

5.3 Anti-Corruption



The Company is committed to conducting business with honesty, integrity, and transparency under the principle of "Zero Tolerance" toward all forms of corruption, with a focus on building a sustainable anti-corruption organizational culture through a long-term awareness and mindset development plan.

Progress and International Standard Recognition

In 2025, the Company maintained its membership in Thailand's Private Sector Collective Action Coalition Against Corruption (CAC) by adhering to practices derived from its Recertification, which encompasses audit processes, high-risk operations, No Gift Policy, hospitality and gift giving, and entertainment expenses, to ensure that internal controls are robust and transparent in accordance with international standards.

Extending Transparency Across the Supply Chain

The Company places emphasis on accountability throughout the entire Value Chain by continuously implementing programs that encourage business partners to join the anti-corruption declaration through the CAC SME program.

Key Performance Highlights:



- **Supplier Engagement:** Expanding the transparency network through downstream promotion, encouraging business partners to maintain CAC certification on a consistent basis, in order to reduce corruption risks within the supply chain.



- **Building Awareness:** Conducting training and assessments on business ethics and anti-corruption for employees and business partners at 100%, to foster an ethical culture throughout the organization.

The Company rejects all forms of corruption, be it direct or indirect. It has formulated policies and guidelines to combat corruption in the Business Ethics Manual and Code of Conduct as follows:

Terms and Conditions:

1. Directors, executives, and employees of the Somboon Group are strictly prohibited from engaging in or accepting any form of corruption, both directly and indirectly. This includes providing and receiving goods, gifts, receptions, collection of money, donations, and any other benefits from individuals conducting business with companies within the Somboon Group.
2. Disseminate this anti-corruption policy to provide knowledge and understanding, covering employees, trading partners, customers, and stakeholders both domestically and internationally. Moreover, conduct regular reviews of work practices in accordance with the anti-corruption policy at least once a year, along with periodically reviewing operation guidelines and regulations to ensure compliance with changes in business, regulations, rules, and legal requirements.

Roles and Responsibilities

1. **Board of Directors** - Responsible for establishing policies and overseeing the Company to ensure it has sufficient and effective systems to support anti-corruption efforts, while emphasizing the importance of anti-corruption practices across the Group.
2. **Audit Committee** - Responsible for reviewing financial reporting systems, accounting, internal control systems, and internal audit systems, as well as handling anti-corruption whistleblowing reports, fact-finding investigations, follow-up on policy compliance, and reporting significant matters to the Board of Directors
3. **Managing Director** - Management Committee, and Executives — Responsible for implementing this policy in practice throughout the organization, defining and supporting the development of systems necessary for anti-corruption efforts, and ensuring communication to all employees and relevant parties. This includes regularly reviewing the appropriateness of systems in various matters to keep pace with changes in business direction, regulations, and applicable laws.
4. **Internal Audit Department** - Responsible for auditing and assessing the risk of corruption within the Company, as well as reviewing to ensure that the Company has appropriate and sufficient control systems to manage such risks. Various departments are required to comply with policies, practices, and applicable laws on an annual basis. Advisory guidance on corruption risk prevention is also provided, and audit results are regularly reported to the Audit Committee, including expedited reporting to senior management and the Board of Directors in cases where significant issues posing a risk to the Company are identified.



Guidelines

1. Directors, executives, and employees of the Somboon Group shall adhere to the anti-corruption policy, the Business Ethics, and the Code of Conduct. They are required to refrain from involvement in any form of corruption, whether directly or indirectly.
2. Employees of the Somboon Group shall not neglect or ignore any observed actions that fall under the scope of corruption associated with the Company and its subsidiaries. It is mandatory to report to their supervisors or persons in charge and cooperate in investigating any suspicions. For inquiries or consultations, employees shall seek advice from their supervisors or the people in charge of monitoring compliance with ethical business matters through the given channels.
3. The Company shall provide fairness and protection to employees who refuse, or report corruption related to the Company and its subsidiaries. Protective measures, as defined in the Company's Whistleblowing Notice Policy, will be implemented for complainants or individuals collaborating in reporting corruption.
4. Individuals engaged in corruption will be deemed to have violated the Company's ethical standards, shall be subject to disciplinary action as specified in the Company's regulations, and legal penalties if the actions are unlawful.
5. The Company and its subsidiaries recognize the importance of disseminating knowledge and promoting understanding among individuals with responsibilities related to both the Company and its subsidiaries, including stakeholders, to conduct operations in accordance with the mentioned anti-corruption policy.
6. The Company is committed to developing and shaping individuals into the “Smart People” with a strong ethical conscience, acting as a good citizen of society and the country, and collaborating to create a culture that rejects all forms of corruption.



Principles and Processes for Corruption Risk Assessment

The Company recognizes the importance of corruption risk assessment in order to identify significant risks, separate from organizational-level risk assessments. The assessment covers processes and activities with significant corruption risks, such as procurement, sales and marketing, liaison with government agencies, giving or receiving gifts and hospitality, and asset management by individuals. Risks are evaluated based on the likelihood of corruption occurring and its potential impact, in order to prioritize risks and establish appropriate control measures. Based on the assessment, the Company found that the majority of corruption risks remain at a moderate-to-low level. The risk area of particular concern is activities involving coordination with government agencies, for which the Company has established appropriate internal controls, policies, and practices, along with continuous communication and training for employees.



Furthermore, the Internal Audit Department continues to perform audits of the Company's processes and activities to identify channels and opportunities for corruption, while assessing the associated likelihood and impact (based on likelihood and impact scoring in accordance with the Management Manual and organizational risk criteria). High-risk assessment results are used to develop annual audit plans, with follow-up conducted on a regular basis.

The Company has established guidelines for monitoring and evaluating compliance with its anti-corruption policy, as follows:

1. Requiring governance departments to monitor corruption risks and coordinate with the Internal Audit Department to develop audit plans aligned with the annual internal audit plan.
2. Establishing whistleblowing channels and whistleblower protection measures on the Company's website and intranet, communicating to employees at all levels that they can access complaint and whistleblowing channels, which is considered an employee duty to report observed misconduct. Follow-up on recurring compliance measures is conducted, and if investigation results indicate actual corruption, a recovery report will be submitted to the Managing Director, Audit Committee, Risk Management, Corporate Governance and Sustainability Development Committee, and/or the Executive Board to ensure that the aforementioned measures are properly implemented.
3. Those who commit acts of corruption against the Company's ethics are subject to disciplinary consideration in accordance with the Company's established regulations, and legal penalties if such actions violate the law.
4. Promoting knowledge through an orientation curriculum for new employees to foster understanding of business ethics, workplace conduct, the anti-corruption policy, and guidelines for receiving and giving gifts or other benefits within the Somboon Group.
5. Conducting knowledge and understanding assessments related to anti-corruption, and using the results to evaluate the level of knowledge and understanding in order to monitor and develop business ethics, workplace conduct, and build awareness of anti-corruption in all forms.

Guidelines for receiving goods or other benefits:

- (1) Executives and employees are strictly prohibited from receiving or collecting gifts, receptions, services, financial support, or any prize money from clients, creditors, or stakeholders who engage in business with the Company.
- (2) Requests for financial support or goods can only be made officially between organizations, with approval permitted and signed by the authorized signing directors.
- (3) Except on occasions or customary festivals widely practiced by the general public, any goods or other benefits must have a price or value not exceeding 2,000 Baht and/or be necessary to maintain good relationships between individuals or organizations.
- (4) Senior executives are designated as organizational representatives for receiving goods or any other benefits and are required to submit to Directors through the Company Secretary's Office within 5 working days from the date of receiving such goods or benefits.
- (5) Except for customary festival gifts, employees can receive gifts with a value not exceeding 500 Baht, such as keychains, calendars, and notebooks with identified organizational logo. Senior executives are designated as representatives to receive and report such gifts in writing to Directors through the Company Secretary's Office.
- (6) To prevent conflicts of interest, the Company does not allow employees to represent the organization when receiving goods or benefits unless under exceptional circumstances. In such cases, executives below the senior management level (whether from their own department or another) are permitted to act as recipients and must promptly report to senior executives.



Guidelines for providing goods or other benefits:

- (1) The provision of goods is mandatory for occasions of customary festivals widely practiced by the general public. In providing goods or any other benefits, the Company acts as the operator to procure them by setting a price or value not exceeding 2,000 Baht. Additionally, an examination/verification of appropriateness is conducted beforehand to prevent any involvement in corruption.
- (2) Senior executives are designated as organizational representatives for the act of providing goods or other benefits.

Operations for the Year 2025

1. The Company has established a strategy to elevate governance, risk management, and accountability to stakeholders and society, grounded in the principle of knowledge coupled with integrity. This forms 1 of 6 key missions of the corporate strategy, aimed at driving sustainable business growth in accordance with the Sufficiency Economy Philosophy and building sound immunity in business operations, while promoting knowledge, understanding, and a sense of duty among employees at all levels throughout the organization to perform their responsibilities with accountability, diligence, honesty, and integrity.

2. The Company has promoted knowledge through training programs, seminars, workshops, and various activities to cultivate a new organizational culture under the Corporate Ethics Promotion and Instillment Plan, as follows:

2.1 The Company has established an orientation curriculum with content focused on the Company's policies, ethics, and workplace conduct, emphasizing integrity, honesty, accountability to oneself and others, and anti-corruption awareness for all new employees at every level. This aims to foster knowledge and understanding of good corporate governance principles and business ethics, leading the organization toward becoming a "transparent organization" with quality and auditability in every process. In 2025, 100% of all new employees received training and were assessed, achieving a good level of knowledge and understanding.

2.2 The Company has established a corporate governance and business ethics training program, in which the anti-corruption policy is included as one of the course topics. This year, all employees at every level are required to complete an online course and examination to strengthen knowledge and understanding of corporate governance throughout the organization for the second consecutive year. Short film-based learning materials have been developed to ensure accessibility for employees at all levels, with relevant case studies and everyday situations included to enable practical application in their work. As a result, 100% of all employees completed the training and examination, and 100% passed.

2.3 The Board of Directors has a policy to encourage business partners and stakeholders to grow alongside the Company, by establishing a strategy to enhance business value from the outset through the Thai Private Sector Collective Action Coalition Against Corruption (CAC) in combating corruption within the Somboon Group, to ensure genuine transparency in the Supply Chain process. The network of intent declarations has been extended to suppliers by promoting knowledge, understanding, and awareness of the importance of anti-corruption, in order to continuously and broadly expand the Thai private sector anti-corruption network.

2.4 Plans and performance reports on anti-corruption practices and compliance with good corporate governance principles are reported to the Board of Directors through the Risk Management and Sustainability Development Committee every quarter.

2.5 Establishing whistleblowing and misconduct reporting channels (Whistleblower) to provide opportunities for employees and all stakeholder groups to freely express their opinions and report any unlawful actions or corruption, with the following objectives:

- (1) To provide clear whistleblowing and feedback channels (Whistleblower channel)
- (2) To correct and improve management practices
- (3) To conduct fact-finding investigations



The Legal and Corporate Governance Department is designated as the central unit responsible for receiving and managing complaints related to the Company's corporate governance and business ethics matters.

In 2025, the Company received a total of 2 whistleblowing reports and complaints, of which 1 has been fully investigated and 1 is currently under investigation. The completed case involved a complaint requesting an investigation into an employee's conduct with respect to potential fraud and misconduct in the Company's project procurement process. The investigation committee examined the facts and gathered evidence, which revealed no evidence of fraud by the employee in question in the procurement process. However, it was found that the employees concerned had not followed proper work procedures in accordance with their roles and responsibilities and had not performed their duties to full efficiency. Nevertheless, such misconduct had no significant impact on the Company's overall performance.

The investigation committee considered disciplinary action and imposed disciplinary penalties on all relevant employees. Following this case, the Company analyzed the root causes of the issues identified in order to establish corrective measures and strengthen preventive controls within the internal control system and procurement process, specifically the Vendor List preparation process and the price review process, to be more robust. Continuous monitoring has been carried out to reduce the risk of recurrence. The corrective and preventive measures have since been fully implemented.

Complaint, Whistleblowing, and Suggestion Channels

The Company has reviewed and updated its complaint and whistleblowing management channels to ensure they are appropriate, current, and systematic, managing complaints and whistleblowing reports through multiple channels as follows:

Channel: Company Website



Complaint Channel |
Somboon Advance
Technology (SAT)
(satpcl.co.th)



Channel: Email. Directly email to independent directors, the Company Secretary, or Compliance Department

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| 1. Mr. Sansern Wongcha-um | Email: sansern.w@somboon.co.th or |
| 2. Mr. Paitoon Taveebhol | Email: ptaveebhol@somboon.co.th or |
| 3. Dr. Suthad Setboonsarng | Email: suthad.set@somboon.co.th or |
| 4. Mr. Prayong Hirunyawanich | Email: prayongh@somboon.co.th or |
| 5. Mr. Sobson Ketsuwan | Email: sobson.k@somboon.co.th or |
| 6. Dr. Somchai Harnhirun | Email: somchai.har@somboon.co.th or |
| 7. The Company Secretary | Email: Nopamas.p@somboon.co.th or Call 02-080-8271 |
| 8. The Compliance Department | Email: Sathit.tun@somboon.co.th or Call 02-080-8267 |

Or send by post to the Company Secretary at The Company Secretary, Tower 2, Somboon Advance Technology Plc., No. 215 , Moo 2, Debaratna Road, KM. 15, Bang Chalong Subdistrict, Bang Phli District, Samut Prakan 10540

2.6 The Company has declared a No Gift Policy, prohibiting the acceptance or giving of gifts or any other benefits in all forms, in order to reduce risks associated with giving and receiving gifts, to foster a good workplace culture without expectation of reciprocal benefits, and to continuously prevent corruption on an annual basis.

Operations: Expanding the anti-corruption network through the Company's Thai Private Sector Collective Action Coalition Against Corruption (CAC).

The Company requires all of its business partners to sign a declaration of intent to combat corruption alongside the Company, and communicates its policies to business partners through the annual supplier meeting.

In 2025, the Company continued to promote knowledge and encourage business partners to join the declaration of intent with the Thai Private Sector Collective Action Coalition Against Corruption (CAC).

