



KCE Electronics Public Company Limited

Corporate Governance Policy and Code of Conduct

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KCE Electronics Public Company Limited

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Message from the Board of Directors

KCE Electronics Public Company Limited

KCE Electronics Public Company Limited and its subsidiaries (“KCE”) have established a Corporate Governance Policy and have reviewed and revised its key contents to ensure that it remains current, internationally recognized, and aligned with the principles of the United Nations Global Compact. The Policy serves as a guideline for directors, executives, and employees at all levels to uphold in practice. It is intended to promote KCE as an efficient business organization with sound corporate governance and management, integrity in business conduct, transparency, and responsibility toward society and the environment. Through these commitments, KCE aims to build confidence and trust among investors, business partners, and all stakeholders, thereby creating the highest benefits for shareholders and employees in the long term.

The Company believes that KCE’s success depends on the collective dedication and cooperation of personnel at all levels in performing their duties appropriately under the principles of good corporate governance and the Code of Conduct. Such commitment shall become an integral part of the corporate culture and be continuously sustained.

This Corporate Governance and Code of Conduct Manual has been revised for the year 2025 (B.E. 2568) to define the standards of conduct expected from all KCE employees, with directors and executives serving as role models. Personnel at all levels are required to study and understand the contents and guidelines herein, particularly those directly related to their duties, and to strictly comply therewith. This is to ensure the achievement of the Company’s objectives and mission, leading to sustainable growth and recognition as a responsible and reputable business by society and all stakeholders.

KCE considers this Corporate Governance and Code of Conduct Manual to be an integral part of the Company’s personnel administration regulations, with which employees are required to comply. Failure to comply shall constitute a disciplinary offense. In order to demonstrate the intention to collectively adhere to the principles set forth in this Manual, all KCE personnel at every level are required to acknowledge and sign their acceptance of this Manual as a guideline for maintaining KCE’s good corporate governance on an ongoing basis.



(Mr. Bancha Ongkosit)
Chairman of the Board of Directors



Mr. Pitham Ongkosit
Chief Executive Officer and
Managing Director



(Mrs. Siriphan Suntanaphan)
Chairman of the Corporate Governance
and Sustainability Committee

Corporate Governance Policy

The Board of Directors recognizes and places great importance on good corporate governance and is committed to ensuring that the Company operates and conducts its business in accordance with the principles of good corporate governance as stipulated in the Company's policies and in compliance with applicable laws, as well as the guidelines of the Stock Exchange of Thailand (SET). This commitment is intended to strengthen confidence among all stakeholders, including shareholders, customers, employees, and the public.

The Company believes that good corporate governance enhances shareholder value and delivers the highest benefits to all stakeholders by adhering to the Corporate Governance Code of the Stock Exchange of Thailand and internationally recognized best practices of the Organization for Economic Co-operation and Development (OECD).

Vision

"KCE is an industry leader in providing both the products and services that are critically important to its customers' success. KCE is dedicated to meet and exceed, not only today's strategic requirements but tomorrow's as well, with good governance, social and environmental responsibilities."

Mission

- To provide both quality products and exceptional services to our customers
- Dedication to its responsibilities to all stakeholders in a professional manner
- To achieve excellence by continuously improvement
- Protecting the environment and being a carbon neutral organization
- To be a responsible and contributing member of society based on good governance principle
- To continually train and develop staff to a high level of competence

Goal

In order to drive the aforementioned vision and mission, the Company has established its long-term business goal of becoming a world-leading manufacturer of printed circuit boards through the highest potential and effective utilization of resources:

- Deliver quality products through a team of skilled and dedicated professionals.
- Maintain strong customer relationships and promote continuous growth.
- Respond to modern technological innovations and enhance information systems.
- Strengthen competitive capabilities at the forefront of the industry.
- Emphasize personnel development and provide appropriate remuneration.
- Maximize the efficient and environmentally friendly use of available resources to enhance production efficiency in alignment with sustainable development goals.
- Generate appropriate returns for shareholders while giving due consideration to all stakeholders, leading to sustainable growth.

Strategy

The Company strives toward sustainable growth with world-class quality standards, enhancing efficiency and reducing costs through process improvements and new technologies. The Company focuses on innovation and customer satisfaction, while adhering to ESG principles to create long-term value and a sustainable future.

Objective

The Company is committed to sustainable organizational growth through technological advancement, the production of quality products and services, and the development of its personnel. The Company continues to emphasize responsibility toward stakeholders, while conducting business in accordance with good corporate governance principles and the Company's Code of Conduct, in order to elevate the printed circuit board manufacturing industry and strengthen long-term competitiveness.

Corporate Values

- **Quality** – Commitment to quality
- **Sustainability** – Sustainable development
- **Teamwork** – Collaboration and teamwork
- **Environment** – Environmental stewardship
- **Performance** – Commitment to achievement

Coverage Governance

Good corporate governance refers to the establishment of organizational structures and internal management mechanisms that link the relationships among directors, executives, employees, and shareholders, while taking into account all stakeholder groups. Good corporate governance enhances the organization's competitiveness in both the short and long term, leading to increased shareholder value and shared benefits for all related parties.

KCE has established a Corporate Governance Policy to serve as a guideline for directors, executives, and employees at all levels in the performance of their duties. This is to promote KCE as an efficient organization with excellence in corporate governance and management, integrity in business conduct, transparency and accountability, alongside responsible operations toward society and the environment, thereby ensuring sustainable business development.

The structure and mechanisms of corporate governance reflect the following key principles:

1. **Honesty**

Conduct business and perform duties with the best interests of the organization in mind, adhering firmly to honesty and integrity toward one's responsibilities and all related parties. Refrain from taking unfair advantage and recognize that corruption is unacceptable (Zero Tolerance).

2. **Transparency**

Conduct business and perform duties with transparency, ensuring accurate, complete, and timely disclosure of significant company information and readiness for verification at all times. Remain open to feedback from all relevant parties for continuous improvement.

3. **Equitable Treatment**

Conduct business and treat shareholders, customers, business partners, creditors, employees, and all stakeholders equitably and equally, with respect for human rights principles.

4. **Fairness**

Conduct business and treat shareholders, customers, business partners, creditors, employees, and all stakeholders with fairness to achieve balanced mutual benefits.

5. **Accountability**

Conduct business and perform duties with responsibility toward shareholders, customers, business partners, creditors, employees, and all stakeholders, ensuring operations are in accordance with established policies, sound systems, and contractual agreements made with related parties.

6. **Responsibility to Society & Environment**

Conduct business by treating stakeholders, communities, society, and the environment in accordance with their rightful interests, and carry out corporate activities with consideration of environmental and social factors to ensure sustainable development and growth.

Principles of Good Corporate Governance

The Board of Directors places importance on corporate governance that creates sustainable value for the business, leading to operational outcomes that:

1. Demonstrate adaptability amid changing circumstances.
2. Maintain competitiveness and strong performance with consideration of long-term impacts.
3. Conduct business ethically, respect rights, and uphold responsibility toward stakeholders.
4. Contribute to society and minimize environmental impacts.

Accordingly, the Company has established the following principles of good corporate governance:

Section 1 Roles and Responsibilities of the Board of Directors

As Leaders in Creating Sustainable Value for the Organization

1. The Board of Directors understands its role and recognizes its responsibilities as leaders in ensuring that the organization maintains sound management practices, which include:
 - Establishing objectives and goals;
 - Formulating strategies, operational policies, and allocating key resources to achieve the established objectives and goals;
 - Monitoring, evaluating, and overseeing the reporting of operational performance.
2. In creating sustainable value for the organization, the Board governs the Company to achieve the following governance outcomes:
 - Competitiveness and strong performance with consideration of long-term impacts;
 - Ethical and responsible business conduct, with respect for rights and accountability to shareholders and stakeholders;
 - Contribution to society and the development or reduction of negative environmental impacts (good corporate citizenship);
 - Corporate resilience and adaptability amid changing circumstances.
3. The Board has the duty to ensure that all directors and executives perform their responsibilities with due care (duty of care) and loyalty to the organization (duty of loyalty), and to oversee that operations comply with applicable laws, the Company's Articles of Association, and resolutions of the shareholders' meeting.
4. The Board understands the scope of its duties and responsibilities and clearly defines the delegation of authority and responsibilities to the President and the management team, as well as monitors and supervises the President and management to ensure that they perform their duties as assigned.

Section 2 Establishing Sustainable Objectives and Core Goals of the Business

1. The Board of Directors establishes or ensures that the Company's objectives and core goals are aligned with sustainability, creating value for the business, customers, stakeholders, and society as a whole.
2. The Board oversees and ensures that the Company's objectives and goals, as well as its medium-term and/or annual strategies, are aligned with the achievement of the Company's core objectives and goals, with appropriate and secure application of innovation and technology.

Section 3 Strengthening an Effective Board of Directors

1. The Board is responsible for determining and reviewing its structure in terms of size, composition, and the appropriate and necessary proportion of independent directors to lead the organization toward its established objectives and core goals.
2. The Board selects a suitable individual as Chairman of the Board and ensures that the Board's composition and operations facilitate the exercise of independent judgment in decision-making.
3. The Board oversees that the nomination and selection of directors follow a transparent and clear process to obtain directors whose qualifications align with the established composition criteria.
4. In proposing directors' remuneration for shareholders' approval, the Board considers an appropriate remuneration structure and rate commensurate with responsibilities and sufficient to incentivize the Board to lead the organization toward achieving both short-term and long-term goals.
5. The Board ensures that all directors are accountable in the performance of their duties and allocate sufficient time to fulfill their responsibilities.
6. The Board oversees the establishment of appropriate frameworks and mechanisms for governing the policies and operations of subsidiaries and other significant investments, in proportion to each entity, and ensures mutual understanding among subsidiaries and other invested entities.
7. The Board conducts an annual performance evaluation of the Board, its sub-committees, and individual directors, and utilizes the evaluation results for continuous improvement.
8. The Board ensures that the Board and each director possess knowledge and understanding of their roles and responsibilities, the nature of the business, and applicable laws, and supports continuous development of directors' skills and knowledge necessary for the performance of their duties.
9. The Board ensures orderly operations of the Board, access to necessary information, and the appointment of a Company Secretary with the requisite knowledge and experience to effectively support the Board's activities.

Section 4 Recruitment and Development of Senior Executives and Personnel Management

1. The Board ensures that the President and senior executives are recruited and developed to possess the knowledge, skills, experience, and attributes necessary to drive the organization toward its goals.
2. The Board oversees the establishment of an appropriate remuneration structure and performance evaluation system.
3. The Board understands the shareholding structure and relationships that may impact the management and operations of the Company.
4. The Board monitors and oversees personnel management and development to ensure appropriate staffing levels, knowledge, skills, experience, and motivation.

Section 5 Promoting Innovation and Responsible Business Conduct

1. The Board places importance on and supports innovation that creates business value while delivering benefits to customers and related parties, alongside responsibility toward society and the environment.
2. The Board oversees management to ensure responsible business conduct toward society and the environment, reflected in the operational plan, to ensure alignment with the Company's objectives, core goals, and strategies.
3. The Board oversees management in allocating and managing resources efficiently and effectively, considering impacts and resource development throughout the value chain to sustainably achieve the Company's objectives and core goals.
4. The Board establishes an enterprise-level information technology governance and management framework aligned with business needs and oversees the use of information technology to enhance business opportunities, operational development, and risk management to achieve the Company's objectives and core goals.

Section 6 Ensuring Appropriate Risk Management and Internal Control Systems

1. The Board ensures that the Company has effective risk management and internal control systems to achieve objectives efficiently and in compliance with applicable laws and standards.
2. The Board establishes an Audit Committee capable of performing its duties independently and effectively.
3. The Board monitors and manages potential conflicts of interest between the Company and management, directors, or shareholders, including prevention of inappropriate use of Company assets, information, and opportunities, as well as improper related-party transactions.
4. The Board oversees the establishment of clear anti-corruption policies and practices, and ensures communication at all organizational levels and to external parties to enable effective implementation.
5. The Board ensures that the Company has mechanisms for receiving complaints and handling whistleblowing cases.

Section 7 Safeguarding Financial Credibility and Disclosure

1. The Board is responsible for ensuring that the financial reporting system and disclosure of significant information are accurate, adequate, timely, and in compliance with applicable regulations, standards, and practices.
2. The Board monitors the adequacy of financial liquidity and debt repayment capability.
3. The Board ensures that the Company has plans or mechanisms to address financial issues in the event of financial difficulties or potential financial distress, with due consideration of stakeholders' rights.
4. The Board considers the preparation of a sustainability report, as appropriate.
5. The Board oversees management in establishing an Investor Relations function or responsible personnel to communicate appropriately, equitably, and timely with shareholders and other stakeholders, such as investors and analysts.
6. The Board promotes the use of information technology in information disclosure.

Section 8 Supporting Shareholder Engagement and Communication

1. The Board ensures that shareholders participate in decision-making on significant matters of the Company.
2. The Board ensures that shareholders' meetings are conducted in an orderly, transparent, and efficient manner, facilitating shareholders' exercise of their rights.
3. The Board ensures accurate and complete disclosure of meeting resolutions and preparation of the minutes of shareholders' meetings.

Anti-Corruption

The Company has established an "Anti-Fraud and Corruption Policy" as a clear guideline for business conduct and sustainable organizational development. Directors, executives, and employees of the Company are prohibited from engaging in or accepting corruption in all forms, whether directly or indirectly. This policy covers all business operations in every country and all relevant units. Compliance with the Anti-Fraud and Corruption Policy shall be regularly reviewed, and operational guidelines and requirements shall be revised to align with changes in business operations, regulations, rules, and applicable laws.

Anti-Fraud & Corruption Policy

KCE conducts its business with integrity, adhering to social responsibility toward all stakeholder groups in accordance with good corporate governance principles, the Code of Conduct, and policies and practices relating to stakeholders.

In 2013 (B.E. 2556), KCE signed a declaration of intent with the Thai Private Sector Collective Action Against Corruption (CAC) to demonstrate its commitment to combating corruption in all forms. This ensures that KCE has appropriate policies defining responsibilities, guidelines, and procedures to prevent corruption in all business activities and to ensure that business decisions and operations with potential corruption risks are carefully considered and conducted. Accordingly, KCE has formalized the “Anti-Fraud and Corruption Policy” in writing to serve as a clear guideline for conducting business and advancing toward a sustainable organization.

KCE was certified as a Certified Company by the Thai Private Sector Collective Action Against Corruption Committee on April 3, 2015 (B.E. 2558), and has undergone recertification every three years to the present.

Definition

Corruption means the abuse of authority or position to perform or omit any act to obtain undue benefits for the organization, oneself, or others. This includes giving and/or receiving bribes, conflicts of interest, coercion and/or extortion, and facilitation payments.

Duties and Responsibilities

1. The Board of Directors has the duty and responsibility to establish policies and oversee effective practices to ensure that management recognizes and prioritizes anti-corruption efforts and fosters them as part of the corporate culture.
2. The Audit Committee has the duty and responsibility to oversee internal controls and financial reporting, internal audit, risk management, and other relevant processes relating to the policy, ensuring that appropriate processes are established and implemented. This includes providing channels for complaints or whistleblowing, offering guidance on compliance with anti-corruption measures, and regularly reporting audit results to the Board of Directors.
3. The President and executives are responsible for establishing practices supporting the policy, communicating and providing training on the policy and guidelines to personnel at all levels, and reviewing the appropriateness of such practices to align with changes in business operations, regulations, rules, and applicable laws.
4. The Internal Auditor is responsible for auditing and reviewing operations to ensure compliance with policies, guidelines, delegated authority, procedures, laws, and regulatory requirements, ensuring adequate and appropriate controls against corruption risks. The Internal Auditor shall also perform anti-corruption audits as assigned by the Audit Committee in addition to the established internal audit plan and report to the Audit Committee.
5. KCE personnel are required to comply strictly with the policy and related guidelines without exception. In cases of doubt or suspected violations, personnel must report to their supervisor or through established whistleblowing channels. If an issue significantly impacts the Company’s reputation, it must be urgently reported to senior management and/or the Board of Directors.

Guidelines

1. Directors, executives, and all KCE personnel at every level must comply with the Anti-Fraud and Corruption Policy and the Code of Conduct and must not engage in corruption, whether directly or indirectly.
2. KCE personnel must not ignore or overlook any act suspected of corruption related to the Company. Such matters must be reported to supervisors or responsible persons, and personnel must cooperate in fact-finding investigations. Any doubts or inquiries should be directed to supervisors or designated compliance officers through established channels.
3. The Company shall ensure fairness and protection for KCE personnel who refuse to participate in or report corruption related to the Company by implementing whistleblower protection measures.
4. Any person committing corruption shall be deemed to have violated the Code of Conduct and shall be subject to disciplinary action in accordance with Company regulations, and may also be subject to legal penalties if the act violates applicable laws.
5. The Company recognizes the importance of communicating, educating, and ensuring understanding among individuals performing duties related to the Company or whose actions may affect the Company, regarding compliance with this Anti-Fraud and Corruption Policy.
6. The Company shall implement effective and appropriate internal control systems and risk assessments to prevent fraud and improper conduct by Company personnel and related external parties.
7. The Company promotes integrity, honesty, and responsibility as part of the corporate culture and enhances awareness among personnel that corruption is unacceptable.
8. The Company shall establish transparent and accurate financial reporting mechanisms in accordance with internationally accepted accounting standards.
9. The Company shall provide communication channels for employees and related parties to report whistleblowing cases, suggestions, or complaints regarding corruption, with measures to protect whistleblowers' rights.
10. The Company shall implement measures to prevent the offering or acceptance of gifts, hospitality, entertainment, excessive expenses, or any form of sponsorship or other benefits that do not comply with Company regulations or violate applicable laws.
11. The Company shall implement measures to prevent bribery in all forms, whether for facilitation or business relationship purposes, directly or indirectly.
12. Procurement with government agencies and state enterprises, both domestically and internationally, must be conducted transparently and fairly in accordance with applicable rules and procedures.
13. Charitable donations and sponsorships of any kind must be conducted transparently and in compliance with applicable laws.
14. The Company encourages the exchange of knowledge, experience, and best practices with other companies in the same industry and relevant parties, to cooperate and participate in anti-corruption activities organized by companies, associations, chambers of commerce, or regulatory agencies.

Detailed content relating to anti-fraud and corruption is specified in the "Anti-Fraud and Corruption Policy" and on the Company's website, which are accessible to KCE personnel and external parties.

Code of Conduct

KCE Electronics Public Company Limited (“KCE”) is committed to supporting sustainable development principles in alignment with the United Nations Global Compact (UNGC), adhering to universal ethical principles in the areas of human rights, labor, environment, and anti-corruption. The Code of Conduct, comprising policies, guidelines, ethical principles, and laws upheld by the Company, reflects the Company’s values and commitment to conducting business in accordance with the highest standards of business ethics. This Code forms part of the Company’s work regulations and shall be observed by directors, executives, and employees of the KCE Group without exception.

Code of Conduct for Directors and Executives

To serve as role models in performing duties with integrity and safeguarding the interests of all stakeholders equally, directors and executives shall strictly adhere to the following principles:

1. Perform duties in compliance with applicable laws, rules, regulations, and policies.
2. Perform duties with honesty, integrity, prudence, due care, and ethics for the utmost benefit of the Company and relevant stakeholders.
3. Act as role models for employees in complying with the Code of Conduct and corporate governance principles.
4. Support and oversee transparent business operations free from corruption.
5. Devote sufficient time and apply full knowledge and capability in performing duties.
6. Avoid any conduct that may cause conflicts of interest with the Company, whether directly or indirectly.
7. Refrain from involvement in offering or accepting improper assets or benefits from stakeholders related to the Company.
8. Not use authority or position to seek personal gain.
9. Maintain personal reputation and conduct oneself appropriately in accordance with role and circumstances.
10. Treat others with courtesy, respect for rights and dignity, and mutual respect.
11. Safeguard confidential information of the Company and its stakeholders from disclosure to unauthorized persons, even after termination of duties, except as required by law or binding obligations.
12. Not use information obtained through duties for improper personal or third-party benefit, including refraining from unfair securities trading of the Company or related entities.
13. Avoid any behavior related to harassment.

Code of Conduct for Employees

Employees are the most important component of the business. The Company promotes unity, harmony, and mutual trust among employees and encourages courteous and respectful conduct. Employees

shall perform duties with care, prudence, dedication, rationality, intelligence, and enthusiasm, fully utilizing professional knowledge and capabilities. Employees shall:

1. Perform duties in compliance with applicable laws, rules, regulations, and policies.
2. Uphold honesty, integrity, fairness, and ethics in performing duties.
3. Perform duties transparently without engaging in corruption.
4. Demonstrate responsibility, prudence, and dedication, prioritizing the Company's best interests.
5. Continuously seek improvements and efficiency in assigned responsibilities.
6. Maintain personal reputation and appropriate conduct.
7. Treat others with courtesy and respect for rights and dignity.
8. Listen to others' opinions with reason and without bias.
9. Promote unity and cooperation for the benefit of work, society, and the nation.
10. Support efficient resource utilization and minimize environmental impacts in operations.
11. Safeguard confidential information of the Company and stakeholders.
12. Refrain from improper use of information or unfair securities trading.
13. Avoid actions or expressions toward stakeholders, external parties, media, or social media that may damage the Company's reputation or imply Company endorsement.
14. Report or whistleblow any violations or matters affecting safety and sustainability.
15. Participate in ethics and corporate governance training and related activities.

Policies and Practices toward Stakeholders

To ensure efficient operations and appropriate stakeholder responsibility, directors, executives, and employees shall adhere to ethical practices toward stakeholders as follows:

1. Policy and Practices toward Shareholders

The Company places the highest importance on shareholders in driving growth and generating appropriate returns. The Company is committed to achieving excellent and consistent operational performance. Directors, executives, and employees are required to conduct business in accordance with good corporate governance principles to maximize benefits and continuously enhance long-term shareholder value.

2. Policy and Practices toward Employees

The Company believes that employees are valuable resources and key success factors. The Company treats employees fairly under human rights principles, taking into account employees' needs to foster positive relationships between employees and the organization. The Company promotes continuous skill development and capability enhancement, while providing job security and career advancement opportunities.

3. Policy and Practices toward Customers

The Company is committed to achieving customer satisfaction by delivering quality products and excellent services. The Company's policy is to provide products that meet or exceed customer expectations, conduct business with unwavering integrity in all aspects, and build customer confidence in safeguarding customer business information under professional ethical standards. The Company adheres to the Quality Policy: "Deliver products and services as agreed or better, continuously improve quality, and do it right the first time," while fostering and maintaining sustainable relationships.

4. Policy and Practices toward Suppliers

The Company operates within the framework of fair trade competition and strictly complies with contractual terms and commitments made to suppliers.

5. Policy and Practices toward Business Partners

The Company has policies to ensure that business partners uphold standards relating to human rights, working conditions, occupational health and safety, and fair compensation. The Company also promotes capability development and knowledge enhancement, both work-related and beyond, to improve operational effectiveness.

6. Policy and Practices toward Creditors

The Company treats creditors equitably, fairly, and transparently, strictly adhering to agreed terms and contractual obligations.

7. Policy and Practices toward Competitors

The Company conducts business with fairness toward competitors within the framework of fair trade competition, in compliance with applicable laws and ethical standards. The Company upholds ethical business practices and competition laws.

8. Policy and Practices toward Communities, Society, and the Environment

The Company respects human rights and equal treatment, conducts business ethically toward all stakeholders, and upholds responsibility to communities, society, and the environment. The Company supports activities that enhance quality of life and social well-being in communities where it operates, and encourages employees and related parties to act as responsible citizens contributing to community and societal development.

9. Policy and Practices toward Media / Investors / Analysts

The Company recognizes the importance of information disclosure to ensure accurate and timely communication to the public.

10. Policy and Practices toward Government Agencies

The Company recognizes government agencies as key stakeholders and has established guidelines for conducting transactions with the public sector to ensure proper and appropriate employee conduct. The Company also cooperates with government agencies in academic matters and in supporting relevant activities.

11. Policy and Practices toward Joint Venture Partners

The Company respects the rights of joint venture partners and treats all partners fairly. The Company encourages partners to respect the rights of those involved in business operations in accordance with

the Company's human rights policy and cooperates fully with joint venture partners to achieve the objectives of the joint venture.

Detailed stakeholder practices are set forth in the "Stakeholder Engagement Policy" and on the Company's website, accessible to personnel and external parties.

The Company also supports internationally recognized standards such as the Responsible Business Alliance (RBA) Code of Conduct, the Universal Declaration of Human Rights, and the Sustainable Development Goals (SDGs). The Company commits to:

- Strict compliance with laws and regulations;
- Providing a safe and healthy working environment;
- Conducting business fairly and with the highest integrity;
- Creating corporate value and shareholder value;
- Minimizing environmental impacts from operations;
- Promoting social responsibility throughout the supply chain.

RBA Code of Conduct Key Areas

1. **Labor** – Respect human rights; prohibit forced and child labor; provide fair wages; respect freedom of association.
2. **Health and Safety** – Provide safe working conditions, prevent hazards, prepare for emergencies, and safeguard employee health.
3. **Environment** – Manage waste and hazardous substances responsibly, reduce pollution and greenhouse gases, and use energy efficiently.
4. **Ethics** – Operate with integrity, transparency, anti-corruption, confidentiality protection, and fair competition.
5. **Management System** – Establish clear management systems with risk assessment, defined responsibilities, monitoring, and continuous improvement.

Key Policies and Guidelines

1. Human Rights Policy

The Company is committed to conducting business responsibly toward customers, society, and stakeholders in accordance with good governance principles in the protection of human rights. The Company strictly complies with applicable laws to ensure that its business operations are free from human rights violations. The Board of Directors and management have therefore established a Human Rights Policy and related guidelines to prevent human rights violations in all business activities, including throughout the supply chain and joint venture partnerships, ensuring that all stakeholders are treated equally and fairly in accordance with fundamental rights.

Human Rights

Human rights refer to the fundamental rights of all individuals, recognized and protected without discrimination on the basis of physical or mental condition, ethnicity, religion, gender, language, age, color, education, social status, or other legal and ethical principles.

Policies and Practices

- **Forced Labor**

The Company respects human rights and treats all individuals with dignity and equality without discrimination. The Company shall not use or support forced labor in any form and prohibits corporal punishment, harassment, or any form of coercion.

- **Freedom of Association and Collective Bargaining**

The Company respects employees' rights to freely associate or not associate with third-party organizations, to form, join, or resign from labor unions, or to seek representation, in accordance with local laws. The Company supports constructive dialogue with freely chosen representatives.

- **Freely Chosen Employment**

All employment shall be voluntary. The Company prohibits forced labor and human trafficking throughout its operations and supply chain.

- **Child Labor**

The Company prohibits the employment of persons under 18 years of age.

- **Female Labor Protection**

The Company does not allow female employees to work in hazardous areas as defined by law and prohibits pregnant employees from working in environments that may endanger health or pregnancy safety.

- **Legal Employment of Migrant Workers**

The Company conducts ethical and responsible employment of migrant workers in compliance with applicable laws, including within subsidiaries and business partners.

- **Wages, Working Hours, and Benefits**

The Company provides competitive compensation in accordance with industry and local labor market standards, fully complying with wage laws. Working hours shall not exceed limits permitted by local law.

- **Occupational Health and Safety**

The Company maintains a safe workplace by minimizing risks of accidents, injuries, and health hazards and collaborates with employees to improve workplace safety.

- **Non-Discrimination**

The Company prohibits discrimination in recruitment, compensation, benefits, training, promotion, termination, or retirement and does not interfere with employees' lawful rights.

- **Social and Labor Responsibility**

The Company operates under labor standards ensuring fair protection in accordance with labor laws relating to welfare, labor relations, environment, safety, and occupational health.

Further details are specified in the "Human Rights and Labor Practices Policy" and on the Company's website.

2. Company Asset Responsibility Policy

1. Safeguard and maintain Company assets in good working condition and protect them from damage or loss.
2. In the event that Company assets under the responsibility of any employee or individual are damaged or lost, such person shall be jointly responsible with the Company in accordance with the Company's regulations, rules, or policies.
3. Use Company assets efficiently and prudently in the performance of duties to maximize benefits, while taking into consideration environmental preservation and energy conservation.
4. Refrain from using any Company assets for improper personal benefit or for the benefit of others, whether directly or indirectly.
5. Upon termination of employment or affiliation with the Company, personnel must return all Company assets used in the course of duties, including work-related information, work products, and inventions, regardless of the form in which such information is stored. Personnel are prohibited from recording, copying, or reproducing such information for disclosure or personal gain without authorization from the Company.

3. Intellectual Property Policy

1. The Company shall conduct its business and promote personnel to perform their duties in compliance with laws and regulations relating to intellectual property rights, including trademarks, patents, copyrights, trade secrets, and other forms of intellectual property as prescribed by law.
2. Company personnel have the right and are supported to create work freely in accordance with applicable laws. Work created in the course of employment, work utilizing Company information, or work specifically commissioned for the Company shall be deemed the property of the Company, unless the Company expressly permits such work to be recognized as the property of the inventor, creator, researcher, or other individual.
3. The Company promotes awareness among personnel of the importance of respecting intellectual property rights, both in matters directly related to work performance and in daily life.
4. In using any work or information in the performance of duties, responsible persons must ensure that such use does not infringe upon the intellectual property rights of others.

4. Information Security Policy

1. The use of the Company's information systems shall be strictly for the Company's business operations. The information systems are considered Company property, and users should not expect privacy. Users must avoid any use of information systems unrelated to Company work.
2. Strictly comply with the "Information Security Management System Policy," under which the Company has been assessed and certified in accordance with the TISAX (Trusted Information Security Assessment Exchange) standard, as well as all applicable laws, regulations, and related requirements.
3. Employees who encounter incidents that may affect business operations or the stability of information systems, or who identify technical or operational vulnerabilities or any issues posing risks to the Company, must promptly notify the Information Technology Department.
4. Use internet media and computer systems only as necessary and beneficial to work performance.
5. Do not use internet media in any manner that may cause damage to the Company's computer systems or internet infrastructure.
6. Do not use internet media, computer systems, or any equipment to access, disseminate, or store inappropriate information contrary to public morals or in violation of the Computer Crime Act B.E. 2550 (2007), as well as other applicable laws, regulations, and Company policies.
7. Use only properly licensed computer software and contact the Information Technology Department if additional software installation is required for work purposes.
8. Maintain the confidentiality of passwords for access to the Company's computer systems and programs to prevent unauthorized access to Company information.
9. Where the Company permits temporary employees, interns, agencies, companies, vendors, suppliers, contractors, consultants, customers, or other non-employees to access the Company's information

systems, line supervisors shall ensure that such access complies with the Company's rules, regulations, and policies.

10. Cooperate in audits, monitoring, and any actions undertaken to ensure the security of the Company's information systems.

5. Conflict of Interest Policy

1. Do not engage in any business that competes with the Company, whether directly or indirectly.
2. Do not seek personal or third-party benefits by using confidential information of the Company or its subsidiaries, such as business plans, revenue information, meeting resolutions, business forecasts, or bidding information, regardless of whether such actions cause damage to the Company. Strict compliance with the Company's policy on the prevention of insider information misuse is required.
3. Avoid entering into transactions with oneself or with related persons or juristic entities that may give rise to conflicts of interest with the Company.
4. Ensure that the Company strictly complies with the rules, procedures, and disclosure requirements for related-party transactions as prescribed by applicable laws or regulatory authorities and in accordance with the Company's regulations.
5. Any person having an interest in a transaction must abstain from participating in the consideration or decision-making process for such transaction.
6. Where it is necessary to enter into a related-party transaction, such transaction must be conducted under normal commercial terms as approved by the Board of Directors, in a transparent and fair manner comparable to transactions with external parties, and with due regard to the Company's best interests.
7. In the case of related-party transactions that are not conducted under normal commercial terms as approved by the Board of Directors, or where the nature and size of the transaction exceed management's authority, such transactions must be reviewed and opined upon by the Audit Committee prior to submission for approval by the Board of Directors or shareholders.

The disclosure requirements regarding conflicts of interest are detailed in the "Fraud Risk Management Manual" and on the Company's website, accessible to KCE personnel and external parties.

6. Social, Community, and Environmental Policy

1. Conduct business ethically and with responsibility toward society, communities, and the environment.
2. Participate in the development of the communities in which the Company operates and society as a whole, including economic, social, community, and environmental aspects.
3. Encourage Company personnel to demonstrate volunteer spirit and social responsibility without expectation of compensation.
4. Promote activities that create sustainable benefits for society, communities, and the environment under the following guidelines:
 1. Activities shall be aligned with the Company's business operations.
 2. Activities shall be capable of continuous implementation with tangible outcomes.
 3. Activities shall generate genuine long-term benefits for society, communities, and the environment.
 4. Activities shall promote continuous development in education and learning.
5. Promote job creation, workforce skill development, and the preservation of local arts and culture in communities where the Company operates.
6. Support participation in civil society networks, social engagement, technology exchange and transfer, and relief efforts for disaster-affected communities.
7. Comply with environmental laws, regulations, and other relevant requirements applicable to the Company's business operations.
8. Manage operations with the objective of preventing and controlling environmental impacts.
9. Continuously assess and monitor operational performance and potential environmental impacts arising from the Company's business activities.
10. Continuously develop and improve environmental management practices, including energy conservation, use of renewable energy, resource conservation, recycling, and proper disposal of waste and hazardous substances.

7. Energy Conservation Policy

1. Establish and develop an energy management system as an integral part of the Company's operations, in compliance with applicable laws and other relevant requirements.
2. Continuously improve the organization's energy efficiency performance.
3. Set energy conservation plans and objectives and communicate them to all employees to ensure proper understanding and implementation.
4. Energy conservation is the responsibility of all executives and employees to cooperate in complying with established measures, monitor progress, and report to the Energy Conservation Committee.

5. Provide adequate support in terms of personnel, budget, working time, training, and participation in proposing suggestions to enhance energy management initiatives.
6. Regularly review and continuously improve policies, objectives, performance results, and action plans.

8. Occupational Health and Safety Policy

1. Commit to developing and maintaining an occupational health and safety management system in compliance with applicable laws, international standards, customer requirements, and other requirements adopted by the Company.
2. Manage occupational health and safety risks and implement Process Safety Management to prevent accidents, injuries, illnesses, and to eliminate or control risks that may affect business operations.
3. Supervisors at all levels must serve as role models and leaders by providing training, coaching, communication, promotion, and supervision to ensure that employees and contractors maintain safety awareness and perform work safely.
4. All employees are required to comply with and cooperate in safety rules and measures. The Company encourages employees, contractors, and stakeholders to maintain awareness and participate in providing consultation or suggestions to continuously improve the occupational health and safety management system.
5. Allocate adequate resources to implement the occupational health and safety management system effectively and achieve established objectives.
6. Monitor, review, and evaluate occupational health and safety performance, objectives, and targets to ensure continuous improvement and development.
7. Establish and maintain preparedness for potential crises that may disrupt business operations or adversely affect the Company's reputation and corporate image on an ongoing and regular basis.

9. Internal Control and Internal Audit Policy

1. Establish an appropriate and adequate internal control system to ensure that the Company conducts its business with due regard to operational efficiency and effectiveness, reliability and accuracy of financial reporting, and full compliance with applicable laws, rules, and regulations.
2. Establish an internal audit function to ensure that operations comply with internal auditing standards and to serve as a key mechanism in assessing the adequacy and effectiveness of the internal control and risk management systems.
3. Promote knowledge, understanding, and awareness among personnel at all levels regarding the importance of compliance with internal control and internal audit systems.
4. Personnel at all levels must adhere to the internal control and internal audit systems as an integral part of their work processes to ensure efficiency, effectiveness, accuracy, and reliability.

5. The Audit Committee is responsible for monitoring and reviewing the appropriateness and adequacy of the internal control system to ensure alignment with the Company's actual business conditions at all times.

10. Political Participation Policy

1. The Company conducts its business with political neutrality and has no policy of supporting any political party. The Company shall not engage in any action demonstrating political bias, nor provide financial or other forms of support to political parties, political alliances, political office holders, or political candidates, whether directly or indirectly, at the local, regional, or national level.
2. Company personnel have the right and freedom to express opinions and participate in political activities in accordance with the Constitution, applicable laws, and relevant regulations. However, personnel are prohibited from engaging in political activities or expressing political opinions on behalf of the Company, or in a manner that may be perceived as representing the Company, or from using Company assets to support or assist any political party or political group.

11. Training and Development Policy

1. Promote the development of knowledge and capabilities of employees in all professions and at all levels adequately and continuously, through policies and guidelines implemented by the Human Resources Department.
2. Establish and implement an annual personnel development plan aligned with the needs and requirements of employees within each department.
3. Develop career paths to serve as a framework for personnel development in each position.
4. Support employee job security by promoting advancement based on knowledge, competence, and performance.
5. Provide opportunities for study visits and knowledge exchange regarding tools, machinery, and production technologies.
6. Provide opportunities for further education and scholarships to enhance academic and technological knowledge and capabilities.
7. Conduct performance evaluations based on established standards, required knowledge, skills, and competencies.
8. Regularly review and update training programs to ensure they remain current and appropriate.

Whistleblowing and Complaints

The Company has established an Anti-Fraud and Corruption Policy and is committed to receiving complaints and suggestions from all stakeholder groups, whether from internal personnel or external stakeholders, relating to good corporate governance, business ethics, operational supervision, or whistleblowing on misconduct.

The Company shall consider and act upon complaints with transparency, integrity, and fairness on an equitable basis. The Company shall maintain confidentiality of personal data and provide protection measures for good-faith whistleblowers and witnesses involved in all stages of the complaint review process to ensure that Company operations remain effective and aligned with good corporate governance principles.

The Company has established a framework for reporting incidents, whistleblowing, and complaints to enable Company personnel and external parties to submit reports through the following channels:

1. Scope of Complaints

Complaints may relate to corruption, illegal conduct, violations of the Code of Conduct, disciplinary matters, labor issues, safety laws, environmental regulations, and related matters.

2. Whistleblowing Channels for Corruption, Illegal Conduct, and Code of Conduct Violations

- “Whistleblower” channel via the Company’s website: www.kce.co.th
- “Whistleblower” channel via the Company’s intranet (KCE Home Intranet)
- E-mail: whistleblower@kce.co.th
- By post to:
 - Internal Audit Manager
 - KCE Electronics Public Company Limited
 - 72-72/1-3 Lat Krabang Industrial Estate, Chalongkrung Soi 31
 - Lam Pla Thio Subdistrict, Lat Krabang District, Bangkok 10520

- Whistleblower QR Code



- CEO Complaint Box
- Other channels provided by the Company

3. Channels for Complaints Relating to Company Regulations, Safety, and Environmental Matters

- Complaint and suggestion box managed by the Human Resources Department
- QR Code for complaints to the Human Resources Department



4. Conditions and Consideration of Whistleblowing and Complaints

4.1 Details of the complaint must fall within the specified scope and be factual, clear, or supported by sufficient evidence to allow further investigation.

4.2 Whistleblowers may choose to remain anonymous if disclosure may result in harm or insecurity. However, disclosure of identity may facilitate progress updates and clarification.

4.3 Information received shall be treated as confidential, and the whistleblower's identity shall not be disclosed without consent.

4.4 Whistleblowers and cooperating witnesses shall be protected, whether employees or external parties.

4.5 The timeframe for processing complaints depends on the complexity of the matter and the sufficiency of evidence provided.

4.6 Recipients of complaints and those involved in fact-finding must maintain confidentiality and disclose information only as necessary, considering safety and potential damage to whistleblowers or related persons.

4.7 If whistleblowers or cooperating persons believe they may face harm, they may request appropriate protection measures, or the Company may provide such measures as deemed necessary.

4.8 Persons suffering damage shall receive appropriate and fair remediation.

4.9 The Company may contact the complainant via the provided channel in the following cases:

1. Acknowledgment or registration of complaint receipt;
2. Request for additional information;
3. Notification of investigation conclusions;
4. Other appropriate circumstances.

4.10 Consideration, investigation, and disciplinary measures shall be conducted in accordance with Company rules, regulations, policies, and applicable laws.

4.11 Complaints must be made in good faith. If a complaint is found to be false, malicious, defamatory, or made in bad faith, the Company shall take appropriate action against the complainant in accordance with Company procedures or applicable laws.

Protection of the Rights of Employees, Workers, and Other Persons Engaged by the Company

The Company shall not take any unfair action against employees, workers, or any other persons engaged by the Company, whether through changes in position, job description, or workplace; suspension; threats; interference with work performance; termination of employment; or any other action constituting unfair treatment, on the grounds that such person:

1. Provides information, cooperates, or renders assistance in any manner to directors, executives, government authorities, or regulatory agencies, where such person has reasonable grounds to believe in good faith that there has been a violation or non-compliance with applicable laws, rules, regulations, the Code of Conduct, or corporate governance policies; or
2. Provides statements, submits documentary evidence, or renders assistance in any manner to directors, executives, government authorities, or regulatory agencies for the purpose of consideration or

investigation in cases where there is reasonable suspicion of a violation or non-compliance with applicable laws, regulations, the Code of Conduct, or corporate governance policies.

Compliance Oversight

All directors, executives, and employees must strictly comply with the Company's Code of Conduct and Corporate Governance Policy with understanding, commitment, and acceptance as part of work discipline. They must exercise due care to prevent themselves and colleagues from engaging in conduct contrary to the Code of Conduct and Corporate Governance Policy. The compliance oversight process is as follows:

Directors and Executives

1. Promote compliance with the Company's Code of Conduct and Corporate Governance Policy.
2. Foster a corporate culture aligned with the Code of Conduct and Corporate Governance Policy by serving as role models.
3. Listen to employees' opinions and suggestions to improve and refine Company policies and regulations.
4. Oversee adherence to the Code of Conduct and Corporate Governance Policy.

Corporate Governance and Sustainability Committee

1. Communicate and implement activities related to the Code of Conduct and Corporate Governance Policy comprehensively and effectively to directors, executives, and employees.
2. Conduct internal assessments based on corporate governance criteria to identify areas for improvement.
3. Regularly review the adequacy and appropriateness of the Code of Conduct and Corporate Governance Policy to ensure alignment with business conditions.

Human Resources Department

1. Provide clarification and guidance to employees regarding their duty to comply with the Code of Conduct and Corporate Governance Policy.
2. Ensure new employees receive the Code of Conduct and Corporate Governance Policy.
3. Maintain records of employees' acknowledgment and acceptance forms.

Internal Audit Department

1. Conduct preliminary reviews where non-compliance is suspected and report to the Audit Committee.
2. Follow up and coordinate corrective actions and report progress to the Audit Committee.

Discipline

The Code of Conduct and Corporate Governance Policy form part of Company discipline and must be observed by all personnel. Key principles include:

1. Thoroughly study, understand, and regularly review the Code and Policy.
2. Strictly comply with the Code and Policy.
3. Promote and supervise subordinates' compliance.
4. Violations shall be subject to investigation and disciplinary action.
5. Cooperate with investigations.
6. If uncertain whether an action conflicts with the Code or Policy, consider:
 - Is it illegal or contrary to public order and morality?
 - Does it conflict with Company policies, values, ethics, or image?
 - Does it adversely affect stakeholders?
 - Could it create undesirable precedent?

If the action conflicts with the above, it must be discontinued.

Definitions

Company – KCE Electronics Public Company Limited and its subsidiaries.

Subsidiaries at the Same Level – Two or more subsidiaries with the same parent company.

Company Personnel – Directors, executives, and employees.

Director – A director of the Company.

Executive Director – A director serving as an executive, acting in an executive capacity, or authorized signatory (except signing pursuant to an approved Board resolution and jointly with another director).

Independent Director – A director independent from management and major shareholders and without involvement in management decision-making. The Company's independence criteria, aligned with the Securities and Exchange Commission (SEC) requirements, include:

1. Holding no more than 0.5% of voting shares of the Company, parent, subsidiary, affiliate, or conflict entity (including related persons under Section 258 of the Securities and Exchange Act).
2. Not involved in management; not an employee or former employee of the external auditor; not having shared interests with the Company (including auditor, legal advisor, or professional service provider); not an employee; not a controlling person of the Company or related entities; not having business relationships within two years prior to appointment.
3. No significant business relationships or financial/management interests impairing independence.
4. Not a close relative of executives or major shareholders.
5. Not appointed to represent major shareholder interests.

Executive – Manager level and above.

Employee – Personnel below executive level, including permanent, contract, and temporary staff.

Supplier – Providers of goods or services, contractors, subcontractors.

Customer – Purchasers of Company products.

Stakeholder – Any person or group directly or indirectly affected by Company operations or having an interest or influence, such as shareholders, employees, customers, suppliers, communities, business partners, and government agencies.

Connected Person – Directors, executives, major shareholders, controlling persons, or nominees for controlling person status, including related persons and close relatives.

Major Shareholder – A person holding more than 10% of voting shares, directly or indirectly, including related persons' holdings.

Related Person –

1. A person controlling Company activities (including directors of such entity).
2. Spouse, minor children, or adopted children of directors, executives, or controlling persons.
3. A juristic person controlled by persons under (1) or (2).
4. Others as defined by the Capital Market Supervisory Board.

Close Relative – Spouse, parents, siblings, children/adopted children, and spouses of children/adopted children.

Inside Information – Material information affecting securities prices not yet publicly disclosed, including but not limited to financial performance, forecasts, dividend decisions, par value changes, redemption, investment plans, mergers/acquisitions, tender offers, significant asset transactions, key contracts, major legal disputes, change in objectives, accounting policy changes, and changes in control or senior management.

Oversight of insider information usage is specified in the “Insider Information Policy” and on the Company’s website, accessible to Company personnel and external parties.