



Supalai Supplier Code of Conduct

Supalai (Public) Company Limited (the "Company") and its affiliates (collectively referred to as "Supalai") are fully committed to operating businesses with sustainable growth and social and environmental responsibility. Therefore, it focuses on supply chain management services and develops them concretely through the supervision of Supalai’s suppliers. Compliance with these guidelines of suppliers reflects their commitment to cooperating and moving forward together with Supalai to promote sustainable business operations between suppliers and Supalai.

The Code of Conduct refers to the specification of Supalai’s basic ethical requirements and business operation requirements of Supalai’s suppliers to drive and encourage suppliers to perform operations ethically with social responsibility and occupational health care and safety for employees, and emphasis on sustainable environmental management.

Suppliers are responsible for taking action to ensure that their directors, officers, employees, agents, representatives, business partners, contractors and other partners understand and are obliged to comply with the requirements set out in the Code of Conduct covering risk management and also determine control approaches and monitor the progress on these issues. The suppliers agree to notify Supalai in writing if they are aware of or suspects any violation of this Code of Conduct.

1. Ethics and Transparency of Business Operations

1.1 Anti-Bribery/Corruption

Suppliers must not be involved in any form of corruption, including extortion, embezzlement, fraud, and bribery. They are required to compete fairly and based on features of products and services. The suppliers shall not offer, promise, authorize, or provide benefits or valuable items, directly or indirectly, (including but not limited to gifts or business customs) with the aim or for the purpose of convincing any person to perform duties or offer an unfair advantage to Supalai, its suppliers or other persons. As such, suppliers will comply with and require their employees, representatives, and contractors to comply with these guidelines as well.

Guidelines

- The Supplier prepares a code of conduct and general practice guidelines on the prevention of fraud risks and monitors, conducts inspections, and provides training on such topics in order to foster anti-corruption awareness among employees at all levels.
- The Supplier establishes policies and work procedures on anti-fraud and all forms of corruption (including welcome gifts/ hospitality/ entertainment), extortion, embezzlement, and conflicts of interest.
- The Supplier determines the purpose and maximum limit for gift giving and receiving, or for remittance to any government organization, business partner, and customer.
- The Supplier has a process for handling cases when corruption is discovered.

<p>Please Sign to Acknowledge</p> <p>Sign.....</p> <p>(.....)</p>

1.2 Compliance with Laws, Regulations, and Fair Business Competition

Suppliers must conduct business ethically, in compliance with the business-related laws and regulations. It refers to non-involvement in any competition with unfair business practices, regardless of conducting on behalf of Supalai, its suppliers or any other persons. As such, suppliers shall not perform bid rigging, jointly set prices, or supply or exchange customers, disclose sensitive information about the competition of Supalai or its suppliers or any other persons to Supalai's competitors or competitors of suppliers. Suppliers shall not abuse their market power, whether for their own benefit or for the benefit of others, by refusing to trade fairly, engaging in price practices aiming at eliminating competitors or discriminating, imposing terms of sale or supply of products or services by attaching to another product or service or carrying out other similar illegal tactics. Suppliers shall not engage in other fraudulent or unfair marketing practices. In addition, products and services shall not infringe the intellectual property of other persons, regardless of on behalf of Supalai, its suppliers or any other persons. Plus, suppliers shall not provide false information about products or services of Supalai, its suppliers, or other persons. Likewise, suppliers shall not slander Supalai's competitors or competitors of suppliers or their products or services.

Guidelines

- Compliance with laws and regulations: the Supplier must have clear processes to ensure strict compliance with relevant laws and regulations, such as proper disclosure of financial information and tax payments.
- The Supplier has established channels for receiving complaints in respect of non-compliance with laws and regulations, as well as a process for tracking and resolving them.

1.3 Confidentiality, data protection, personal data protection, retention of data records, and Respect for Intellectual Property.

Confidentiality, data protection, and personal data protection is conducted by taking appropriate and sufficient measures for data security and restriction of access to personal data, including limiting the risk of accidental destruction, loss, correction, and unauthorized disclosure

Preparation and retention of accurate and complete data records is conducted to ensure accountability. Any records shall not be changed or omitted to conceal or falsely display information, events, or transactions with written records. Data records must be kept and deleted and must not use or disclose information belonging to the Company's business partners or affiliated entities without prior authorization.

Business partners shall take specific actions to comply with national laws, international laws, and treaties in force related to intellectual property rights, including trademarks and patents. They shall not counterfeit, give, or use the intellectual property, trademarks, or patents of others without authorization.

Guidelines:

- Establish processes for screening, safeguarding, and disclosing the Company's confidential information.
- Restrict access rights only to those who have a necessary need to access non-confidential information or information received from business partners.
- Implement procedures for handling violations involving the disclosure of sensitive or confidential information and the infringement of intellectual property rights.
- Provide channels and procedures for receiving complaints regarding violations of intellectual property rights, trademarks, and patents of others.

<p>Please Sign to Acknowledge</p> <p>Sign.....</p> <p>(.....)</p>

1.4 Conflict of interest

Any situations that may lead to a conflict of interest shall be avoided. The suppliers shall not enter into any business agreement with the directors, employees or representatives of Supalai, which may affect the improper performance of duties to Supalai.

Guidelines:

- Business partners shall disclose any information that may constitute a conflict of interest with the Company.
- Business partners shall disclose information when conducting transactions with the Company through persons related to them, such as family members.

1.5 Financial Credibility and Information Disclosure

Business partners must record their accounting and business information accurately and disclose complete, sufficient, and verifiable financial reports in accordance with accounting principles. Business partners and employees must not engage in any form of money laundering and must establish practices to prevent the use of insider information.

Guidelines:

- Business partners must prepare accurate income and expense accounts in compliance with the law.
- The information presented in the financial reports of business partners must be accurate, comply with generally accepted accounting standards, be audited by an independent auditor, and meet financial certification standards.
- Financial reports must be accurate, reviewed by authorized regulatory bodies before disclosure, and submitted to relevant authorities correctly and completely as required by law.
- No money shall be transferred to or received from unidentified accounts or in any manner involving irregular payment patterns, especially from countries unrelated to the business transaction.
- Business partners and employees must not be involved in money laundering activities.
- Mechanisms must be in place to ensure that confidential or insider information is securely stored, access is restricted, and only authorized personnel can access it.

2. Quality Standards and Business Continuity

2.1 Quality standards and Product Safety

Products and services are delivered in accordance with mutual terms and agreements. There is cooperation with Supalai to improve the quality of products, manufacturing process, services, and product safety.

Guideline:

- Products and services must comply with the standards and requirements agreed upon with the Company.

<p>Please Sign to Acknowledge</p> <p>Sign.....</p> <p>(.....)</p>

2.2 Business Continuity

A business continuity plan is prepared to enable continuous delivery of products and services to Supalai, either in the case where Supalai increases its demand for products and services or in the case where the operation of suppliers encounter problems of production disruption.

2.3 Responsible Sourcing

Suppliers must procure and deliver products and services that are of high quality, safe, do not negatively impact communities, society, or the environment, and are not subject to trade restrictions under the law. This includes implementing verification procedures in the selection of suppliers and subcontractors, as well as the sourcing of raw materials, to ensure that organizations or individuals potentially involved in illegal activities or human rights violations are excluded from the supply chain.

Guidelines:

- Implement a supplier and subcontractor selection process that incorporates human rights, environmental protection, and good governance as part of the evaluation criteria.
- Establish processes to monitor suppliers and subcontractors regarding compliance with human rights, environmental protection, and governance requirements.
- For potential new suppliers, conduct ESG risk assessments, particularly concerning environmental management, human rights, and corruption. Existing suppliers should undergo periodic reassessment.

3. Respect for Human Rights

3.1 Equitable Treatment

Suppliers respect the differences and diversity of employees, customers, and other persons who are in contact with. There is no discrimination based on the status of an individual, such as race, skin color, religion, national origin, gender, sexual orientation, gender identity, age, disability, any other personalities, and political preferences.

3.2 Secure and safe workplace

Suppliers provide a secure and safe workplace to all employees and prevent accidents for employees, customers and visitors. The executives of suppliers will ensure the compliance with this commitment in all establishments and factories operated by suppliers.

3.3 Working hours, remuneration, and benefits

Suppliers shall pay remuneration to employees fairly, and sufficient for a decent living. Suppliers are committed to becoming an ethical employer, and respect employee engagement, fair rewards, including benefits that employees should receive.

3.4 Treatment of humans

Suppliers will respect the rights of employees and provide assurances to employees that there will be no harsh and inhumane practices, including physical, verbal and mental abuse or threat, and shall not engage in human trafficking.

<p>Please Sign to Acknowledge</p> <p>Sign.....</p> <p>(.....)</p>

3.5 Freedom of Association and Collective Bargaining

Suppliers shall respect employees’ rights and provide the freedom to join or establish associations and engage in collective bargaining in accordance with legal procedures. Participation in political activities must not result in discrimination against employee representatives, and such representatives must be allowed to perform their duties as representatives in the workplace.

3.6 Child labor protection

Suppliers will protect the forced child labor or child labor for illegal or dangerous work and work affecting the health, morality, safety, and mental state of the child.

Guidelines:

- Do not support the employment of children under the age of 15 (in accordance with Thai law).
- In cases where youth workers (aged 15–18) are employed, their compulsory education must not be obstructed or adversely affected.
- Youth workers (aged 15–18) must not be assigned tasks that could be hazardous to their health, safety, or hygiene.
- Work hours for all employees must be systematically recorded and maintained; records must be kept up to date and available for inspection by authorities or relevant parties at any time.
- All relevant managers and supervisors must receive training on laws and regulations related to youth employment, with emphasis on work hour requirements, including night shifts, weekend work, heavy labor, or work in hazardous environments.

4. Occupational Health and Safety

Suppliers shall provide safe and hygienic operating areas and work environments following the domestic laws and prevent their employees from facing potential safety risks by: (1) Providing personal protective equipment for vulnerable workers. (2) Encouraging employees to report work-related injuries, (3) Classifying and recording cases of work-related injuries and illnesses, (4) Providing necessary medical treatment, and (5) Investigating and taking corrective measures to eliminate the causes of such injuries and illnesses.

Guidelines

- Provide personal protective equipment for employees working in hazardous conditions.
- Encourage employees to report work-related injuries.
- Classify and record cases of work-related injuries and illnesses.
- Provide necessary medical treatment.
- Inspect and implement corrective measures to eliminate the causes of such injuries and illnesses.
- Communicate safety policies and procedures to all relevant parties comprehensively.

5. Responsibility for Environment and Sustainability

Supalai encourages its suppliers to comply with governmental environmental laws and regulations, and to improve energy efficiency, reduce greenhouse gas (GHG) emissions, optimize water use, and manage waste as appropriate. Business partners shall strive to minimize adverse impacts on the community, the environment, and natural resources to protect the health and safety of the general public. This includes establishing measures to prevent and mitigate environmental impacts, reduce greenhouse gas emissions that contribute to climate change, and manage impacts on ecosystems and biodiversity.

<p>Please Sign to Acknowledge</p> <p>Sign.....</p> <p>(.....)</p>

Guidelines

- Conduct business operations in compliance with both national and local environmental laws and regulations.
- Business partners shall report data on their initiatives to manage environmental impacts to the Company.
- Continuously improve environmental performance, including controlling impacts on air, soil, land, water, forests, biodiversity, and pollution, and reducing greenhouse gas (GHG) emissions.
- Implement systems for wastewater management, air pollution management, waste and hazardous waste management, and other environmental management systems relevant to business operations.
- Promote the use of environmentally friendly technologies, the improvement of energy efficiency, and the practice of reuse and recycling.
- Promote the efficient use of energy and water within their establishments.
- Possess effective waste management methods and avoid operations that generate waste.

6. Social Responsibility, Community Care, Land Use Rights, and Access to Natural Resources

In accessing land and natural resources, business partners shall respect the rights of local communities and indigenous peoples. Such operations must be conducted with their Free, Prior, and Informed Consent (FPIC) and in compliance with relevant laws and regulations. The utilization of land and natural resources must not adversely affect the livelihoods and identity of local people. Business partners shall mindfully engage in, participate in, or constructively cooperate with the community to achieve sustainable development for the community and society.

Guidelines:

- For operations that may have a large-scale or widespread impact, business partners should consider alternatives to select the option with the least impact, or one that achieves a balance between environmental, social, and investment cost factors.
- Business partners must hold legal rights and title to the land on which they operate, such as legal title documents, lease agreements, court orders, or other relevant legal instruments.
- Provide sufficient knowledge and information to all relevant parties.
- Establish communication channels with local communities and landholders, as well as a mechanism for receiving and resolving complaints.
- Respect the rights of communities and indigenous peoples to their traditional access to land and resources.

7. Communication Channels

Supalai provides channels for employees and stakeholders (including their suppliers, subcontractors and their employees) to make inquiries and raise concerns about this Code of Conduct and Business Practices through Supalai's ethical support hotline, which is a confidential method. Concerns can be raised without specifying the name of the informant. Supalai's ethical support hotline is available via anti-corruption@supalai.com.

<p>Please Sign to Acknowledge</p> <p>Sign.....</p> <p>(.....)</p>

8. Confirmation of Compliance with Supalai's Code of Conduct

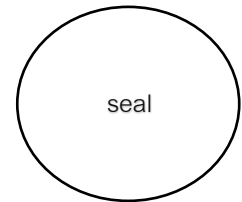
The suppliers acknowledge and agree that they are responsible for fully complying with Item 1-6 of this Code of Conduct in order to concretely achieve the joint supply chain management development and sustainability for partners and Supalai. Therefore, Supalai will assess the compliance with this Code of Conduct based on the signing of suppliers with Supalai from the date of signing as well as a survey of suppliers' establishments and obtaining reliable information showing the compliance with this Code of Conduct of the suppliers.

The suppliers will fully cooperate with Supalai for such assessment and will take corrective actions immediately if there is any practice that does not comply with the Code of Conduct. In the event of a non-compliance with the Code of Conduct, Supalai may require regular inspection performed by an independent auditor selected by Supalai, whereby the suppliers shall agree to perform the inspection and accept the payment of expenses incurred.

The supplier acknowledges and agrees to sign, certify and affix the Company seal.

I _____ the authorized director
of _____ agree to comply with the above Code of Conduct.

Signature _____



For natural persons, a company seal is not required.

Date ___/___/___