

**AJINOMOTO CO.,( THAILAND ) LTD.**

HEAD OFFICE : 487/1 SI AYUTTHAYA ROAD, KHWAENG THANON PHAYA THAI, KHET RATCHATHEWI  
BANGKOK 10400 TEL.0-2245-1614, 0-2247-7000 FAX.0-2246-3887 website : www.ajinomoto.co.th

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**Anti-Bribery and Corruption Policy****Ajinomoto Co., (Thailand) Ltd.****Introduction**

Ajinomoto Co., (Thailand) Ltd. commits to conduct its business with integrity and transparency as well as compliance with laws and be under the good, suitable norms of local tradition and practices in corporate governance.

The Company opposes to all forms of bribery and corruption following the "Ajinomoto Group Policies"(AGP); including not to relate with the bribery both direct and indirect to maintain the competitive advantage of business. The Company intends to bring the effective compliance system to fight against bribery and corruption.

**Objective**

- 1) To provide guidance for the Company, which composes of Board of Directors, all managements and staffs of Company, not to offend or break the anti- bribery and corruption laws.
- 2) To establish monitoring and auditing system to ensure compliance with this policy
- 3) To support board of directors, managements and staffs of the company to keep monitoring and report the bribery or corruption found via secure communication channel.
- 4) To promote good ethical mindset and integrity so as to reduce corruption risk within organization.

**Scope**

The anti-bribery and corruption policy become shall affect to members of the board of directors, all managements and staffs of Company. The Company also expects all agents and other intermediaries associated with, or acting on behalf of Ajinomoto Co., (Thailand) Ltd. to comply with this policy.

**Definition**

**Bribery** means the act of offering, promising to give, receiving or requesting of an advantage as an inducement from other parties for a benefit to the bribery both direct and indirect. This conduct may have the purpose for business benefit or the determine motivation about Company or other parties including having the right for using or approving the regulation, reducing taxation or tax-free and obstructing another competitor for bidding on businesses.

**Corruption** is a form of dishonest or unethical conduct by a person entrusted with a position of authority. It may include bribery the act of offering, promising to give, receiving or soliciting of an advantage The types of favors given are diverse and may include assets, money, gifts, news information or other benefits which is moral depravity and illegal to public officers or other Company for benefits of Company, oneself or related persons.

### Roles and Responsibilities

- 1) Board of Directors led by the President have duties and responsibilities to oversee the anti-bribery and corruption policy and its system including receive report from related organization to ensure compliance with legal and ethical obligations.
- 2) Directors and Managers are responsible for determining anti-bribery and corruption system, promoting, and encouraging anti-corruption manner conveyed to all their staff and related parties. This also includes reconsideration on system or regulation in order to best adjust with business changes, regulations, standards, and laws.
- 3) Internal Audit Department are responsible for auditing, and evaluations in business transactions whether they are accurate and complied with guidelines, regulations, approving authority, standards, laws, and policies of Company; including to assess efficiency and satisfaction of risk management on anti-bribery and corruption policy following good governance practice. And regularly report to top management
- 4) Risk management Division, GA department responsible for analyzing and giving opinion in Company's activity whether being within the scope of bribery and corruption or not; facilitation expense, charitable contribution, donations and aid grants, entertainment, gift receiving & giving, sponsorship, or political contribution matter. And regularly report to top management
- 5) Members of the Board of Directors, all managements and staffs of the company are responsible to study and follow the regulations or relevant compliance laws.

### Facilitation Payment Policy

**Facilitation payment** is a payment made to a public or government official that acts as incentive for the official to complete some action or process expeditiously.

The company prohibits facilitation expense in all forms and shall strictly follow "Ajinomoto Group Policies" (AGP)

### Charitable Contribution, Donations and Aid Grants Policy

**Charitable contribution** means donation either money or other giving which purpose of donation to charity in accordance with the law or donation to public charity that not expect business profit.

A charity or donation or grant in aid including corporate social responsibility expense have to be proven that it has nothing to do with a reciprocal return with anyone or any organization except an action to honor the donor as normally practiced. Therefore, the donation has to transparent conducting and follow regulation.

### Entertainment Policy

Entertainment is the normal business manner for building goodwill and strengthens working relationship among business associates. The entertainment is provided to outsiders such as government officer, banker, guest from Ajinomoto group, customer, and agent or component supplier.

- 1) Entertainment must be paid reasonably and verifiably. Reception must be organized with morality or business etiquette. The Company will not organize or enter into any entertainment

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as a means of gaining favorable term from that organization or its affiliates/connected parties in any other business agreement except congratulations or obituary which cannot avoid including wedding, funeral, etc.

- 2) Entertainment expenditure must get approval from the duly authorized executive of the Company. Entertainment must not be made or offered in conjunction with, as part of or in relation to any bid tender contract renewal or prospective business relationship.

### **Policy of Receiving & Giving Gifts**

Giving of gifts is the normal business manner for strengthen the good business relationship. Hence, the Company recognizes that fostering good relationships with business partners is important to its continued success.

#### **A: About Receiving Gift**

- 1) Director, top managements and all staffs must not request such the gifts; receive money, any other things or benefits from outsiders and business partner; though those requesting will be own benefit or other that indicate to neglect on duty or break a law.
- 2) Acceptance of gifts from customers and business associates is not allowed. If the customer and business associate offers a gift, such gift shall be refused or returned, with explanations to be provided to the giver on the reasons and the company policy and practices on no acceptance of gifts.
- 3) In a case of necessary that cannot decline to receive the gift. Receiver must send the gift to GA. Department in each location to register and record so that to donate to charitable organization or any actions following the regulations of the company. The receiving gift must not be illegal stuff and must not in the form of cash, cash equivalent or easily changeable into cash such as gift voucher, coupon, cashier's cheque, etc.

#### **B: About Giving Gift**

- 1) Directors, top managements and all staffs are prohibited to offer money, things or other benefits to outsiders such as government officer, broker, trading partner, customer or decision makers which those persons have dominated intention or compensate other to perform or not perform with a position of authority for gaining the advantage or exchanging something or persuading for making a decision or causing receiver acts like not to follow the regulation.
- 2) Directors, top managements and all staffs are prohibited from giving of gifts to customers and business associates. In case of necessary, the action has to get approval from top management or highest superior of each organization based on Decision Making Rules or Entertainment Expense Approval. The actions must also be verified by Risk Management Div while the gift itself shall follow the below conditions :

2.1 Giving gifts or assets must be given based on tradition, business etiquette, appropriate type and value.

2.2 Giving gifts must not in form of cash, cash equivalent or easily changeable to cash such as gift voucher, cashier's cheque, gold, bond or property.

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2.3 Giving gifts to government officer must follow the regulation of the office of the prime minister on giving or receiving gift to government officer B.E. 2001

2.4 Giving gifts must be conducted, transparently and legally

**Sponsorship Policy**

**Sponsorship** is the negotiated provision of fund, goods or services to school or central office units in exchange for advertising, branding or corporate reputation

- 1) Sponsorship as part of advertising company logo and corporate citizenship activities, the company may support charities or provide sponsorship which must be transparent and properly documented. The company will only provide donations to organization that serve a legitimate public purpose and which are themselves subject to high standards of transparency and accountability.
- 2) Sponsorship and Donation: anything of value (including money, gift in kind, access to or use of, or association with the company's brand or image) offered or given to an entity or event outside. A donation or support has to be proven that it has nothing return but the company recognizes and improve the company image. Be compliant with any applicable laws, rule and regulations.

**Political Contribution Policy**

**Policy contribution** refers to financial support or donation of items and/or participation in activities to political parties, politicians or candidates for a political.

- 1) The Company is stay politically neutral and do not concentrate political sides, or assist in politics with political parties, politician, political group, etc.
- 2) The Company support political affairs under democratic system
- 3) The Company support employee to take their personal right as a good citizen by law in participating the political activity under constitutional provisions but they do not allow arrogating the right of employee to gain or bring the company's assets, tools or equipment for gaining the advantage of political which it is caused other to misunderstand the Company acts like supporting the political parties.

**Conflicts of Interest Policy**

**Conflicts of interest** means performing duties that must produce results or benefits in accordance with the objectives of the Company but instead favors himself and/or related persons such as family, close relatives, close persons, etc., causing the Company not to gain maximum benefit or may cause damage to the Company.

The company does not support any actions causing conflicts of interest and have penalties against the management and all employees who exercise power or position received from the company in seeking wrongful benefits for oneself and cause damage to the company.

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**Policy on Hiring Government Employee**

**Government Employee** means a person holding a political position, government officials or local government officials which has a position or a regular salary employees or persons working in state enterprises or government agencies, local management and members of local councils who are not political office holders, officials under the law on local administrative characteristics and shall also include a committee member, a sub-committee member, an employee of a government agency, state enterprise or government agency

The company does not have any policy in hiring government employees to work at the company

**Policy for Notifying Clues or Complaining**

The company gives an opportunity to employees and interested person for complaining or notifying of infraction, bribery and corruption which is not conform to company ethics.

In case of employees suspect or find the evidence of someone who gives or receives bribery or corruption, they have to report to their superior suddenly or in urgent case employees can inform or asking for suggestion to Risk Management Division, Head Office for considering about significant risk to inform to Board of Director immediately which employee's personal information will be kept confidential. Notifying channels are :

Inside Thailand	Outside Thailand
-Hotline 1800-292-777 or 02-677-2800 ( service by outside independent company ) -Email : <a href="mailto:tell@thailand-ethicsline.com">tell@thailand-ethicsline.com</a> -PO Box 2712 Bang Rak BKK 10500	-Tel 0120-783-805 -website <a href="https://ml.helpline.jp/a-hotline">https://ml.helpline.jp/a-hotline</a>

**Policy to Fight against Bribery or Corruption**

- 1) The company is committed to all employees that nobody will be punished or will be affected from declining of bribery even it is caused the company to lose business. Moreover, the company does not allow anyone to threaten employees who always follow the regulations. In case of employees believe that they are threatening, they have to report to their superior or GA department manager.
- 2) In case of employee has no confident about the bribery or corruption matters or if there is any question, they should consult with their superior or GA department manager, head office.
- 3) In case of required any gifts or other benefits which are apart from these criteria and could not decline those matters, employees should consult with their superior or GA department manager, head office.
- 4) The Company will punish in disciplinary to employees who are against this regulation or do the infamous conduct of Ajinomoto Group including any superiors who neglect of making a mistake or acknowledging mistakes but do not handle. All employee must follow this policy whether they understand or not. Furthermore, employees may be punished by the law in case of breaking the law.

**Risk Assessment**

Ajinomoto Co., (Thailand) Ltd. emphasize risk assessment and make an assessment of actual incidence of corruption and bribery in the Company. They should be considering by probability, effect and look defensive measure.

Risk assessment is defined as the possibility that an event will occur and adversely affect the Company. The executive must be evaluating and review the risks assessment on regular basis for decrease and protect.

#### **The Company and Individuals involved in the business**

- 1) The company will be informing and support to the company and individuals involved in the business compliance with measure of Anti-Bribery and Corruption, Employees do not hire agents or business intermediaries by have an objective to give bribery or corruption practices
- 2) The company disallow employees to hire agents or business intermediaries which the purpose of committing bribery or corruption.
- 3) The company provide for procurement of goods and service with fairness and transparency including conduct the evaluation for select the Vendor, Provider and Recipient by strictly follow the procurement regulations and inform Vendor, Provider, Sub-contractor to get acknowledgement for our Anti-Bribery and Corruption Policy
- 4) The company reserve the authority to annul the procurement and commissioning If the vendor or providers including contractors commit corruption or bribery.

#### **Disclosure Policy**

The company has appropriate disclosure of fair and highly transparent information with stakeholders including shareholders and investors, through various communication channels of the company. Or other methods as appropriate. To ensure that company and affiliates for accountability and transparency.

#### **Data Management**

The Company has a standard policy, principle and laws about accounting and finance, all expenses must have supporting document including managing and maintaining Company's data.

The Company does not allow recording false data, incomplete information, adjusting account and not using non budget for support or concealing inappropriate payment

#### **Human Resource**

Human resource policy is part of human resource management including recruitment, training, evaluation, remuneration and promotion.

#### **Training and Communication**

- 1) The anti-bribery and corruption policy will be communicated to agents, intermediaries, suppliers, clients and others who deal with Company by encourages every person it deals with to adhere to similar standards of corporate responsibility.
- 2) The anti-bribery and corruption policy will be constantly communicated within organization along with organize in-house training to all employees for realizing this policy especially any bribery forms, the risk from involve with bribery as well as the process of report in case of finding or suspecting the bribery or corruption.

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- 3) All employees will be trained about anti-corruption to realize this policy. Besides, this training course will be a part of orientation for newcomers.

**Follow Up and Auditing**

Top management should revise this policy regularly when there is some changing and assign the risk management division to follow up of using the regulation and advising it to employees continuously.

Risk Management Division has to verify the activities relating to facilitation expense, charitable contribution, donations and aid grants, entertainment, gift giving&receiving, sponsorship whether being within the scope of bribery and corruption or not.

Internal Audit Department has to continuous auditing the internal controlling system and any procedure to ensure the effectiveness of anti-bribery and corruption

Both parties are allowed to immediately report the issue to top management once being found that the issue is urgent or has significant risk.

Announced on March 1, 2016

1<sup>st</sup> Amendment on March 14, 2019

2<sup>nd</sup> Amendment on May 17, 2022

บริษัท อาจิโนโมะโต้ (ประเทศไทย) จำกัด  
Ajinomoto Co., (Thailand) Ltd.

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กรรมการผู้จัดการใหญ่  
President