



Announcement of IRPC Public Company Limited

Subject: Guidelines for Receiving and Offering Gifts, Hospitality, and Other Benefits Under IRPC's Anti-Corruption Policy

IRPC conducts its business with adherence to good corporate governance principles while observing business ethics and transparency. The company treats all stakeholders equally. The company avoids any act that may lead to discrimination or may cause conflicts of interest. In this regard, a set of guidelines for receiving and offering gifts, hospitality, and other benefits (No Gift Policy) under IRPC's Anti-Corruption Policy was developed as a standard of business conduct to ensure transparency, efficiency, sustainable growth, and dignity.

Principle

IRPC Personnel must not accept or offer bribes and other benefits for IRPC Personnel or outsiders, particularly government officials. Any IRPC Personnel, who is found to have accepted or offered bribes or other benefits, will be subject to both disciplinary action under IRPC regulations and legal proceedings.

Guidelines

1. Offer of gifts, souvenirs, and other benefits

- 1.1 Offering gifts or souvenirs on some special occasions* is acceptable but must not contravene relevant laws and local customs. In Thailand, for example, a gift or souvenir with a monetary value not exceeding 3,000 baht per person per occasion is acceptable, according to the announcement of the National Anti-Corruption Commission. Moreover, gifts or souvenirs to be offered should come in the form that enhance IRPC's corporate image, which include:
 - 1.1.1 Calendars or diaries
 - 1.1.2 Company products
 - 1.1.3 Gifts that bear IRPC corporate logo /corporate brand

() means festivals or special occasions where gifts are usually given. This may also mean occasions where people express their congratulations, gratitude, or assistance as normal practice in the society.*

(Ref: Regulations of the Office of the Prime Minister on Giving or Accepting Gifts by Government Officers B.E. 2544 (2001))

- 1.1.4 Products from projects under the royal initiatives, products from local communities nearby IRPC's operating areas, or products intentionally made for charity or those that support sustainable development
- 1.2 Giving gifts and souvenirs should be based on a single standard to avoid discrimination.
- 1.3 It is prohibited to offer gifts, souvenirs, material goods, or other benefits to spouse, children, or those having acquaintance with government officials, customers, business partners, and those with whom we are having business. This will be considered receiving gifts via an intermediary.
- 1.4 Giving gifts on some special business occasions, such as inauguration day, contract signing, is acceptable. However, the gift to be offered must not have a monetary value exceeding 3,000 baht otherwise must receive a prior approval from the top executive of the company or prior approval under the regulations of IRPC.

2. Hospitality

Expenses for providing business hospitality, such as receptions or sports events, other expenses directly relating to business operations or trading traditions as well as dissemination of knowledge about the business, are acceptable. Such expenses, however, must be paid in a reasonable manner with no influence on business decision and without causing conflicts of interest.

3. Organization of CSR activities with government agencies or government officials

- 3.1 CSR activities with government agencies or government officials can be organized as considered appropriate. However, such activities must be held on behalf of the company and with an objective in line with the company's CSR policy. In this regard, some criteria, plans, and methods to assess the results of the activity should be established. Organization of CSR activities must also conform to regulations or procedures of IRPC
- 3.2 CSR or other activities on behalf of IRPC must not be held in support of political parties.

4. Acceptance of gifts, souvenirs, or other benefits

- 4.1 In any circumstances, IRPC employees must never receive gifts, souvenirs, or other benefits. They are also required to inform outsiders about the company's No Gift Policy.
- 4.2 In the event that refusal to accept gifts, souvenirs, or other benefits is not appropriate while such gifts, souvenirs, or other benefits cannot be returned to the giver, IRPC is required to establish a department in charge of this matter. The department is responsible for collecting all the goods received and donate them to persons or organizations outside IRPC for charity or for the common good, or proceeding under the regulations of IRPC. Exceptions are made for the following:
- 4.2.1 Consumables with an expiry date of less than one month should be at the discretion of direct executive overseeing department receiving the goods.
- 4.2.2 IRPC Personnel are allowed to receive calendars or diaries made as a company's corporate gift for personal use.
- 4.2.3 Receiving a gift or a souvenir on behalf of the company, such as at a contract signing event, is allowed, but the gift or souvenir will be declared company properties.

5. Acceptance of invitation to a meeting, training, a seminar, or a visit to a business operation at the expense of a business partner

- 5.1 Acceptance of an invitation to a meeting, training, a seminar, or a visit to a business operation at the expense of a business partner is allowed if such meeting, training, seminar, or visit is part of an agreement earlier made. However, there must be no hidden agenda for leisure travel.
- 5.2 Invitation to a meeting, training, a seminar, and a visit to a business operation at the expense of a business partner which is not part of an agreement can also be accepted provided that the acceptance is considered appropriate and beneficial to the business in IRPC. The acceptance, however, is subject to prior management approval under the regulations of IRPC.
- 5.3 Invitation to training or a seminar with travel leisure as hidden agenda and with no deliberate intention for knowledge exchange must never be accepted.

6. Offer of support for travel expenses or other expenses to government officials

6.1 Support for travel expenses or other expenses to government officials can be offered as considered appropriate. However, such support must conform to the regulations of IRPC.

7. Donation and contribution to government agencies, government officials, and charities

7.1 Donation and contribution to any organization must be made under the following conditions:

7.1.1 The receiving organization must be well-recognized or legally licensed.

7.1.2 The donation or contribution must be made transparently and legitimately on behalf of IRPC and under the regulations of IRPC.

7.1.3 The payment must not be made directly to any government official or any person, except the person is clearly specified in the official request for such donation or contribution. A written acknowledgement must be issued following the donation or contribution.

7.1.4 There must be a follow-up process to ensure that donation or contribution is used for common interest and truly meets the objective.

IRPC employees are required to study these guidelines for the correct understanding and compliance. If you have any doubt, you should consult Company Secretary or the responsible department/person.

Announced on 1 December, 2016

-Signed-

(Mr. Sukrit Surabotsopon)

Chief Executive Officer

Examples

What would be your reaction to the following situations?

- 1. If you won a prize from a lucky draw in an event attended by a lot of people, such as a seminar with the presence of people from other organizations, do you think you can take the prize?**

Advice: Prizes from lucky draws are normally intended for avoiding influence on decision-making. Receiving such prizes is, thus, allowed. However if the prize has a very high monetary value, you are advised to consult your direct executive for proper actions to ensure that the prize is not intended to influence any decision-making.

- 2. Can you receive a ticket for a concert or a sports event from a customer or a business partner?**

Advice: If the ticket is intended for a specific person, receiving such ticket is prohibited. But if the ticket is given to the company, receiving such ticket is allowed but the ticket must be properly managed, such as arranging a lucky draw. In the case that the ticket has a high monetary value, you should consult your direct executive for proper actions to ensure that the ticket is not intended to influence any decision-making.

- 3. Can hospitality in the form of a sports event be offered to government officials, such as a golf competition with officials of ministry of energy or other ministries?**

Advice: If such sports event is regularly or traditionally organized, a request for approval should be made to your direct executive, which may be part of an annual work plan. In this regard, a scope of work and budget as well as relevant detail should be included to ensure transparency. Essentially, such hospitality should be avoided when the company is entering into important business negotiations or business contracts, which may be open to misinterpretation.

- 4. Can hospitality be offered to thank customers?**

Advice: An event held to express gratitude to customers is considered a sales support activity, in which some special privileges are offered to customers. Such hospitality is occasionally provided and is intended for stimulating demand

for products during a certain period. This is considered normal practice in the business. However, the department responsible for organizing such event must establish some regulations to ensure that the event is transparent and open for scrutiny.

5. If you're unsure about your decision, what should you do?

Advice: Use the rule of a responsible person by asking yourself the following questions:

<input type="checkbox"/> Is it against the law?	If the answer is yes, don't do it.
<input type="checkbox"/> Is it against policy of IRPC and that of your company?	
<input type="checkbox"/> Is it against values or corporate culture of IRPC and those of your company?	
<input type="checkbox"/> Could it have any adverse effects on stakeholders of IRPC and those of your company?	
<input type="checkbox"/> Could it have any adverse effects on IRPC's reputation?	
<input type="checkbox"/> Could it initiate any undesired corporate culture in the future?	

If you're in doubt or unsure of what to do, you should consult your direct executive or the company's CG department.