



**POLICY AND PRACTICE GUIDELINES ON WHISTLEBLOWING AND  
WHISTLEBLOWER PROTECTION**  
**OF TRIPLE I LOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES**

Triple i Logistics Public Company Limited and its subsidiaries ('the Company') expresses its intention and dedication against all forms of frauds and corruptions. In so doing, the Company has adopted this Policy and Practice Guidelines along with procedures to prevent potential frauds and corruptions. It is to be used in the conduct and decision in any businesses that may involves in fraud and corruption risks in which matter could be decided thoroughly, correctly and fairly.

The board of directors approves the revision of the Policy and Practice Guidelines for Whistleblowing and Whistleblower Protection to be in compliance with the revised Anti-Fraud and Corruption Policy, the Anti-Fraud and Corruption Handbook along with other written policies and practices. This policy will be use as a clear guideline for business conducts for the Company's long-term sustainability.

**1. Policy and Principle**

The Company endeavors to conduct its business operations with responsibility, rightfulness and transparency in compliance with the Corporate Governance Policy and its Code of Conduct. The Company believes that our employees must be treated with fairness and expect the employees' conducts to be honest and in strict compliance the Company's Code of Conduct. The Company is determined to protect its employees, business operations and assets from any actions in breach of the Code of Conducts along with any potential frauds and corruptions resulting in the Company's reputational damage or its stock value. Hence, the Company resolves to prevent any frauds and corruptions in the Company in which punishments will be given to those found to be engaging in frauds and corruptions. To ensure effective implementation of the Anti-Fraud and Corruption Policy and principle, this policy has been implemented for following objectives;

- 1.1 To provide whistleblowing with reporting channels and encourage the employees and external individuals to confidently report frauds and corruptions in the Company.



- 1.2 To provide protection against threats, position transfers, suspensions, dismissals or other unfair treatments to the whistleblowers and those who provide co-operation to the Company on the matter of frauds and corruptions.
- 1.3 To specify a clear and fair procedure in fraud and corruption investigations.
- 1.4 To prevent potential frauds and corruptions and to detect and reduce damages from such actions.
- 1.5 To cultivate ethical values for the Company and its employees.
- 1.6 To stipulate guidelines for whistleblowing process and protection of the whistleblowers and those who refuse to take part in frauds and corruptions.

## **2. Scope of this policy**

- 2.1 This policy is applicable to all employees within the Company and its subsidiaries.
- 2.2 This policy covers frauds and corruptions (both apparent and suspected acts) involving employees, vendors, creditors, customers, business partners, shareholders, directors and all stakeholders involving in business dealings with the Company and/or its subsidiaries.
- 2.3 This policy provides protections to every stakeholder. In this policy, the Company specifies channels to report fraud and corruption activities by the employees, executives or directors or those affected from refusing to take part in fraud and corruptions.

## **3. Definitions**

- 3.1 'Employees' - any full-time, probationary and contracted employees according to the Company's regulations on work and employment status.
- 3.2 'Executives' - individuals who are in the managerial positions ranked up to four levels down from the Chief Executive Officer. This includes those who are in department manager ranks and higher within the accounting or finance departments.
- 3.3 'Whistleblowers' - employees, executives and Company and/or its subsidiaries' stakeholders who are shareholders, customers, business



partners, relevant creditors and those who are affected by the Company's business dealings.

3.4 'The accused' – employees, vendors, creditors, customers, business partners, shareholders, board members and stakeholders who have business relationships with the Company.

3.5 'Wrongdoing – An act of employees or executives that is in breach of the Company's Code of Conduct and work regulations. Examples of wrongful acts include;

- Reveal confidential information outside of the Company's business objectives.
- Serious conflict of interests, taking personal gains as an employee or executive over the Company's benefits.
- Conduct inappropriately for self or others' benefits.
- Reveal or use the Company's confidential information for self or others' benefits.
- Receive or seek object of values from the Company's suppliers, vendors, service providers along with receiving bribery, financially or otherwise.
- Coerce, threaten and neglect of duty or unfair treatments to employees, vendors, creditors, customers, business partners, shareholders, board members, stakeholders and individuals outside the Company.

3.6 'Fraud' – seeking to gain benefits through illegal means by the directors, executives and employees of the Company's or its subsidiaries and the contract partners and their subsidiaries. This may include falsifying financial records, taking the Company's properties for personal use, misappropriation, embezzlement and fraud. The examples are;

- Falsify or unauthorized modification to the Company's documents, contracts, cheques and bank drafts.
- Perform transactions or entering into contractual obligations on behalf of the Company without authorization in view of self and other's interests.

- Embezzlement or misappropriation of fund, assets and office supplies. Causing damages and movements of documents, assets and supplies.
  - Inappropriate financial management and reporting.
- 3.7 'Corruption' – an act or a behaviour to seek unlawful gains by means of giving, offering to give, promising, receiving, taking bribery for self and others' benefits. This includes self-act or actions through other individuals in all forms including government officials, private organization officials, regulating bodies or charitable organizations (thereafter, 'official') involving actions and officials within and outside the country for such officials to act or neglect duty or abuse the power to gain or maintain businesses or to be treated or given illegal advantages or to creating undue persuasion in official's decisions.
- 3.8 'Subsidiaries' – subsidiary companies possessing the following characteristics;
- (a) Companies under the control of the security issuer
  - (b) Companies under the control of the companies under the Article (a)
  - (c) Companies under the control of the companies under the Article (b) which could be under different layers of control that originated from the companies under the Article (b).

## **4. Duties and Responsibilities**

### 4.1 Employees

- 4.1.1 The employees are required to immediately report of any wrongdoings, frauds and corruptions or suspicion of such actions involving the Company, directors, executives and employees.
- 4.1.2 The employees must co-operate and assist the management or the departments involving in the wrongdoing, fraud and corruption investigations

### 4.2 Executives

- 4.2.1 Act as a role model in adhering to the Code of Conduct. Monitor and ensure that the subordinates adhere to the Code of Conduct.



4.2.2 Responsible in promoting and implementing effective anti-corruption and wrongdoing measure within the responsible department which include;

- Create departmental understanding of the natures and types of wrongdoings, frauds and corruptions.
- Aware of any irregularities that are indicative of potential wrongdoings, frauds and corruptions.

4.2.3 Executives are required to support and co-operate with the Internal Audit department, the Investigating Committee and departments involved in the wrongful, fraud or corruption investigations.

#### 4.3 Legal and Compliance Department

The department is responsible as the first point of contact to for whistleblower to report frauds and corruptions. The reported matter will go through initial consideration before submission to the Corporate Governance and Sustainable Development Committee. Should the matter be considered as a fraud or a corrupted action, it should then be forwarded to the Corporate Governance and Sustainable Development Committee and Internal Audit Department as stipulated in this policy.

#### 4.4 Internal Audit Department

The department has initial responsibility to conduct investigations into wrongful acts, frauds and corruptions as stipulated in this policy.

#### 4.5 Investigating Committee

The committee has the responsibility to investigate, gather evidence and any other required actions to prove or disprove wrongful acts, frauds and corruptions by the executives or the employees.

### **5. Whistleblowing Process**

It is the responsibility of every employee to report any wrongdoings, frauds and corruptions. The report must be submitted with good-intent and the employees must not overlook when encountering with breaches of government regulations or any



suspicious actions that may involve wrongdoings, frauds and corruptions. Such occurrences must be reported through the provided reporting channels.

Ill-intentioned accusations causing damages to individuals and the Company will result in disciplinary and legal actions.

The following are the whistleblowing procedures;

5.1 For whistleblowers who are the Company's employees who witness suspicious acts or wrongdoings involving the Company or its subsidiaries must immediately report to the department assigned to deal with whistleblowing as stipulated by the committee. This can be verbal or written report as attached in the Appendix 1. Employees are advised against conducting self-investigation or self-questioning on the matter.

For non-employee whistleblowers, the report can be submitted to the channel stipulated in the Article 5.2.

Whistleblowers are required to provide name, address and telephone number when the report is made. Nevertheless, the whistleblowers may opt not to reveal their names to the Investigating Committee during the investigation.

5.2 If the whistleblowers are not willing to report to the assigned department for whistleblowing, the following alternative reporting channels are available;

#### **Alternative Contact Persons for Whistleblowing**

Chairman of the Board, Chair of the Audit Committee, Chair of the Corporate Governance and Sustainable Development Committee, the Chief Executive Officer and Management Committee and/or Compliance Manager

#### **Reporting Channels**

- Written report: Triple i Logistics Public Company Limited, 628 Triple i Building, 3rd Floor, Soi Klab Chom, Nonsee Road, Chongnonsee, Yannawa, Bangkok 10120
- Email report: [whistleblowing@iii-logistics.com](mailto:whistleblowing@iii-logistics.com)
- Verbal report: compliance manager



- Suggestion boxes
- Website: [www.iii-logistics.com](http://www.iii-logistics.com)

In the event of whistleblowing involving high-ranking personnel (Managing Director and over or the head of the Internal Audit Department or head of Human Resource Department), the report must be submitted to the chair of the Audit Committee or the Board of Directors or the Chairman of the Board or the Chair of the Corporate Governance and Sustainable Development Committee.

When notified by the whistleblowers, the superior officer and the department must immediately report to the Legal and Corporate Governance Department.

- 5.3 The departments receiving whistleblower's reports must keep indexed record of whistleblowing reports. The summary report of whistleblowing activities must be submitted to the audit committee or the good governance and Sustainable Development committee, at least twice a year.

## **6. Investigations**

Investigations must be conducted with fairness and without prejudices to establish the fact and to prove or disprove the wrongdoing, fraud and corruption accusations. The accused, the employees and the Company must be protected in terms of interests and reputation.

The Internal Audit Department is responsible for evaluating and verifying initial accusations in co-operations with the Legal and Compliance Department, HR Department and relevant departments and business areas of concern.

During the initial accusation investigation, the Internal Audit Department may verify documents, emails along with other relevant information on the Company or other involving companies along with interviewing the whistleblowers.

Once the fact has been established with sufficient ground for suspicion on wrongdoings, frauds and corruptions, the Internal Audit Department in co-operations with the head of HR Department, the Legal and Compliance Department must inform the authorized person in the Company or in the administrative area to form the



investigating committee with an exception for the cases of breach of the Code of Conduct which are to be reported to the Management Committee for the investigation as stipulated in the Code of Conduct.

If the estimated value of damage is higher than one million Baht or there are damages to the Company's reputation, the head of Internal Audit Department must inform the Chairman of the Board / Chair of the Audit Committee / Chair of Corporate Governance Committee immediately.

## 6.1 Investigating Committee

The Investigating Committee has the following composition, characteristics and authority;

### 6.1.1 Composition and Characteristics

The Investigating Committee must contain no less than three committee members. The committee chair must hold the rank of Managing Director and over. The committee should include representatives from the Internal Audit, HR and Legal and Corporate Governance departments.

The committee members must maintain impartiality with knowledge and ability that are required by the investigation and must not be;

- (a) A direct superior officer of the accused,
- (b) Having business or personal relations with the accused apart from the professional relationship with the company,
- (c) Having personal disputes with the accused,
- (d) Having any other grounds that may affect impartiality.

Additionally, the executives holding the managing director position who is responsible for the departments accused of involved in the misconduct may nominate representatives from the department that is independent from the investigation to provide and support for information. Also, the Investigating Committee may invite experts from various fields such as safety, information technology to provide information.





In the event that the accused holds high-ranking positions, the Chair of the Investigating Committee must hold higher position than the accused and the committee members must be the highest ranking personal in the departments.

#### 6.1.2 Investigating Authorities

For the purpose of investigation, the Investigating Committee is bestowed with the following authorities;

- (a) Conduct investigations on fact, evidence and witness to establish fact and fairness,
- (b) Access information on the relevant departments freely and without restrictions,
- (c) Authority to inquire, make copies and/or move files, cabinets or any document containers of the employees and departments in the Company. This can be done with or without prior consent from the responsible individuals.
- (d) Authority to hire (in accordance to Company's regulations), request for co-operation or assistance from external individuals as needed,
- (e) Appoint or dismiss sub-committee for the purposes stated above and report to the Investigating Committee.

The Investigating Committee does not have an authority to discipline, dismiss or terminate employment but it may make recommendations on the disciplinary actions in the investigation report.

#### 6.2 Investigation Process

During the investigations, the Investigating Committee must maintain impartiality irrespective of the accused's position, work duration or any other matter of influence in the Company.



### 6.3 Investigation Time Frame

The Investigating Committee must complete the investigation and publish investigation report within forty-five days of the appointment of the committee.

If the committee is unable to complete the investigation within the time frame, the committee must report the cause of delays to the authorized individuals. The investigation may be extended for no longer than thirty days for each extension request.

### 6.4 Investigation Report

Once the investigation is complete, the Investigating Committee shall produce investigation reports to the appointer of the Investigation Committee along with the Chair of Management Committee, head of Accounting and Finance Department, head of Internal Audit Department, head of HR Department, head of Legal and Compliance Department and individuals involved in each investigation.

The investigation report must contain the following information (An example of the report is available in the Appendix 2);

- (a) Date, time and location of the suspected misconduct,
- (b) Nature and type of wrongdoing or fraud and corruption,
- (c) Number and financial value of assets or other items involved in the misconduct (For damaged assets or losses, the valuation must include the original and present value estimations),
- (d) The verdict which clearly states the whether the accused had engaged in wrongful act, fraud or corruption or personal negligence. And must state whether other parties such as the police have been reported. If so, state the details, individuals and nature of suspicious activities, negligence or carelessness).
- (e) The losses, damages or misappropriations and if these covered by insurance policy or not
- (f) The weaknesses in the internal process or the failure in complying with work flow and recommendations to address the issues.
- (g) The conclusion of the investigation



Furthermore, the head of Internal Audit Department shall report the in results of the investigation to the next meeting of the Audit Committee and/or the Corporate Governance and Sustainable Development Committee.

## **7. Disciplinary and Legal Actions**

The Company will use the investigation report to assess whether to pursue further actions after the investigation. The assessment must be based on the fact established in each investigation, the actual damages or potential damages to the company and the legal actions to pursue. The actions to be taken will be decided upon the severity of the fact and the misconduct based on the Company's work and employment regulations.

### **7.1 Disciplinary Actions**

7.1.1 The Company will consider disciplinary actions based on the work and employment regulations. The disciplinary actions range from verbal or written warning, work suspension to dismissal should the accused is found to be guilty during the investigation.

Also, the Company may pursue disciplinary actions on the superior officer or employees involved should they are found to be negligence to their duty and responsibility.

7.1.2 Disciplinary decisions are to be made by the authorized individuals as stipulated by the Corporate Authority Index. For the disciplinary actions on high-ranking personnel (i.e. MD/ED and over), the decisions are to be made by the Management Committee with prior consultation with the Audit Committee and/or the Corporate Governance and Sustainable Development Committee.

7.1.3 The disciplinary action decisions should be made within thirty days of the investigation report submission.

### **7.2 Legal Actions (Criminal and/or Civil)**

Should the wrongful acts, frauds or corruptions results in damages to the Company's assets, reputation and image or considered unlawful, the chair of the Management Committee is authorized make decision whether to lodge criminal or civil charges to the authority. This decision must be in co-decided with the head of Accounting and Finance Department, head of the Legal and Compliance



Department. The result of the decision must be notified to the Management Committee.

For the cases involving executives who hold the senior manager positions or higher, the Management Committee is authorized make decision whether to lodge criminal or civil charges to the authority. This decision must be in co-decided with the Audit Committee and/or the Corporate Governance and Sustainable Development Committee. The result of the decision must be notified to the Board of Directors.

## **8. Protection Measures for the Whistleblowers**

The Company has implemented the mechanism to protect the whistleblowers who report or provide information along with those refusing to partake in the act of frauds and corruptions. This is to ensure that the whistleblowers will not suffer from adverse consequences from reporting. The measures are as follows;

- 8.1 To protect the rights of the whistleblowers or those who refused to partake in frauds and corruptions involving the Company and to ensure safety, fairness and to prevent any adverse consequences along with those who lodge complaints, witnesses and information sources, the Company shall keep the information of such individuals confidential in accordance to the Company's regulations on restricted information access and document security. Only individuals responsible for the investigation will be given access to the files and information. The individuals handling the whistleblowing activities have the duty to keep the information, the content and documentations from the whistleblower confidential. These shall not be revealed to unauthorized persons unless required by law.
- 8.2 The Company does not tolerate treats, harassments of the whistleblowers and individuals who cooperate with the investigation with good-intention. The Company shall protect such individuals and will prohibit the employees or executives to dismiss, suspend, discipline and from threatening the whistleblowers. Also including the prevention on unfair and inappropriate treatments or damages to other individuals. The protection also covers the cases where the individuals are facing legal charges, act as the witness to give statement or assisting the court of justice or government agencies. Breaching this protection will result in



disciplinary actions and may result in legal actions should it was deemed to be unlawful.

8.3 The Company may offer additional protection as appropriate. This will be considered based on the severity and the significant of the matter of complaint. Should the whistleblowers receive threat or harassment, the matter must be reported to the head of HR Department immediately in which the head of HR Department will act as the whistleblower protection officer in accordance to this policy.

8.4 Even if the investigation finds no misconducts by the accused, the whistleblowers and information providers who did so with good-intention will not face punishment. Nevertheless, if the investigation finds that the report of misconduct is ill-intent and the accusation is baseless, the Company will consider disciplinary actions on the whistleblowers in accordance to the work regulation with punishment ranging from verbal and written warning, suspension to dismissal and potential legal actions.

8.5 The Company will not demote, discipline or create adverse impacts on the employees and executives who refuse to partake in frauds and corruptions even if such refusal resulted in the loss of business opportunities.

## **9. Investigation Practice**

This practice is implemented to ensure that the investigation is transparent and fair.

### **9.1 Suspension during the investigation**

During the investigation in accordance to this policy, the Investigating Committee may recommend the superior officer holding the position of MD/ED and over in consultation with the HR Department to suspend the accused as stipulated in the Company's work regulations.

### **9.2 Document check and search**

The Investigating Committee should gather evidences, witnesses and review documents to gain an understanding on the fact and the matter in full. The documents shall be kept securely before the interrogation.



In the event that necessitates body or personal property search such as wallet and purse for evidence or document, the searched individual must provide written consent in the search consent form (see Appendix 3). Should the accused refuses, a note of refusal must be taken.

### 9.3 Interrogation

9.3.1 This is the process to obtain information on the matter of reported misconduct from the relevant experts. The Investigating Committee is authorized to access, make contact and make inquiry to employees and other individuals to gain information to establish the fact. The Investigating Committee is not required to notify the management and other managers when the contact to the employees have been made during the investigation.

9.3.2 The statements for the interrogation from the accused and other individuals can be in a written form or recording. At every interrogation session, a representative from the HR Department and the chair of the Investigating Committee should be presence.

9.3.3 The representative from the HR Department or the secretary to the Investigating Committee shall make a record of the interrogation session in full and ask the chair of the investigating committee and the interviewees to sign on the given statement. Should the interviewees refuses, the note of refusal must be made. Recording devices may be used during the interrogation.

9.3.4 The interrogation should be conducted in a suitable room setting without the use of threats and avoid ungrounded accusations. Once complete, the interviewee should be asked to sign on the acknowledgement of keeping the interrogation process confidential.

### 9.4 Interrogation of the accused

The Investigating Committee should conduct interrogations on every suspect. This process enables the accused to clarify and provide details of the event on his/her viewpoint which is an essential process to establish the fat on the justice system. The aim of the interrogation is to record the information and statement from the accused accurately irrespective of whether the accused co-operate with the



investigation or not. The statement given may be used for disciplinary or legal actions.

#### 9.5 Using undue influences in the investigation

Those involved in the investigation must be aware of their duty to establish the truth and never use position of influence on the investigation.

### 10. Data Storage and Disclosure

10.5 During the investigations into misconduct, the chair of the Investigating Committee has a duty to store evidences and statements taken. Once the investigation is complete, the original copy of the statements and documents along with the interrogation records are to be given to the head of the HR department for storage.

10.6 Never make copies of the investigation report (by means of printing or otherwise) and never distribute to any parties unless to those whose names appear in the report. Should the investigation report or its copy is required, a written request stating the reasons must be made to the head of the internal audit department and/or the head of the legal and compliance department.

### 11. Confidentiality

11.1 Those with access to the information on the wrongdoings, frauds, corruptions and the investigations must maintain such information confidential without disclosing to any parties unless the disclosure is required for work or legal purposes.

11.2 Never disclose the results of the investigation to any parties. This is to avoid reputational damages to the accused who may be cleared from the accusations and to prevent legal risks to the Company.

11.3 When inquired by the media, investors and stakeholders, one shall respond with the statement of 'I am in not in the position to discuss nor reveal the matter' and ask the inquirer to make contact through the provided channels such as the investor relations or the public relations departments.



## **12. Relevant Policies**

To execute this policy, it is recommended that the users study the content of the following policies which should be use in conjunction with this policy;

- (a) The Corporate Governance Policy, the Code of Conduct, the Anti-Fraud and Corruption Policy and the Anti-Fraud and Corruption measures Handbook,
- (b) Work and employment status regulations of Triple i Logistics Public Company Limited and its subsidiaries,
- (c) The Corporate Authority Index.

## **13. Policy Enquiries**

Should there are questions on this policy, enquiries may be made to the head of the Internal Audit Department or the head of the HR Department or the head of the Legal and Compliance department or the one's designated department.

## **14. Policy Monitoring and Review**

The Internal Audit Department and/or the Legal and Compliance Department and the subsidiaries has the duty and responsibility to monitor that the practices and guidelines stipulated in this policy are in compliance. The policy should be amended and updated to be in compliance with changing requirement and practicality as necessary on a regular basis (at least annually).

This policy is effective from 21 February 2023 as per approval of the 1/2023 board of directors meeting.