

operate their businesses with social and environmental responsibility. The Company shall not engage in transactions with any persons or legal entities that violate the laws or have any conduct that likely constitutes corruption, and shall consider appropriate and fair pricing and take into account the reasonableness in terms of prices, quality and services provided. The Company also clearly sets out regulations on procurement and various activities on the basis of fairness and mutual benefits. In order to prevent corruption on the part of counterparts and staff concerned, the Company shall consider immediately terminating relationships with any counterparts which are found to be involved in corruption, bribery or undue benefits to influence any parties concerned to enter into any contracts or transactions with the Company.

Rights of Community, Society and Environment

The Company regards itself as part of society and community, takes communal, social and environmental responsibility, promotes education and training for staff in order to raise their awareness of communal, social and environmental responsibility as a whole among staff at all levels, and encourages them to join various activities held by the Company to engage in social contributions and foster activities that maintain the customs, traditions and culture as well as act a good member of society by sponsoring religious activities on a regular basis.

In terms of community and society, the Company is aware that it is a member of society and as such, it needs to make social contributions as a gesture of gratitude to local communities by creating jobs and opportunities, granting scholarships, focusing on local healthcare promotion through activities to provide assistance and development of communities, health checkups and quality activities in various aspects of society, including charitable donations on a regular basis.

As for environment, the Company focuses on creating values and raising awareness of environmental preservation and optimization of resources through training, campaigns and a variety of optimal utilization of resources within the organization, e.g., campaign for minimization of office paper use, lights out during rest or idle periods, wastewater treatment system in factories, and environmentally-friendly manufacturing process for communities.

Furthermore, the Company focuses on basic human rights to endorse respect for rights and freedom without

discrimination, equality without exclusion of gender and class, no use of child labor, and suppression of every form of corruption, as part of the Company's corporate governance policy, which clearly demonstrates its intention and commitment not to support or engage in business dealings with any operators involved in violation of human rights. The Company also treats its staff equally and fairly and promotes equality by providing welfare benefits, safe and healthy workplace and appropriate remuneration without using any form of child labor.

Chapter 4 Information Disclosure and Transparency Information Disclosure

The Company realizes the significance of disclosure of its material information to be accurate, complete, up-to-date, transparent, straightforward, and auditable in due course of time and for the purpose of making decisions on investment, management and any other arrangements for all stakeholders. Therefore, it is essential to control and implement measures on accurate disclosure of both financial and non-financial information as required by law. The Company provides all parties concerned fairly with proper, accurate, reliable information in a timely manner, and all groups of stakeholders can equally access such information through various channels, such as the Stock Exchange of Thailand, the Company's website, and others, as follows:

- Material information shall be disclosed via the SET Portal of the Stock Exchange of Thailand and on the Company's website.
- The Investor Relations Unit is established to serve as the Company's point of contact with both local and foreign investors.
- The Company participated in the Opportunity Day event organized by the Stock Exchange of Thailand to present its operating results on a quarterly basis.
- Information is also provided to foreign investors through Roadshows abroad.
- The Analyst / Fund Manager Meeting is held to provide information to analysts and funds.
- News are released through various forms of media, e.g., news photos, advertisements and social media.



Use of Inside information

The Company formulates measures and clearly advises its directors and management of the prohibition of directors, management and staff from department managers and higher, and those involved with inside information from trading the Company's securities within 1 month before disclosing the financial statements and for 48 hours after such information disclosure (Blackout Period), which shall be notified in writing by the Investor Relations Unit to the concerned persons in advance. In addition, the Company's regulations provide sanctions for violations by misusing the Company's inside information for personal gains and others, from verbal warning to dismissal.

Directors and management shall report their holding of the Company's securities upon their appointment for the first time as directors or high-ranking management of the Company (Form 59-1) to the SEC within 30 business days from their assumption of such positions, and shall report any change in their holding of the Company's securities due to purchase, sale, transfer or acceptance of transfer of the Company's securities (Form 59-2) within 3 business days from such change.

In 2017, there were no violations by directors, high-ranking management and staff relating to use of inside information.

Anti-Corruption

The Company operates its business with integrity, transparency and in compliance with the Corporate Governance Code. As a token of its commitment, the Company has decided to sign up for the Thai Private Sector Collective Action Coalition against Corruption or CAC initiated by the Thai Institute of Directors Association, in order to demonstrate its intention and commitment to anti-corruption and prevention of fraud of every form. The application for certification process is currently underway.

Whistleblowing

The Company also arranges for whistleblowing channels to accept complaints, comments or suggestions to demonstrate that all groups of the stakeholders are affected or threatened to be affected by the Company's business operations or such actions by the Company's staff that violate the law or the code of ethics, including such behavior which may give the impression of corruption, unequal treatment or careless and imprudent actions, as follows:

1. Via website at www.taokaenoi.co.th
2. Via e-mail at whistleblower@taokaenoi.co.th
3. By post to any director
Taokaenoi Food & Marketing Public Company Limited
337 Bond Street, Bangpood,
Pakkred, Nonthaburi 11120

Chapter 5 Responsibilities of the Board of Directors

The Board of Directors shall be responsible to the shareholders for the Company's business operations, and compliance with the laws, objectives, the Company's articles of association and resolutions of the shareholders' meetings.

Board Structure

The Company's Board of Directors is composed of 8 directors, 3 of whom are independent directors. Members of the Board of Directors are qualified experts from various industrial sectors, namely, business, engineering and manufacturing, sales and marketing, accounting and finance, which are related to and supportive of the Company's business. Moreover, the Company has appointed its Company Secretary to provide suggestions in terms of legal and regulatory compliance, of which the Board of Directors must be aware, perform his or her function of facilitating the Board's activities, and ensure the compliance with the Board's resolutions.

Scope of Power and Authority of the Board of Directors

1. The Board of Directors is authorized to oversee and manage the Company's affairs to ensure its compliance with the laws, objectives, its articles of association and the Board's resolutions and resolutions of the shareholders' meetings, with accountability, integrity, due care and caution to protect the Company's interests on the basis of good governance.
2. The Board of Directors is authorized to appoint any director(s) and/or management of the Company to perform any or several tasks in order to fulfill such assignments given by the Board. The Board of Directors is also authorized to appoint the Chief Executive Officer (CEO) and other subcommittees, such as the Audit Committee and the Nomination and Remuneration Committee, as appropriate and

