

Anti-Corruption Policy



Anti-Corruption Policy

Matching Maximize Solution Public Company Limited and its affiliates have announced that their directors, executives and employees will refrain from involvement with corruption in any form, either directly or indirectly, will strictly follow the Anti-Corruption Policy for the benefit of the Company and its operation, and refuse to accept, give or offer money or other items as bribes to government agencies or private organizations with which the Company works, or has contact. The Company will also regularly review its Anti-Corruption Policy.

1. Definition

Corruption

Corruption refers to the misuse of position or power or influence for inappropriate gain for the organization, one's self, or others. Corruption includes bribery, conflict of interest, economic extortion and illegal gratuities given to government officials or private organizations excepting those allowed by law, regulations, tradition, culture or market conduct.

Bribery

Bribery refers to the act of offering or accepting items, gifts, rewards or other benefits for one's self or for others to entice them to do something dishonest, illegal or unethical with respect to the Company's code of conduct.

Offering Items or Other Benefits

Offering items or other benefits is the act of offering money, assets, items or other benefits as a reward or a way to build a good relationship.

Political contribution

Political contribution refers to financial or other contributions in support of political activities, including loans, provision of articles or services, advertisements in support of political parties, ticket purchases to fundraising events, or donations to join activities of entities closely related to political parties, or staff participating in any political activities under the name of the Company conducive to illegal benefit, advantage, or unfair business opportunities.

Charitable Contribution

Charitable contribution refers to a contribution made in the form of money, property or benefits to persons, juristic persons, charities, foundations, temples, hospitals, schools or non-governmental organizations for a charitable purpose, that is, without expectation of tangible return.

Sponsorship

Sponsorship refers to money reasonably paid to, or given by customers, counterparts or business partners for the Company's promotion of its brand and reputation.

Facilitation Fee

Small, unofficial expenses paid to government officials given to expedite or ensure facilitation of processes, where the process does not involve any need for discretion on the part of the official but is part of their work duties, eg. applying for a licence, requesting a certificate, or any other service provided to the general public.

Gifts, Hospitality and Other Expenses

Gifts, hospitality and other expenses refer to cash, assets, items or proxy payments including items used to exchange for goods or services such as gift vouchers, expenses for food and beverage, accommodation, travel, air tickets, or items similar in nature.

Normal Traditions

Normal traditions refer to festivals or holidays which involve the offering of gifts and include occasions to offer congratulations, appreciation, hospitality, condolences or customary help.

Government Officials

Means persons working for government authorities or regulatory bodies directly related to the Company.

2. Roles and Responsibilities

The Board of Directors is responsible for determining and approving the Anti-Corruption Policy and ensuring the Company has an effective anti-corruption support system. They also have the responsibility to communicate such policy to the staff at all levels, and to related parties, to ensure the effective implementation and management awareness of, and attention to, the Anti-Corruption Policy in order to embed an anti-corruption culture in the Company.

Audit Committee is responsible for reviewing the systems related to financial and accounting reports, internal controls, internal audits, risk assessment and anti-corruption via the operation of the Internal Audit Department to ensure that the Company's operations adhere to the Anti-Corruption Policy and guidelines of the Company, the law, and regulations of the Securities & Exchange Commission, and international standards to make sure that the Company can effectively deal with any corrupt activity that may occur.

Corporate Governance Committee's responsibilities are to oversee and support the operations related to risk management and anti-corruption in the Company, review corporate governance

measures and mechanics to prevent, monitor and evaluate the risks of corruption, and regularly report the performance to the Board of Directors.

Anti-Corruption Committee is responsible for determining the anti-corruption system, promoting awareness regarding the Anti-Corruption Policy to all employees and stakeholders, and reviewing the anti-corruption measures to be consistent with the current business environment, law, regulations, orders and other requirements (if any).

The responsibilities of the Anti-Corruption Committee are as follows:

1. Establish the Company's anti-corruption measures.
2. Establish a manual, guidelines and regulations regarding corruption prevention and financial approvals in accordance with relevant policies and orders, and punishments in the case that executives or employees fail to follow the manual and/or regulations.
3. Assess and review corruption risk in each department annually, or periodically as deemed appropriate. Risk-prevention measures concerning corruption shall be concisely and appropriately established for the Company's smooth business operation.
4. Arrange self-assessment measures for anti-corruption to qualify for membership status of Thailand's Private Sector Collective Action Coalition Against Corruption (CAC). The review of this matter shall be performed within the specified period.
5. Organize development training for executives and employees at every level to ensure understanding of anti-corruption measures.
6. Regularly revise work plans, policies, risk assessments, and measures regarding anti-corruption as appropriate to ensure that the monitoring and control measures reflect transparent and accountable operation, and good guidelines which are readily available for inspection.
7. Communicate, promote and monitor the operation of every department to ensure compliance with the anti-corruption policies established by the Company.
8. Perform any other duties as assigned by the Board of Directors, the Anti-Corruption Committee or the Corporate Governance Committee on a case-by-case basis.

Senior Executives such as the Chief Executive Officer, executives and management have the responsibility to ensure that the Company's operation adheres to the Anti-Corruption Policy; to communicate with, set a good example for, and provide advice to employees with respect to following the Anti-Corruption Policy; and to review the anti-corruption measures to be consistent with the current business environment and law, and propose any revisions to the Board of Directors via the Audit Committee.

Internal Audit Department is responsible for monitoring and reviewing the Company's operations to adhere to the policy, guidelines, approval authority, law, regulations and rules of the Company to ensure that the internal control system is concise and appropriate to handle corruption risk, and for reporting the performance to the Audit Committee.

Human Resources Department is responsible for checking the background, qualifications, competence or work experience of those who will take important positions in the Company before signing employment contracts, and to establish communication guidelines and channels to ensure that employees and personnel can access the Company's news and updates so that they can adhere to the Anti-Corruption Policy, manual, and practice guidelines, codes of business conduct, rules and regulations of the Company.

Directors, Executives and Employees at All Levels have the responsibility of adhering to this Anti-Corruption Policy. If they suspect or witness any action violating the policy, they must report it to a superior, the Audit Committee, the Corporate Governance Committee or submit the information or a complaint via the designated channels.

Affiliates The Company urges its affiliates to comply with the Company's Anti-Corruption Policy and guidelines at the level deemed appropriate to their circumstances.

Relevant Parties The Company will communicate with relevant parties to ask for their cooperation in complying with the Anti-Corruption Policy and guidelines, including reporting or submitting a complaint when suspecting or witnessing the Company's personnel's possible involvement in giving or receiving a bribe, demanding a bribe or sponsorship or other form of direct or indirect corruption such as promising to favor them with special rights or consideration.

3. Anti-Bribery and Anti-Corruption Policy and Practice Guidelines

3.1 General Provisions

Practice Guidelines

1. The Company supports and promotes awareness regarding the Anti-Corruption Policy to its employees at all levels to ensure that an anti-corruption mindset is developed and cultivated as part of the Company's culture.
2. The Company must communicate and promote information and understanding regarding compliance with the Anti-Corruption Policy to any third party involved with the Company's business operations.
3. The Company must establish an internal control system covering sales, procurement, contracts, human resource management, accounting, finance, accounting and data entry, as well as other organizational processes, which is relevant to anti-fraud and corruption measures.

4. The Company must establish disbursement regulations with specifications regarding authorized persons and the amounts of allowable disbursement. Documented evidence for disbursements and payments beyond the normal business of the company must be available for verification to prevent inappropriate disbursements including inappropriate political contributions, and to ensure that the disbursement for charitable donations is not used for corruption, or that the disbursement for sponsorship is not used as a pretext for corruption.
5. The Company must establish risk management measures to prevent corruption. The measures must specify situations with a high risk of corruption that may occur while doing business, and include risk assessment regarding corruption and its impact. The Company must monitor risk management to prevent corruption and review risk management in order to control corruption risks to an acceptable level.
6. The Company must establish an internal audit system to ensure that the corruption risk management system meets its objectives, as well as monitoring operation so that it complies with its rules and regulations.
7. The Company will appoint an executive to supervise and monitor staff at all levels especially staff under their direct supervision, plus other relevant parties, to make sure that they understand and strictly follow the Anti-Corruption Policy.
8. Directors, executives and employees at all levels including subsidiaries must strictly comply with the Company's Anti-Corruption Policy, Corporate Governance Policy, Code of Conduct, and regulations, and are prohibited from being involved with any form of corruption, either directly or indirectly.
9. Directors, executives and employees at all levels are prohibited from giving or receiving gifts, hospitality, or incurring expenses beyond necessary or appropriate to government officers or people who are doing business with the Company. If a staff member receives a gift with a higher value than is customary, the staff member must refuse to accept it, and report the incident to their supervisor immediately.
10. The Company's employees shall not be negligent nor ignorant toward any act of corruption involved directly with the Company and must notify their supervisors or responsible person and provide full cooperation during investigation. If they have questions or inquiries, they are advised to consult with their supervisors.
11. Directors, executives and employees must sign a form as evidence that they acknowledge and understand the Company's Anti-Corruption Policy and will strictly follow good governance guidelines regarding the Anti-Corruption Policy.

3.2 Political Contributions

The company and its affiliates are politically neutral. These are the guidelines for basic practices of political contributions:

1. The Company supports legal compliance and the constitutional monarchy. It is politically neutral and has no policy to provide political assistance or engage in actions affiliated with political parties or groups.
2. Directors and employees have the rights and freedoms for political expression under the constitution. However, the political expression must not affect the Company's political neutrality or cause any damage to the Company.
3. The directors and employees must not use the Company's resources in support of political activities nor hold political activities within the Company.

3.3 Charitable Donations

Providing financial support for the development of community, public health, education, sport, religion, social work, art, culture and environment is considered part of corporate social responsibility. To ensure that charitable donations will not be used for corrupt purposes, the following regulations are stipulated:

1. The recipient of a charitable donation given in the name of the Company must be a foundation, public charity organization, temple, hospital, infirmary or organization for social purposes that is certified or creditable, and accountable. The charitable project to which the donation is given must be accountable and truly created for a good cause.
2. The donation must be used for charitable causes only. The financial donation or contribution to charitable organizations must not have a hidden purpose or be used as an excuse or a means for corruption.
3. Documented evidence for the charitable donation such as a receipt or a certificate of appreciation must be available for verification. Such a document must contain the name of the donor, the amount of donation and the purpose of the donation. The donation shall be in line with the Company's regulations to ensure that such donation is not made with the intent to commit corruption.

Practice Guidelines

1. Write a memo to seek approval for the donation. The memo must contain details about the charitable project to which the money will be donated, its objectives and the amount of the donation. The donation's proposer must do their research to make sure that the charitable project does exist and its objectives are truly for a good cause. The recipient of the donation should be an accountable organization or foundation.

2. The donation request will be approved by an authorized person according to the hierarchy for budget authorization.
3. The donation applicant must gather documented evidence such as a certificate of appreciation or a receipt and submit it to the Finance and Accounting Department as a record for future verification.

3.4 Sponsorship

It must be verifiable that any sponsorship is given to support activities to achieve their goals, or for public relations, to enhance the Company's image or for corporate social responsibility. The sponsorship must be transparent and in accordance with applicable laws. To ensure that sponsorship is not used for hidden purposes or as an pretext for corruption, the following regulations are stipulated:

1. It must be verifiable that the entity requesting sponsorship operates the activities they have claimed and the sponsorship is given to support the activities to achieve their goals, or for the Company's public relations benefit, or corporate social responsibility.
2. It must be verifiable that the sponsorship is not related to the benefits of the Company's employees or any agency, and cannot be used as an excuse for corruption.
3. The Company prohibits giving, requesting or promising to give sponsorship or other benefits to state officials, foreign government officials or international organization officers in order to persuade them to perform, to not perform, or impede the performance of any duties in office. This internal control measure must be strictly followed in order to prevent the Company's staff and relevant parties from violating the law.

Practice Guidelines

1. A record with details of the sponsorship application, the amount and the purpose of sponsorship, and evidence proving that the sponsorship is being used to serve its purposes, objectives and for social benefits must be available.
2. A memo with details of the sponsorship application and the purpose of the sponsorship, and reasonable documented evidence must be submitted to the head officer who is authorized to approve the sponsorship through the procedures in accordance with the Company's procurement regulations.

3.5 Facilitation Payment

The Company has no policy to pay facilitation payments to government officials under any circumstances. Allowing Company personnel to make facilitation payments to officials can very easily be considered a bribe, increases the costs of doing business, increases the chance of tarnishing the Company's name, and violates the Company's Anti-Corruption Policy.

3.6 Hiring government employees or former government officials

The Company has no policy to employ or appoint government officials still in office to work for the organization in any circumstance. This includes short-term and temporary positions, and consultancies, and is intended to prevent any conflicts of interest and compromising the Company's Anti-Corruption Policy, as well as maintaining the principles of good corporate governance and business ethics.

Guidelines are as follows:

1. In cases where it is necessary to hire a former government official, the decision rests with the nomination committee to consider whether the remuneration is appropriate for the position, as well as to perform a background check to ensure there are no conflicts of interest.
2. Ensure there is a two-year gap between the candidate's former employment as a government official or position at a supervisory agency directly related to the Company (cooling-off period).
3. Increase the transparency surrounding appointments by disclosing the name and employment history of any former government officials employed by the Company as consultants/directors/executives and publishing the reasons for their appointment in Company publications.

3.7 Acceptance and giving of gifts, hospitality, or other forms of payment

Providing inappropriate gifts, hospitality or other forms of payments to clients may cause risk for corruption and provide an opportunity for the Company's directors, executives and employees to be involved in bribery. Moreover, it may violate the company policy of the client or business partner and lead to the loss of business opportunity. The Company places importance on building good relationships with our business partners. To uphold the reputation of the Company as one that operates its business honestly and legally, the following guidelines for disbursement for gifts, hospitality and services have been established:

1. The Company has no policy to offer any forms of gift, money, incentive, or benefit to its clients and business partners, third-party organizations or stakeholders in order to obtain business opportunities except for traditional business hospitality, trade discounts and sales promotions.
2. Giving and receiving gifts or other benefits to influence a decision or persuade a person to neglect to perform their duty or follow their company's regulations, good governance policy, rules, guidelines and applicable laws are prohibited.
3. Giving gifts, hospitality payments and service payments must be done on behalf of the company only by the person who is authorized by, or represents the Company, except

those that are done for traditional or customary business occasions. The value of hospitality or service per person must not exceed Baht 5,000.

4. Directors, executives and employees of the Company are prohibited from receiving hospitality or services unless they are assigned to participate in the activity.
5. Hospitality and service payments must be specifically for hospitality and services benefiting the Company's business such as travel, accommodation, food, drink, cultural, and sport expenses.
6. The HR Manager or designated department is responsible for collecting a list from different departments to prepare gifts or souvenirs given on traditional occasions such as New Year's gifts, and proposes it to the authorized persons for approval.
7. The Anti-Corruption Committee will examine the approval for giving and receiving gifts and hospitality, and other expenses to ensure that they have strictly followed the Anti-Corruption Policy, and will report the results of their examination to the Good Governance Commission.

Practice Guidelines

3.7.1 Giving Gifts or Other Benefits

1. Giving gifts, souvenirs, assets or other benefits to spouses, offspring or persons related to government officials, clients, business partners and coordinators is prohibited as they may be acting as a proxy.
2. Giving gifts to business partners or other relevant organizations to maintain good relationships or on traditional occasions must not occur too often, and must be given without any expectation of receiving service, requital or special benefit which violates the business code of conduct.
3. Gifts given to business partners or other relevant organizations must be comparable to avoid discrimination. The gifts can be items that help promote the Company's brand such as a pen, a calendar or a notebook but their value must not exceed Baht 5,000.
4. If the value of a gift exceeds Baht 5,000, approval of the Chief Executive must be granted. A memo seeking approval with details, quantity/volume, price/value of the gifts, the name of the recipient and supporting documents such as quotations or photos of the gifts must be submitted to an authorized person according to the Company's hierarchy for budget authorization. (The authorized person shall consider the appropriateness of the objectives, occasion and value of the gift in their approval.)

5. To seek approval for gift disbursement, the requester must submit evidence related to gift-giving such as receipt, letter of appreciation or other evidence to the Finance and Accounting Department to keep as a record for future verification.

3.7.2 Receiving Gifts or Other Benefits

The Company has no policy for receipt of any form of gift, souvenir or benefit from its business partners, relevant organizations or other persons on behalf of the Company. The Company's employees can receive gifts if they are as part of a personal relationship and that will not affect business decisions or the performance of their duty. The Company's employees must notify relevant persons about the no-gift policy.

If receiving gifts is unavoidable, each department must create a list and a record regarding the received gifts in a gift acceptance notification form and submit it to the Central Administration Department along with the gifts. The department acting as gift management control must follow the following guidelines:

1. Do Not Receive cash, cash equivalents, cheques, bonds, stocks, or immovable property as a gift.
2. The gift acceptance must not violate the law.
3. Gift baskets must be sent to the Central Administration Department the day after receipt at the latest.
4. The supervisor of each department has the authority to determine how to manage a gift which is fresh food such as cakes, fruit or desserts. The supervisor can decide to share the gift among members of their department or with other departments.
5. For calendars, notebooks and keyrings with a logo of the donor organization, executives starting from management level will represent the Company to receive the gifts and have the authority to distribute the gifts to other employees.
6. Gifts or souvenirs prepared to be given on behalf of the Company on special occasions such as a contract-signing ceremony are considered the Company's assets and must be stored at the Central Administration Department which is the Secretary of Corporate Governance Committee. He/she will supervise the disbursement of gifts.

3.7.3 Business Hospitality

Business hospitality such as dinners, recreational activities related to the business code of conduct or trade traditions, or training, is allowed but the expenses for the event must be

reasonable. The event must not affect the business decisions or cause dereliction of duty or conflict of interest.

1. The hospitality proposer must submit a memo with details of the objectives, venue and guests of the event to the authorized person according to the hierarchy for budget authorization.
2. The authorized person must thoroughly consider the objectives, opportunity and appropriate budget of the event before approval.
3. The proposer must submit receipts, letter of appreciation or other evidence of the event to the Finance and Accounting Department to keep as evidence for budget disbursement and accounting record verification.

3.8 Procurement

The procurement procedure of the Company must be transparent and in accordance with the company's regulations and applicable laws regarding government and private sector procurement and misuse of power to officers, and rules and regulations issued by the Office of National Anti-Corruption Commission (NACC).

3.9 Risk Assessment

1. Executives of the Company must understand the risk posed by bribery and corruption, and communicate the information to employees at all levels to create mutual understanding and cooperation in order to effectively manage the risk of corruption.
2. The Company must assess possible bribery and corruption risks that may occur during the procedure or process of business transactions. The Company's overall risk management policy must be reviewed at least once a year. The Company's risk management measures must be reviewed to ensure that they effectively prevent and decrease the risk of corruption to an acceptable level.

3.10 Internal Control and Audit

The Company has established an internal control system to handle bribery and corruption. The system includes financial and accounting procedures, data recording and other measures related to anti-corruption.

1. The Company conducts an internal audit every year. The audit is conducted by an external auditor to ensure the independence of the audit in order to build confidence that the Company is operating in an appropriate manner, and has followed its policies, and applicable laws and regulations.
2. An audit by a certified auditor and in accordance with audit standards and applicable regulations is conducted quarterly.

3.11 Accounting Data Records and Storage

1. The Company has an appropriate audit protocol and approval procedure before recording transactions into the accounting system. The audit is conducted in accordance with the Company's policies, applicable regulations, laws regarding contracts and agreements, and accounting standards and policy.
2. The Company's operation and investment costs must be accompanied by accurate and complete evidence and be approved by a person authorized by the policy regarding operation expense, or the particular expense.
3. The accounting report must be conducted in an accurate, honest and reliable manner. The essential data including inter-company transactions and debts that may occur must be completely disclosed.
4. The Company maintains adequate and safe accounting records storage which allows for easy verification and accounting data access, and has a safe data backup storage.
5. The Company has created a data storage system to prevent unlawful access to data and amendments in work, computer and data protection systems.

3.12 Human Resources

The Company applies the Anti-Corruption Policy as a part of the Company's human resource management starting from employee recruitment, training, performance evaluation, remuneration and promotion. Executives at all levels must ensure that employees understand and apply the policy to the business activities under their responsibility, and supervise the operation to ensure they are carried out effectively. The Company requires its personnel including new employees to confirm their acknowledgment of the Anti-Corruption Policy. The Company will protect and prevent any employee who refuses an offer of corruption, from being demoted, punished or negatively impacted.

3.13 Training and Communication

1. Directors, executives and employees will receive regular training on the Anti-Corruption Policy to raise awareness especially on the forms of corruption, risks from involvement with corruption, and guidelines when witnessing or suspecting corrupt actions. The Anti-Corruption Policy training will be a part of orientation for all new directors, executives and employees of the Company.
2. The Company will communicate its Anti-Corruption Policy to relevant agents, brokers, distributors and contractors at the beginning of the business relationship and possibly some time later as deemed appropriate. The Company also encourages the agents, brokers, distributors and contractors to adhere to the same standards of social responsibility as the Company.

3.14 Whistleblowing or Complaint System

All directors, executives and employees have a responsibility to monitor corruption. If any of them suspects or has evidence that any director, executive or representative of the company is involved in corruption, illegal or unfair actions, they can report it, by sending the information or submitting a complaint to the Company via the following channels:

3.14.1 Channels for complaints

1. Audit Committee - Tel. 02 669 4200-9 Fax. 02 243 4124 or email:
AC@mmsbangkok.com
2. Corporate Governance Committee - Tel. 02 669 4200-9 Fax. 02 243 4124 or email:
CG@mmsbangkok.com
3. Director of Human Resources Department – Tel/Fax. 02 243 4124 or email:
HR@mmsbangkok.com
4. Channels for complaints via email whistle@mmsbangkok.com
5. Suggestion box at the fingerprint scanner

3.14.2 Conditions and process in considering complaints or whistleblowing

3.15 Investigation process

1. Complaint handlers are responsible for investigating and collecting evidence related to the complaint, or to assign trusted individuals/departments to conduct the investigation within three days after receipt of the complaint.
2. Complaint handlers/those who are assigned to conduct the investigation can request employees provide information or submit relevant documents to investigate the complaint.
3. After investigating the complaint, the complaint handler must report the findings to senior executives to report to the Corporate Governance Committee, the Audit Committee and directors.
4. If the complaint is proven to be true, there will be disciplinary action and legal punishment. The Human Resources Department will propose the punishment to senior executives for approval.

3.16 Protection measures for whistleblowers/complainants

1. Whistleblowers or complainants do not need to disclose their identity if they are concerned that it may put them in danger or have a negative impact on them or those close to them.
2. Any information which can be used to identify the complainant, the whistleblower or those who cooperate with the investigation is confidential and will be handled with care while

investigating the complaint and with consideration of the safety and impact on the complainant/whistleblower and those who cooperate with the investigation.

3. The complainant, whistleblower and those who cooperate with the investigation or provide information in good faith will not face any disciplinary action and will be protected from any act of retribution or danger such as threats, harassment, restraint, annoyance at work, bullying, and discrimination.
4. In case that the complainant/whistleblower and those who cooperate with the investigation believe that they are being threatened, harassed, restrained, annoyed at work, bullied or discriminated against, they can report such act to the chairman of the complaint investigation, their direct supervisor or the Director of Human Resources immediately. If the problem is not resolved, they can file a complaint through the abovementioned channels for complaints or whistleblowing.

3.17 Evaluation and review

1. The Company specifies that the Anti-Corruption Policy and its guidelines must be evaluated and reviewed regularly (at least once a year) by considering new regulations, risk assessment and changing environments and situations. The Corporate Governance Committee is responsible for evaluating the efficiency and effectiveness of the existing anti-corruption measures and reporting to the Board of Directors.
2. The Internal Audit Department must regularly examine the internal control system and measures, and report irregularities immediately to ensure that the internal control system is effective in combating corruption. The result of investigations and appropriate solutions will be reported to the CEO and the Corporate Governance Committee.

The Company will create an Anti-Corruption Policy performance report and submit it to the Board of Directors once every quarter.

Anti-Corruption Policy was approved by the Board of Directors meeting number 2/2023 on 22 February 2023 and is effective from 22 February 2023 onwards.



(Mr.Chayanont Ulit)
Chief Executive Officer
Matching Maximize Solution PCL.