/or related rules of the SEC and the Stock Exchange of Thailand. Independent directors must possess educational qualifications, specialized expertise, work experience and other appropriate characteristics for them to be presented to the shareholders' meeting for appointment as directors of the Company. Further, if any independent director leaves the position before the end of the term, the Board of Directors may appoint an independent director who has the qualifications specified above to serve in the vacant position. The independent director who is appointed as a replacement director will serve in the position for only the remainder of the term of the independent director whom he or she replaces.



The qualifications of independent directors are detailed as follows:

1. Holding shares not exceeding 1 percent of the total number of voting shares of the Company, its parent company, subsidiaries, affiliated companies, major shareholders or controlling entities of the Company, including shares held by related persons of the independent director.
2. Not being or having been a director who participates in the management of the Company, an employee, a staff, a salaried consultant, or a controlling person of the Company, subsidiaries, associated companies, subsidiaries of the same tier, major shareholders or controlling persons of the Company, unless the independent director has been free from such characteristics for at least two years before being appointed as a director of the Company. Such prohibited characteristics do not include cases where the independent director has been a civil servant or an advisor to a government agency that is a major shareholder or a controlling person of the Company.
3. Not being related by blood or by legal registration as a father, mother, spouse, sibling or child, including spouse of child of another director, executive, major shareholder, controlling person or person to be nominated as a director, executive or controlling person of the Company or its subsidiaries.
4. Not having or having had a business relationship with the Company, subsidiaries, associated companies, major shareholders or controlling persons of the Company in a manner that may obstruct the exercise of independent judgment, and not being nor having been a significant shareholder or controlling person of a person who has a business relationship with the Company, subsidiaries, associated companies, major shareholders or controlling persons of the Company, except for those who have not been in the aforementioned position for at least two years prior to the date of appointment as a Company director.
5. Not being nor having been an auditor of the Company, subsidiaries, associated companies, major shareholders or controlling persons of the Company, and not being a significant shareholder, controlling person or partner of an audit office in which an auditor of the Company, subsidiaries, associated companies, major shareholders or controlling persons of the Company are affiliated, unless such a position has been vacated for at least two years before the date of appointment as a Company director.



6. Not being nor having been a provider of any professional services, including legal advisory or financial advisory services, who receives a service fee exceeding two million baht per year from the Company, a parent company, subsidiaries, associated companies, major shareholders or controlling person of the Company, and not being a significant shareholder, controlling person or partner of such professional service providers, unless such a position has been vacated for at least two years prior to the date of appointment as a Company director.
7. Not being a director appointed to represent the Company's directors, major shareholders or shareholders who are related to major shareholders.
8. Not engaging in business of the same nature and in significant competition with the business of the Company or its subsidiaries, or not being a significant partner in a partnership, nor being a director who participates in management, an employee, staff, consultant who receives regular salary, nor holding shares exceeding one percent of the total number of voting shares of another company engaging in business of the same nature and in significant competition with the business of the Company or its subsidiaries.
9. Not having any other characteristics that prevent the expression of independent opinions on the Company's operations.
10. Not being a director assigned by the Board of Directors to make decisions regarding the operations of the Company, subsidiaries, associated companies, major shareholders or controlling persons of the Company.
11. Not being a director of the Company or subsidiaries that are listed companies.

Furthermore, one independent director serving as an Audit Committee member must possess sufficient accounting or financial knowledge and experience to review the reliability of financial statements. The Company will also consider other qualifications, such as business experience, specialized expertise related to the business, and ethical conduct.

This policy was approved by the Board of Directors Meeting No. 4/2025 on 14 November 2025, effective from 14 November 2025 onwards.

- Dr. Damri Sukhotanang -  
Dr. Damri Sukhotanang  
Chairman of the Board of Directors