



NAWARAT

Business Code of Conduct Handbook

**Nawarat Patanakarn Public Company Limited
(CC - 01)**

Revision 01

Date: 12/11/2015

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Message from Chairman

Nawarat Patanakarn Public Company Limited aspires to conduct the business in accordance with the good corporate governance principles and is committed to perform any operations with integrity, transparency, ethics, morality and responsibility to shareholders, customers, employees and all stakeholders.

In order that directors, executives and employees have mutual standard framework to perform their duties, adhere to morality and conduct business ethically, the Company has formulated the Business Code of Conduct in writing since 2013 and strictly comply with it until it is widely accepted.

Because of changing circumstance, the Company has revised and updated the Business Code of Conduct so that it shall be of international standards, up-to-date and keeping up with time. The purpose of the revision is for directors, executives and employees of Nawarat Patanakarn Public Company Limited to perform their duties at standards with suitable ethics and morality.

The Company determines that it is duty of directors, executives and employees at all levels to be responsible for acknowledgement, understanding and strict compliance with the policies, rules and regulations stipulated in this Business Code of Conduct Handbook. Adherence to the Code of Conduct will promote efficiency of the business conduct of the Company; help the Company to achieve business goals and receive credibility in business operating standards from shareholders, investors and general public.

(Mana Karnasuta)
Chairman
12 October 2015

Objective of the Business Code of Conduct

Nawarat Patanakarn Public Company Limited conducts construction business and is committed to be the leading company, to create credible business operation toward investors and stakeholders, to add the Company's value and to conduct business with transparency on every stage.

To make it up-to-date and suitable with the changing situation, the Business Code of Conduct Committee agreed and approved to revise and update the Business Code of Conduct Handbook that is the first revision. The revision has combined policies on responsibilities, treatments of stakeholders as well as business operating principles within the framework of the international standard. The Business Code of Conduct will be used as the practical guidelines for directors, executives and employees to perform their duties efficiently to ensure that the Company can achieve goals of vision, and mission, and can maintain the ethic standards for the benefits of all stakeholders and for mutual sustainable growth.

Definitions and Meanings

Business Code of Conduct refers to good practice and guideline which serves as the standard for the business conduct of Nawarat Patanakarn Public Company Limited with the aim to achieve business purpose and reflect values and culture of the organization.

Company refers to Nawarat Patanakarn Public Company Limited and its subsidiaries.

Subsidiary refers to a company in which Nawarat Patanakarn Public Company Limited has authority to control by holding more than 50% of its share with voting rights and having authority to control, either directly or indirectly, its management, majority votes in the shareholder's meeting as well as appointment or removal one - half of all members of directors.

Associated Company refers to a company in which Nawarat Patanakarn Public Company Limited holds, either directly or indirectly, 20 (twenty) percent but not more than 50 (fifty) percent of its share with voting rights and has authority to take part on decision of financial and operating policies, but has no authority to control such policies.

Directors refer to Directors of Nawarat Patanakarn Public Company Limited and its subsidiaries.

Executives refer to executives from manager level upwards, including Managing Director and President of Nawarat Patanakarn Public Company Limited and its subsidiaries.

Employees refer to permanent employees, probationary employees and contractual employees of Nawarat Patanakarn Public Company Limited and its subsidiaries.

Permanent Employee refers to employee who has been hired by the Company for a position and is entitle to get monthly salary or daily wages.

Probationary Employee refers to employee who has been employed by the Company for probation for a period of 119 days from the starting date. When the probationary period is completed, if performance is satisfactory, such employee will be put in a position as permanent employee by receiving notice from the Company , but if performance is unsatisfactory, the company has right to terminate employment without any compensation payment. For this case, the Company will inform in advance within the period defined by law.

Contractual Employee refers to employee hired by the Company under the contract for a specific period of time

Corruption refers to performing or refraining from performing duties or abusing of authority by position in all forms, such as offering and acceptance of bribe, presenting and promising to give, demanding or requesting assets, money, materials, privilege or other benefits, which is not in compliance with ethics, morality, laws, rules, regulations, and policies, to/from public official or other party operating business with the Company, its subsidiaries and associated company, either domestically or international, so that such person could proceed or disregard his/her duty in order to acquire, retain the business, recommend specific company to the entity, or achieve or maintain any improper benefits for oneself, organization or related persons.

Bribe refers to valuable thing including money, gratuities, sponsorship, hospitality, privilege or other benefits offered to someone for his/her own benefits or for influencing or inducing him/her to conduct, decide or not to decide on any matters with the purpose to run business with the organization such person is working or take improper advantage from such person or from organization such person is working

Conflict of Interests refers to any activity or circumstance in which a person has a private or personal interest or of those related which influences the performance of duties towards and the utmost benefits of Nawarat Patanakarn Public Company Limited

Inside Information refer to information which have not been yet disclosed to the public for the purpose of the Company's use, not personal use, information temporarily kept by the Company as well as information about strategies, policies, working plan, targets, operation results and revenue of the Company

Gifts, Gratuities refer to a valuable thing such as asset or others non – monetary willingly given to someone for courtesy, or rewarding, or affection, or assistance, or incentive or etiquette, for example, New Year present, birthday gift, etc.

Other Benefits refer to valuable item or other returns which are not money and assets such as discount, entertainment, service, training or any other item of similar nature

Sub - contractors refer to a person or business which has a contract with a principal contractor (herein means Nawarat Patanakarn Public Company Limited) to provide whole or some portion of works which the contractor has agreed to perform for the interest of employer. This includes a person or business which makes a contract with a sub – contractor to provide work which the sub – contractor has agreed to perform.

Stakeholders refer to a party relating to Nawarat Pattanakarn Public Company Limited and its subsidiaries in various manners such as shareholder, public sector, business partner, customer, competitor, creditor, debtor, auditor, employee, community and society

Vision, Mission and Values

Vision

1. To be number one in our specialized area and to be top five in general contracting business in Thailand.
2. To have excellent management system according to the criteria of Thailand Quality Award (TQA)
3. To be an organization with high competency and professionalism
4. To be an organization with sustainability in business operation, be able to deliver goods and services in creating value to customers.
5. To have stable financial status and returns to shareholders at appropriate level.

Mission

1. Conduct business with ethics and commitment to safety, environmental conservation, support and promotion of social development.
2. Define direction and commitment to respond expectation of stakeholders to create collaboration in driving the Company to achieve its vision.
3. Recognize the importance to respond expectation of shareholders on stable and continuous return on investment, manage risk under suitable level and consistently adhere to corporate governance to create credibility towards shareholder.
4. Maintain long – term good relationship with customers through on-time delivery of quality products and services at fair prices.
5. Treat business competitors in compliance with the Code of Conduct. Be able to be business partner, business colleague in the context of suitable cooperation and relation.
6. Initiate corporation and relationship with business partners to build business growth opportunities together.
7. Treat employees with fair remuneration, enhancing their long – term career security, building good working culture, developing talent to be highly competence, promoting secure and safety work atmosphere as well as creating cooperation, unity, satisfaction, happiness and warmth.

Values

Adhere to ethics, be professional and develop in accordance with changes

- **Adhere to ethics** means possession of integrity, accurate opinions, ethics and commitment.
- **Be professional** means working with knowledge, capability, responsibility, quality, creativity, teamwork, responsiveness and accuracy. Always improve knowledge and pass it on to others.
- **Develop in accordance with changes** means change and improve organization according to external environment and changes.

Code of Conduct Guidelines

1. Directors, executives and employees at all levels shall have duties to strictly and continuously implement and maintain the Code of Conduct; not stimulate, encourage or support others to violate the Code of Conduct; shall not ignore whenever any conduct against the Code of Conduct is found; must not impede but must cooperate to the investigation process when the accusation against the Code of Conduct is raised; and must not perform unfair labor practice to the person who is accused of performing non-compliance with the Code of Conduct.

2. Directors, executives and employees at all levels are responsible to acknowledge and understand content in the Code of Conduct, particularly related to their tasks as well as regularly update the knowledge and understanding of the Code of Conduct.

3. Directors, executives and employees at all levels are in the position to acknowledge correct understanding to the persons perform duties related to the Company

4. In case of doubts or inquiry, employees shall consult supervisor or persons authorized by the Company to be responsible for the compliance of the Code of Conduct such as the internal auditor, the Business Code of Conduct Working Team, the Audit Committee, the Business Code of Conduct Committee

5. Directors, executives and employees in all levels shall cooperate with persons assigned by the Company in any investigation

6. Supervisor at all levels shall serve as role model, pursue the highest standards of the Code of Conduct and encourage a work environment of good governance

7. When discovering any violation or malpractice of the Code of Conduct, executives and employees must notify their superiors, or Human Resources Manager, or Internal Audit Manager, or the Corporate Governance Committee, or the Business Code of Conduct Committee or through the following channels

1. For internal complaints within the Company

Contact: Mr. Mitporn Tansrisuk

Vice President of Administration Department

Tel: 02 7302100 ext 2146

E-mail: t_mitporn@nawarat.co.th

Or contact through the employee's suggestion box placed at the workplace

2. For external complaints from third parties

Contact: Mr. Pasan Swasdiburi

Board of Directors Secretariat Office

Nawarat Patanakarn Public Company Limited

18th – 19th Floor, Bangna Towers A,
2/3 Moo 14, Bangna – Trad Road (K.M. 6.5)
Bangkaew, Bangpli, Samutprakarn 10540
Tel: 02 7302100 ext. 2195
E-mail: s_pasan@nawarat.co.th

8. If any complaints are received, responsible persons receiving those complaints shall gather information and relevant fact by him/herself or assign the suitable person to conduct, and then report to the relevant authorities for processing, examining and alleviating any performing against or non – compliance with the Code of Conduct

9. The Business Code of Conduct Handbook is considered as a part of the Company's Operation Procedures and Regulations thereof.

Business Code of Conduct

1. Observance of Relevant Laws, Rules and Regulation

Nawarat Patanakarn Public Company Limited recognizes the importance of the observance of relevant laws, rules and regulations in everywhere the Company is present. Directors, executives and employees at all levels must conform to laws, must not violate, and perform duties in accordance with rules, orders, announcements and regulations issued by the Company; comply with laws, criteria, requirements and rules of relevant agencies; shall not use legislative gaps to seek the Company's and personal benefits improperly; acknowledge, understand, take responsibility and abide to the applicable laws and regulations relating to discharge of duties; review compliance with relevant laws, rules and regulations; ensure regular observance; abide to laws, rules and regulations of the countries in which the Company invests or operates a business and respect good traditions and cultures of such locality as well.

2. Anti – Corruption Guideline and Policy

Nawarat Patanakarn Public Company Limited recognizes the importance of anti-corruption resistance. The Company encourages and supports all employees' awareness on resistance of all types of fraud and corruption and has formulated the Anti – Corruption Policy as the practical guideline for directors, executives and employees as per detailed below:-

2.1 Duties and Responsibilities

1. The Business Code of Conduct Committee

performs duties and responsibilities to formulate the Anti – Corruption Policy as well as to review and revise the Anti - Corruption Policy to be effective and proper according to the situation

2. The Board of Directors

performs duties and responsibilities to approve the Anti – Corruption Policy and to ensure that efficient system for anti-corruption is provided to help executives, the management, employees and concerned persons realize the importance and put the policy into practice that it becomes a part of organizational structure

3. The Audit Committee

performs duties and responsibilities to review and ensure that the Company has sufficient internal control and its business operation complies with the Anti – Corruption Policy

4. Executives and the Management

performs duties and responsibilities to establish systems, provide support, promote and oversee to ensure that employees and concerned parties conform to the Anti – Corruption Policy, as well as to review suitability of the systems and measures to accommodate changes in business, regulations and official requirements.

5. The Internal Audit Team

performs duties and responsibilities to conduct audit, review and ensure that operations comply with concerned policies, guidelines, regulations and laws and that the Company has proper and sufficient internal control systems for countering corruption risks which may arise and report the Audit Committee on any findings.

6. Directors, Executives and Employees

perform duties and responsibilities to comply with the Anti - Corruption policy and shall not be involved in fraud and corruption, either directly or indirectly

7. Subsidiaries, Associated Company and Business Representatives

must agree, accept and operate in compliance with the Company’s Anti - Corruption Policy

2.2 Scope and Practical Guideline

1. Nawarat Patanakarn Public Company Limited supports and encourages employees at all levels to become aware of fraud and anti-corruption and puts in place the internal control to prevent the Company from fraud and corruption, from offering and acceptance of bribe in all forms, all regions and all countries where the Company performs its works.

2. Directors, executives and employees at all levels must comply with the guidelines as per detailed below:-

- **Offering and Acceptance of Bribe**

Offering and acceptance of all forms of bribe in exchange of business advantages is prohibited. This includes delegating other persons to commit such actions.

- **Gifts, Hospitality and Other Benefits**

Offering and acceptance of gifts, assets, hospitality or other benefits to/from customers, business partners, or related parties must be in compliance with the regulation on “Offering and Acceptance of Gifts, Assets or Other Benefits” prescribed in the “Business Code of Conduct Handbook”

- **Political Contributions**

1. The Company is politically neutral; shall not directly or indirectly contribute and engage in any actions affiliated with political parties or groups.
2. Directors, executives and employees have rights and freedom under the constitution to exercise political activities, but must not claim the status of being a director, an executive and an employee and must not utilize company assets or provide its services in support of political activities. If directors, executives and employees engage in any political activities,

they must take particular care not to imply or mislead that the Company is supporting any political parties

• **Charitable / Public Benefit Contributions and Sponsorship**

As a part of society contribution, the Company has the policy for charitable and public benefit contribution either money or other means such as stuff donation, activities participation, etc. and has formulated a guideline for making charitable contribution or sponsorship as follows:

1. Offering or accepting charitable / public benefit contributions or sponsorships must be transparent, lawful, and ethical; does not expect any business returns and does not cause any damage to the public.
2. Offering or accepting charitable / public benefit contributions or sponsorships shall not be used as an excuse for bribery.
3. Use of the Company's money or assets for charitable / public benefit contributions must be done under the name of the Company and has purpose to create good image and reputation of the Company
4. Any actions taken must be in compliance with procedures of reviewing and approving charitable/ public benefit contributions or sponsorships as stipulated by the Company's regulations
3. The Company is committed to create and sustain the organizational culture of zero tolerance of corruption when dealing with both government and private sector.
4. Directors, executives, and employees at all levels must not be negligent when witness any actions of possible corruption, and shall report the matter to his/ her supervisor or the responsible person and give full cooperation in investigation. Channels for hearing any complaint from external parties shall also be provided. In this regard, it shall be in compliance with the Company's regulation
5. The Company must be fair and protect any employees who refuse to associate with or provide information about corruptions. Accordingly, the Company shall not demote, punish, or cause any negative consequence to such employee, although his/ her action may lead to the Company's loss of business opportunity. The Company shall also be fair and protect employees or other parties who provide information or evidence about fraud and corruption concerned with the Company and its subsidiaries by applying protective measures for informants or person who cooperates in reporting of fraud and corruption as specified in the Whistle Blowing Policy
6. Directors and executives at all levels must demonstrate integrity and must be role model in following of the Anti – Corruption Policy. The Human Resources are assigned to educate, promote understanding, and encourage employees at all levels to strictly and continuously adhere to the Anti – Corruption Policy so that it becomes a part of the organizational structure.
7. The Anti – Corruption Policy covers human resources management procedures from recruitment, selection, promotion, training and performance appraisal. Supervisors at all levels are in charge of communication to their teams creating understanding and enabling all employees to apply the Policy to business

- activities within their scope of work as well as monitoring to ensure effective application of the Policy.
8. Any person conducting fraud and corruption is considered disciplinary violation of personnel management's rules and regulations for employees and is subjected to disciplinary punishment as defined by the Company as well as lawful action if such conducts is illegal.
 9. Any action taken under the Anti-Corruption Policy shall be in accordance with guidelines prescribed in the Company's "Corporate Governance Policy", "Business Conduct of Conduct Handbook" as well as related working manuals and any additional guidelines to be formulated in the future.
 10. The Company will regularly review the practical guidelines and operating measures to be update and in comply with the changing of laws and business operation conditions
 11. The Company stipulates that communication and public relation activities of Anti-Corruption Policy are carried out via both internal and external media e.g. intranet, the Company's website and annual report.

3. Related Transaction and Conflict of Interest

Nawarat Patanakarn Public Company Limited operates while taking into account the benefits of the Company and the stakeholders; therefore, good practices have been established to emphasize our desire to operate in a transparent and auditable manner. Directors, executives and employees in all levels as well as related parties must avoid involvement in any such action which could result in a conflict of interests which may result in loss of benefits or in loss of operational efficiency. The good practice on related transaction and conflict of interest are as follows:-

3.1 Not use duties or responsibilities to seek personal benefits or embezzle any assets that should belong to the Company or the customers

3.2 Avoid assigning responsibilities to directors, executive or employees in the case that may constitute a conflict of interests

3.3 If duties or responsibilities of a director, executive and employee may create benefits for him/herself, his/her family, relatives or cronies, the said director, executive and employee must not make use of their duties or responsibilities to seek benefits for him/herself of those people and must inform his/her supervisor of the matter without delay.

3.4 Directors, executives and employees must not join or accept any positions including director, advisor, agent or contractor in other companies that may constitute conflicts of interest with the Company

3.5 Any transactions which may raise conflict of interest should be segregated. In case where it is impossible to avoid such transaction, a responsible department will oversee that transaction to ensure transparency, clarity for the utmost benefit of the Company. A person with vest interested in such conflict must abstain from making a decision on that transaction

3.6 Notify the Company without delay if

- accept to be director, consultant or representative of other company;

- director or his/her family member attends or is shareholder of any business which benefits or conflicts with benefits of the Company;
- gain direct or indirect interests in any contracting made with the Company. Director, executive and employees must specify type of contract, name of counter-partner and interests received from contract;
- director holds any securities or debentures of the Company or its subsidiaries. Director must specify amount of securities and changes.

4. Use of Inside Information and Safeguarding of Confidential Information

Nawarat Patanakarn Public Company Limited is a listed company in the Stock Exchange of Thailand; therefore, a key policy established is the fair and equitable treatment of all shareholders. Inside information or unpublished news whose content may affect the stock price such as profits forecast, new shares issue, loans, new investment projects and liquidity problems are deemed confidential information of the Company. Such information, when disclosed, would naturally affect the Company, particularly stock price of the Company which is traded on the Stock Exchange of Thailand. Consequently, directors, executives and employees at all levels must be careful not to let the Company's confidential documents or information leak out to irrelevant persons which cause damage to the Company; must not inform inside information obtained from discharge of duties, e.g. customers information, products, services, working plans, strategies, operation methods and operational systems to others; and shall not use internal information to seek profits or benefits or to cause direct or indirect damage to the Company.

5. Internal Control / Internal Audit / Risk Management and Financial Report and Accounting

Nawarat Patanakarn Public Company Limited is determined to create added value and sustainable business security in consonance with the good corporate governance principles. To this end, the Company has determined policies to have an efficient and effective internal control and internal audit system in line with international standards, a proper risk management to ensure that key risks are managed to be at the acceptable level without affecting the achievement of the Company's objectives, a good monitoring and evaluation, a regular review of operational systems, and preparation of correct, complete, credible and legitimate financial and accounting report which is the important part to build confidence in the Company toward shareholders and investors

6. Offering and Acceptance of Gifts, Gratuities or Other Benefits

Offering of gifts, gratuities or any other benefits, including hospitality is reasonably permissible when there are festive occasions or when they are considered a traditional norm or for the purpose of maintaining normal business relationship, and reasonable and justifiable value.

Directors, executives and employees can reasonably accept gifts, gratuities or any other benefits, including hospitality when there are festive occasions or when they are considered a traditional norm and they are not illegal. The value of the accepted gifts must not exceed Baht 3,000.- (Baht: Three thousand) and must not be cash or cash equivalent gift

Sample of gifts and gratuities to be accepted are as follows:-

1. gift with the value of not exceeding Baht 3,000.- and not cash or cash equivalent
2. gift bearing company logo produced for sales promotion, such as pens, T-shirts, notebooks, etc.
3. things produced for general distribution, such as distribution to staff or to customers of business partners
4. things produced or purchased for distribution on festive occasions from business partners, such as calendars, diaries, gift baskets, etc.
5. other benefits or privileges offered by business partners for the purpose of sales promotion

If directors, executives and employees receive gift on traditional occasions that its value is greater than Baht 3,000.- (three thousand) or in frequency more than usual from the parties relating to the Company's business, they must report their supervisors and shall inform customers that it is a breach of the Company's rules and return such gift to the customers . If it cannot be returned, directors, executives and employees must pass the said gifts to their respective supervisor for further action.

Nevertheless, employees are not required to notify the Company, if they receive gifts or prizes from joining receptions, or sport activities, or banquets, parties, debut, opening ceremony, etc. organized by business partners and their participants coming from various organizations and everyone receiving gifts, or souvenirs.

Directors, executives and employees are not allowed to solicit or accept gifts, assets or any other benefits which do not correspond with the tradition norm or which is excessive.

7. Procurement and Treatment of Business Partners

Procurement is an important process by which the expenses and the quality of products and services used in the operation of the Company are determined. Therefore, measures must be in place to ensure that the utmost benefits of the Company are guaranteed, that the procurement is fair, reasonable, transparent, auditable and explicable and that procurement procedures regarding selection and evaluation of suppliers are strictly adhered to the Company's regulations.

8. Intellectual Property and the Use of Information Technology

Intellectual property and information technology are key factors supporting the business conduct and the increasing of the operation efficiency. Therefore, it is the mutual responsibility of all employees to respect the rights of the intellectual property owners, to carefully use information technology within the requirement of laws, announcements and standards defined by the Company. Employees must not violate copyrights of intellectual property, must not use pirate computer software and must not install illegal computer software in the office. Should there be any doubt on the copyright of computer software, employees can consult the IT Department.

9. Communication

The Company is committed to conduct business with integrity and transparency. Communication through internal and external channels must be accurate and precise. Channels used for communication must be suitable to the situation. Inaccurate communication and announcement, both internal and external, either verbal or in writing, with distortion, spite or slander to person or group of persons are prohibited. Every communication must be made with polite language and tone and must not defame the Company's image and reputation

10. Political Rights and Neutrality

Nawarat Patanakarn Public Company Limited has a policy to operate business legally on the basis of integrity. The Company is politically neutral and independent in all decisions and actions. The Company believes in democracy and encourages directors, executives and employees to exercise their rights to attend any political activities under the constitution or the supreme laws which is enforced in Thailand at that time.

11. Directors and Executives Code of Conduct

The Company anticipates that directors and executives operate business with transparency and ethics, perform duties in accordance with the highest ethical standard, integrity, due care and prudence for the utmost benefits of shareholders and all groups of stakeholders. The Company has defined the Code of Conduct as the practical guideline of directors and executives as detailed below:-

1. Perform duties in compliance with laws, rules and regulations relating to the business operation
2. Operate the Company's business with honesty, fairness, transparency and ethics
3. Perform duties by applying the utmost knowledge, skills and ability in respect of management for the maximum benefits of the Company
4. Be independent in making a decision and action on the basis of righteousness
5. Perform duties by refraining from engagement in any conflicts of interests between oneself and the Company to ensure that operations is efficient, effective and transparent and
 - must not misuse authority by position as director or executives or use information obtained from work to gain personal benefits or others'.
 - must not abuse the Company's confidential information
 - must not appointed as director of any company which compete with the Company's business
 - must not gain any benefits or interests from contracting
 - must not accept things or other benefits which conflict the interest of the Company for personal or family members' benefits
6. Must not operate or invest in any business which competes with the Company and conflicts with the interest or relates to the business of the Company, either directly or indirectly.
7. Keep confidentiality of information and stakeholders of the Company not to disclose to unrelated persons that may cause damage to the Company and stakeholders

12. Employees Code of Conduct

The Employees Code of Conduct of Nawarat Patanakarn Public Company Limited is the practical guidelines together with the Company's work regulations, requirements, orders and announcements. The Company anticipates that all employees realize their responsibilities to perform duties and has defined the Employee Code of Conduct as the basic standard for employee to perform in accordance with the Code of Conduct as detailed below:-

12.1 Scope of the Code of Conduct

The Employee's Code of Conduct is defined for the employees of Nawarat Patanakarn Public Company Limited and its subsidiaries. The said employees refer to permanent employees, probationary employees and contractual employees including sub – contractors. The employees and the sub – contractors must understand, accept, believe and observe the Code of Conduct; must be prudent and refrain from violation of the Code of Conduct.

12.2 Duties and Responsibilities of Employees

1. Duties to the Company

- Perform duties with determination, full effort , full capacity, prudence, promptitude, accuracy, diligence, and dedication for the Company's maximum benefits
- Perform duties with integrity with respect to the fair Company's benefits
- Support the Company's policies and comply with laws, rules, regulations, announcements, instructions and resolution of the Board of Directors strictly, precisely and completely
- Maintain the maximum benefits of the Company, follow up performance and immediately report to the supervisors of incidents which may cause damages to person, assets, reputation or interests of the Company
- Take good care of the Company's assets and use them efficiently for the maximum benefits of the company. The said Company's assets include tangible and intangible assets such as movable and immovable assets, technology, academic knowledge, title deeds, patents, copyrights and confidential information such as business plan, financial estimation, personnel information
- Have a positive attitude and be proud of the Company; must not vilify the Company untruthfully and unfairly; and be beware of expressing opinions to outsiders on any matters which may jeopardize the Company's fame and operation
- Maintain image, reputation and dignity of the Company
- Report any acts of violation or suspicious behaviors against the Company's policies immediately to supervisor and give cooperation in investigating of such violation cause
- Inform incident that may affect the Company, wrongful or illicit conduct to the department relating to such incident or conduct to find a way to prevent and solve
- Do not get involved in or conceal any fraud and unlawful transactions; abstain from any acts which may defame the Company's reputation and image or cause problem to the Company

- Must not be employed by other companies or engage in any business irrelevant to the Company while holding office with duties and responsibilities toward the Company
- Give cooperation and adhere to the Company's good corporate governance principles

2. Duties to Supervisor, Subordinates and Peers

- Supervisors must behave in such manners to receive respect from subordinates. Subordinates must respect supervisor and senior persons and must avoid doing anything that may constitute an insult against supervisors.
- Supervisors must treat subordinates with fairness, generosity and kindness and properly care for their well – being.
- Respect the rights of supervisors, subordinates and peers; must not perform any offensive or threatening acts either physically or verbally which cause sexual annoyance to employees or subordinates.
- Treat supervisors, subordinates and peers with polite manners and speech, generosity and good human relations; honor each other.
- Build and maintain the climate of unity and teamwork; provide cooperation among colleagues and help each other for the benefits of the Company's work
- Share knowledge and work experience to colleague.
- Avoid criticizing other staff's personal matter or information in any manner which may cause damage to such staff.
- Refrain from taking others' property.
- Have a positive attitude toward supervisors, subordinates and peers; must not slander or criticize untruthfully and unfairly; and must not behave in a way which leads to disharmony of the group

3. Duties to oneself

- Perform duties with responsibility, honesty, transparency and fairness.
- Be ethic and moral; behave with good culture and tradition
- Abstain from all vices, drugs, and gamble of all types
- Be honest to oneself and others
- Regularly learn and develop knowledge and ability to enhance work skills for better work efficiency.
- Perform duties with the utmost knowledge and capabilities; must not seek illicit benefits
- Refrain from using the Company's assets and working time for personal interests
- Do not abuse or delegate others to use one's authority by position, either directly or indirectly, to gain personal benefits or others'.

13. Recognition of International Human Rights

Nawarat Patanakarn Public Company Limited supports and recognizes human rights principles both at the national and the international level, does not discriminate against people based on race, religion, gender. The Company regularly reviews to ensure that our businesses are not involved with any violation of human rights. The Company recognizes practices which are beneficial to the global community such as the United Nations Human Rights Principle

14. Acknowledgement of Incidence, Grievance, Suggestions Channels for Informants and Protection of the Rights of Informants (Whistle Blowing Policy)

Nawarat Patanakarn Public Company Limited requires executives at all levels to be responsible for encouraging their subordinates to acknowledge, understand and strictly comply with the Business Code of Conduct, policies, regulations and requirements of the Company, the good corporate governance principles and laws. The Company has defined the practical guideline for systematic, transparent and accountable consideration and investigation of grievance and complaints

The Company has established a department to acknowledge incident, grievance or suggestion from stakeholders affected from the Company's operation on a 24 – hour basis. This can be done verbally, via telephone, facsimile, electronic mail and postal mail. The Company will provide initial explanation of facts and measures to manage such matters to the party submitting grievance or involved party as soon as possible or within 1 day at latest.

In case of doubts or discovering any acts of possible violation or against laws, regulations, rules, code of conduct or corporate governance policy, stakeholders can ask, undertake whistle - blowing or file complaints with detailed evidences to relevant person or department through the following channels:-

1. For internal grievance, suggestions and complaints within the Company

Contact: Mr. Mitporn Tansrisuk

Vice President of Administration Department

Tel: 02 7302100 ext. 2146

Email: t_mitporn@nawarat.co.th

Or contact through the employees' suggestion box which is put at workplace

2. For external grievance, suggestions and complaints from third parties

Contact: Mr. Pasan Sawasdiburi

Board of Directors Secretariat Office

Nawarat Patanakarn Public Company Limited

18th -19th Floor, Bangna Towers A,
2/3 Moo 4, Bangna – Trad Road (K.M. 6.5)
Bangkaew, Bangpli, Samutprakarn 10540
Tel: 02 7302100 ext. 2195
Email: s_pasan@nawarat.co.th

The Company will keep such information confidential in order that the informants may not suffer any trouble and will not unfairly treat staff, employees or outsourced persons, whether through changes in position, nature of work or location of work, suspension, threats, obstruction of work, termination of work or any unfair acts to these people.

15. Responsibility to Stakeholders

The conduct of business of Nawarat Patanakarn Public Company Limited involves several stakeholders like shareholders, customers, business partners, competitors, creditors, public sectors, employees as well as communities, society and environment. Each group has different requirements; therefore, a policy is established for the responsible treatment of all stakeholders in accordance with their specific needs as follows:-

15.1 Treatment of Shareholders

Shareholders are encouraged to exercise their basic rights. The Company aims to create sustainable growth, added value and continued provision of appropriate returns to shareholders as well as conduct business in accordance with the good corporate governance principles. The Company has established the practical guideline for treatment of shareholders as follows:-

1. Perform duties with honesty, good faith and transparency for the benefits of the Company and shareholders
2. Manage the business to ensure prosperity and stability of the Company and appropriate returns to shareholders
3. Perform duties with maximum potential and capabilities for the benefits of the Company and the shareholders
4. Respect the rights of shareholders; disclose and report operating results, financial position and supportive information of the Company accurately, completely and actually
5. Treat every shareholder equitably
6. Give importance to shareholders' opinions and suggestions and take such opinions and suggestions into consideration to benefit the Company's operation

15.2 Treatment of Customers

The Company is committed to ensure the satisfaction and confidence of customers and public satisfaction and confidence with quality products and services at appropriate price levels. Consistently upgrade standards and maintain a positive and lasting relationship. The Company has established the practical guideline for treatment of customers as follows:-

1. Treat all customers politely
2. Ensure utmost benefits and satisfaction of customers with quality goods and services. Rapid and on time respond to customers' demand.
3. Provide clear explanation to customers about terms and conditions applying to products and services of the Company
4. Inform customers of any changes in the terms and conditions at appropriate time before such changes take effect. If the Company informs customers of such changes verbally, such changes must be reconfirmed in writing as soon as possible
5. Keep confidentiality of customer's information
6. Be trustworthy to customers
7. Refrain from acceptance of assets or other benefits which is excessive than normal from customers. If directors, executives or employees receive such assets and know later that such assets is excessive than normal, directors, executives or employees must report to supervisor without delay in order to execute as deemed appropriate to the case
8. Avoid situation that may leads to conflict of interests with customers
9. Be ready at all time to reply questions from customers as well as handle customers' complaints, give them advice and follow up progress of any issues as requested by customers

15.3 Treatment of Business Partners

The Company is committed to conduct its business with equality and integrity, maintain the interest with business partners through practical guideline as follows:-

1. Comply with all agreements made with business partner on the basis of fair returns for both parties
2. Refrain from demanding, receiving or offering any illicit benefits from/to business partners
3. Recognize contribution from business partners
4. Maintain good relationship with business partners on the basis of honor giving and mutual trust

Furthermore, the Company has established the code of conduct for the Company's suppliers as per detailed below:-

1. Human Rights and Labor

- Supplier should respect the human rights of their employees and treat them fairly as well as adhere to international principles and all applicable laws

- Supplier must not use forced or involuntary or illegal labor
 - Supplier must not use child labor and should perform in accordance with applicable child labor laws
 - Supplier must not discriminate in any condition of employment such as race, skin color, religion, age, disability, etc.
- 2. Safety, Occupational Health and Environment (in accordance with TIS 18001 : 2554, ISO 14001 : 2548)**
- Supplier must commit and be responsible to use resources efficiently
 - Supplier must strictly conform to all applicable safety, occupational health and environmental laws
 - Supplier must make certain that they have safe and proper management of waste, air emission and wastewater discharges systems in the production procedures. Moreover, the systems must go through the regular assessment
 - Supplier must provide safety and healthy workplace, including appropriate personal protective equipments for their employees
- 3. Ethics and Legal Requirements**
- Supplier must conduct their business ethically and strictly in compliance with the laws
 - Supplier must not engage in any form of bribery
 - Supplier must operate business with fair competition
 - Supplier must keep accurate and complete business and financial records of all transactions related to the supplier's business and ready to provide upon request
 - Supplier must protect the company's confidential information

15.4 Treatment of Business Competitors

The Company is committed to treat business competitors in line with the international principles within the framework of laws on principle of practice of trade competition as follows:-

1. Observe the rule of fair competition
2. Not seek business competitors' secrets through dishonest or illegal means
3. Not discredit competitors by way of slander or other improper and unfair manner

15.5 Treatment of Creditors

The Company is committed to observe the good practical guideline and the conditions in fairness to creditors and repay debts on time. If promises or agreement made with creditors cannot be able to comply, one must promptly negotiate with the creditors in advance in order to solve problems and avoid damage that may occur.

15.6 Treatment of Public Sectors

Public sector is one of the stakeholders. The Company has established guideline for treatment of the public sectors in the countries in which the Company invests to avoid negative consequence from any action as follows:-

1. Give the importance of transparency and take into account of integrity in contacting with public officials or government agencies to avoid any misconduct not in accordance with good management as well as resist offering of bribe to public officials for facilitation or advantages of the Company's business
2. Give cooperation with public sectors to strictly comply with laws, rules and regulations relevant to business operation
3. Provide opinions and cooperate with government sectors on country's financial, social and environmental development
4. Is committed to work on projects that benefit to the public, either policies assigned by government or projects initiated by the Company

15.7 Treatment of Auditors

The Company recognizes the importance of the auditor who is considered by shareholders as an important mechanism for auditing of the executives' performance and for ensuring that the financial report is accurate and adequate. Directors, executives and employees must give full cooperation to the auditor by providing correct and complete information as well as facilitate the auditor when conducting the audit of the Company's financial report.

15.8 Treatment of Employees

The Company strongly realizes that employees are important and valuable assets which contribute to the success, advance and sustainable growth to the Company. Therefore, the Company has established the practical guideline for treatment of employees as follows:-

1. Strictly conform to all applicable employee laws and regulations
2. Develop organization into one of a learning organization. Foster working culture and ambience, and enhance teamwork
3. Pay proper remunerations according to knowledge, ability, responsibility and performance
4. Monitor working environment to be safe for health, life and property of employees
5. Enhance employees' competency to advance and secure their career by focusing on their knowledge and ability development
6. Inform key information, e.g. rights and duties to employees in orientation
7. Ensure that the provision of rewarding and punishment is determined on the basis of righteousness and fairness
8. Comply with all laws and regulations governing labor and welfare of employees

9. Listen to opinions and suggestions of employees at all levels and take such opinions and suggestions into consideration to benefit the Company's operation
10. Treat all employees on the basis of human dignity. Respect their human rights, not violate their personal rights and liberty, either direct or indirect ways.
11. Treat all employees fairly without any discrimination on ground of difference in nationality, race, religion, sex, age, educational background or personal preference
12. Give the opportunity to define guideline on welfare contribution to meet the employees' requirement by appointing the Welfare Committee which comprises of 5 (five) employees who are elected as committee members and 2 (two) appointed committee members. The Welfare Committee has authorities and duties as follows:-
 - Discuss with the employer on welfare contribution to the employees
 - Give advice and provide comment to the employer about welfare contribution to the employees
 - Monitor and control welfare contributed to the employees by the employer
 - Provide opinions and guidelines on welfare contribution to the Welfare Committee

15.9 Treatment of Communities, Society and Environment

The Company aims to conduct business on the basis of responsibility to communities, society and environment, in terms of safety, quality of life and preservation of natural resources. The Company recognizes the importance of quality of life, of communities and of society surrounding construction sites and plants, and has established the Code of Conduct for treatment of communities, society and environment as per details below:-

1. Allocate a proportion of profits to contribute for communities and society development
2. Take into account on environment impact from beginning stage of project construction, selection of technology, production procedures, waste elimination procedures as well as innovative research and development for efficient usage of energy
3. Support any activities that are beneficial to community and society as a whole
4. Respond rapidly and efficiently to any incidents that may cause harms to communities, society and environment resulted from the Company's business operation and must provide good cooperation to officers and related authorities
5. Must not provide cooperation or support to any person or entity who does illegal business or business that is detrimental to the society and national security

6. Must not do anything that may destroy the reputation of the country
7. Continuously cultivate conscious mind of communities and social responsibility to employees at all levels in the Company

16. Recognition of the Importance of Quality, Safety and Occupational Health

The Company recognizes the importance of management of quality, safety and occupational health with consistent standards; has established and review quality, safety and occupational health policy as well as good practices for sustainable development as follows:-

- 16.1. Carry out and develop continuously the occupational health and safety management system in accordance with TIS 18001 & OHSAS.10881 suitably and comply with other legal requirements and standard requirements.
- 16.2 Control and improve working sites; prevent employees and related parties from health hazard, fire, chemical substances, electricity, machinery, emergency incidents, occupational diseases and other dangers within acceptable risk level.
- 16.3 Supports resources such as personnel, operation time, budget and training suitably and adequately
- 16.4 Encourage employees to join activities and express opinions on occupational health and safety
- 16.5 Review occupational health and safety management standard procedure at least once a year
- 16.6 Risk factors for any occupational diseases must be zero
- 16.7 Establish Occupational Health, Safety & Environmental Manual in accordance with Occupational Health & Safety Assessment Series – OHSAS 18001 and Environmental Management System – ISO 14001: 2004 for all employees to understand principles and procedures, realize and implement in order to create good and efficient management system and to be able to solve problems relating to occupational health, safety and environmental management system. In addition, it is a guideline to control safety, prevent various forms of accidents at work, reduce environmental problems caused by the Company which might affect environment outside the Company that implement the occupational health, safety and environment management system and prevent impacts on nearby communities that the Company is performing its work.

17. Guideline for the Compensation of Stakeholders affected by Violation of Rights

Nawarat Patanakarn Public Company Limited has a guideline for the protection of rights of stakeholders who are affected by the violation of rights by the conduct of business of the Company. Compensation of an amount not lower than that required by the law will be considered.

Compliance Monitoring

1. Supervisors at all levels are responsible to monitor the implementation and enforcement of the Business Code of Conduct as part of their main responsibilities.
2. The Executives appoint the Business Code of Conduct Monitoring and Promotion Working Team which consists of representatives from all departments/sections to take responsibility and define activities to promote the Company's Business Code of Conduct
3. The Business Code of Conduct Monitoring and Promotion Working Team reports progress about activities and monitoring of the Code of Conduct compliance directly to the Business Code of Conduct Committee
4. Establish guideline for rewarding and punishment for strict compliance, for instance giving award to person who does good performance and giving penalty to person who violates the Business Code of Conduct
5. Specify time to review the Business Code of Conduct and activities for promoting the Business Code of Conduct every year to be consonance with changing of circumstance and business environment

Practice for Violation of the Business Code of Conduct

Directors, executives and employees must strictly comply with the Company's Business Code of Conduct.

If anyone is accused on violation of the Business Code of Conduct, supervisor shall investigate fact, then report and provide comments to superior supervisor to find a conclusion and present to the authorized person for further consideration. If conclusions cannot be summarized, such supervisor shall appoint the committee to undertake investigation, then report and provide comments of the committee to the superior supervisor so that he/she can present to the authorized person for further consideration. Performing of investigation must be notified to the Human Resource Department every time so that they can coordinate and carry out correctly according to the authorization.

During the investigation, if the Company considers that it may jeopardize the Company's reputation or business operation, the Company may suspend such person from work as deemed necessary but not over than 7 (seven) days and pay 50 (fifty) percent of total wages during the suspension. When the investigation is completely done, if the said person does not bear responsibility, the Company will compensate another 50% of suspended payment to the employee from the day of suspension. If violation is proved true, such employee will be subjected to disciplinary punishment as per judgment of the authorized person with one mean or many means of penalty as defined as follows:-

- 1 Verbal warning
- 2 Written reprimand
- 3 Suspension from work without pay
- 4 Forced resignation, termination of employment, dismissal

In case of violation of the Business Code of Conduct, it is not necessary for the Company to execute the disciplinary punishment according to the above order, but the Company shall consider kind of violation and/or results or damages of violation, or effect may continuously occur as deemed appropriate to each case.

Breaches of the Business Code of Conduct of directors, executives and employees is determined to be responsibility of violator oneself and of his/her hierarchical supervisor.