GUIDELINES OF ANTI-CORRUPTION

Moshi Moshi Retail Corporation Public Company Limited

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-TRANSLATION-

GUIDELINES OF ANTI-CORRUPTION

Moshi Moshi Retail Corporation Public Company Limited (“**The Company**”) intends to operate its business with righteousness by adhering to social responsibility and prioritizing all stakeholder groups in accordance with good corporate governance principles. The Company has initiated an anti-corruption campaign among its personnel to promote a thorough understanding and demonstrate an absolute commitment against all forms of corruption. This ensures that The Company maintains appropriate policies, accountability structures, operational guidelines, and procedural conditions to prevent corruption risks across its business functions, while guaranteeing that business decisions and processes involving corruption exposure are managed with maximum prudence. The Company has codified these Anti-Corruption Guidelines in writing, clarifying and communicating these codes of conduct to all personnel to establish an explicit operational path toward building a sustainable organization.

1. Definitions

The Company	Moshi Moshi Retail Corporation Public Company Limited.
The Company's Personnel	Directors, executives, and all employees of The Company.
Corruption	Any intentional act executed to violate laws, rules, regulations, internal corporate policies, or the business code of conduct to secure an unlawful advantage. Corruption typically involves deceptive processes, bribery, signature forgery, coercion, theft, impersonation, accepting bribes, collusion, fraud, and the deliberate concealment of facts to acquire or retain improper or unsuitable business benefits.
Bribery and Malfeasance (Corruption)	The exploitation of assigned institutional authority to seek personal gain. Providing or accepting bribes and engaging in corruption can manifest in several typologies, such as: (1) Political contributions. (2) Charitable donations and institutional sponsorships. (3) Facilitation payments. (4) Giving or accepting gifts and business entertainment hospitality.
Giving or Accepting Bribes	Offering, promising, giving, accepting, or soliciting any benefits to incentivize an individual to perform an illegal or immoral act, thereby undermining the corporate trust placed in The Company.
Financial Support (Improper Sponsorship)	Monies paid for services or advantages that are difficult to measure and trace, which can potentially be linked to bribery. For example, financial support might carry hidden motives, deploying charity sports events or foundations as a front to secure an unfair advantage in the considerations of government officials or related parties (e.g., securing contracts, business opportunities, or tender wins; reduction or waiver of official fees; assisting with, rendering, or canceling licensing

	requirements outside standard public decision-making processes; canceling or reducing statutory criteria; or providing privileged access to state officials).
Giving and Receiving Sponsorships	Monies paid to or received from customers, business partners, associations, foundations, charitable organizations, or non-profit entities with the objective to promote corporate brands or institutional reputation, thereby building commercial trust, elevating business relations, and matching appropriate occasions.
Giving Remuneration or Other Benefits	Bestowing items or special privileges in the form of property or financial/non-financial rewards to serve as a token of appreciation, a reward, or to forge a special relationship.
Charitable Donations and Public Benefit Donations	Activities involving the expenditure of funds or donation of assets to benefit communities, society, and the general public without receiving tangible commercial returns.
Giving or Accepting Gifts, Entertainment, and Hospitality	Giving or accepting items of material or sentimental value—whether financial or non-financial—presented on material occasions based on customary traditions, cultures, courtesy, or given as recognition rewards or tokens of appreciation. This encompasses granting special service privileges, entertainment hosting, as well as paying for entertainment expenses, travel costs, hospitality services, tourism, accommodations, meals, or other similar advantages.
Gift	Anything of value presented by an individual or entity to another party without demanding direct returns. Gifts can materialize as physical objects or alternative forms of advantages.
Entertainment	Expenditures allocated for corporate hosting, such as offering food and beverages, sports entertainment, and alternative outlays directly connected to business operations or commercial customs, including imparting business knowledge. These activities are permissible provided that the expenses remain reasonable and do not affect professional decision-making or trigger conflicts of interest.
Hospitality	Participating in social, cultural, or sporting events alongside officials or individuals who hold, or are positioned to influence, commercial relationships with The Company.
Sponsorship	Monies paid to or received from individuals or juristic entities for business objectives, whether for marketing promotion or the payer's reputation, which are difficult to measure and trace, and can potentially be linked to bribery (e.g., hidden motives deploying charity sports or foundations as a front to secure unfair advantages in official considerations).

Political Contributions	The provision of financial aid or other forms of assistance, whether directly or indirectly, to support political activities, political parties, politicians, election candidates, or political actors.
Facilitation Payments	Unofficial payments made to government officials to ensure that they execute standard processes or accelerate mandatory actions, provided such processes entail zero official discretion, constitute the lawful duty of that official, and represent a legal right that the juristic entity is fully entitled to receive.
Conflict of Interest	A clash between personal interests and the collective benefits of The Company. This refers to scenarios or actions where working personnel hold private stakes that affect their decision-making or execution of duties, triggering issues that prevent them from acting impartially or without bias, resulting in overlapping interests that harm The Company's collective welfare.
Customary Tradition	Festivals or material holidays where gifts are conventionally exchanged, including occasions for congratulations, expressing gratitude, hosting welcomes, offering condolences, or rendering courtesy aid customary within society.
Connected Persons	Individuals pursuant to Section 258 (1) through (7) of the Securities and Exchange Act B.E. 2535 prior to amendment, including persons related by blood or legal registration, comprising: fathers, mothers, spouses, siblings, children, and children's spouses of directors, executives, and employees across all levels, including laborers acting on behalf of The Company.
Business Partner (Vendor/Supplier)	Providers of goods and services to The Company, encompassing designers, consultants, contractors, and sub-contractors.
Stakeholder	Shareholders, investors, employees, customers, vendors, trade creditors, joint venture partners, business allies, government entities, private sectors, society, communities, and the environment.
Employment of Government Vested Personnel	The corporate hiring of current or former government officials to hold positions or fulfill duties whether via permanent employment or service contracts in exchange for compensation, which can spark corruption risks and conflicts of interest in the execution of corporate duties.
Government Vested Personnel	Vested state officials, political office holders, judges of the Constitutional Court, individuals holding ranks in independent organizations, and members of the National Anti-Corruption Commission whose roles can influence benefits directed toward The Company, its subsidiaries, or joint ventures.

Government Official	Civil servants or local administration employees holding permanent ranks or receiving fixed salaries; personnel working in state agencies or state enterprises; local executives, deputy local executives, assistant local executives, and local council members of local administrative organizations; officials under local administration laws or alternative officials legally designated, including directors, sub-committee members, employees of government departments, state agencies, or state enterprises, and any individuals or groups legally empowered or assigned administrative authority established within civil service frameworks, state enterprises, or alternative state affairs whose actions can influence benefits directed toward The Company, its subsidiaries, or joint ventures.
CSR (Corporate Social Responsibility)	Operating business activities under ethical frameworks and good corporate governance principles alongside actively safeguarding society and the environment to achieve sustainable business development, executing internal and external organizational activities that consciously manage societal and environmental impacts.

2. Scope

These Anti-Corruption Guidelines cover all operational workflows associated with the Anti-Corruption Policy, the Business Code of Conduct, and the Good Corporate Governance Policy. Directors, executives, and employees across all levels of The Company, its subsidiaries, associates, alternative entities controlled by The Company, and business agents carry the strict duty to comply with these guidelines, alongside related rules and policies, with zero exceptions. Personnel shall not solicit, execute, or accept any forms of corruption or bribery, whether directly or indirectly, for the benefit of the organization, themselves, family members, friends, or associates. These mandates govern both domestic and international business operations comprehensively.

3. Operational Rules

<u>3.1 General Anti-Corruption Rules</u>

1. Do not engage in any behavior that constitutes accepting or offering bribes to stakeholders within one's scope of responsibility, whether directly or indirectly, to secure unlawful advantages. Personnel must strictly adhere to the following:

1.1. Do not accept or give gifts or souvenirs in the form of cash, checks, bonds, shares, gold, gems, real estate, or equivalent items to or from connected entities in government or private sectors.

1.2. Do not accept assets, items, gifts, souvenirs, or other benefits that incentivize the omission of one's professional duties. If acceptance cannot be avoided, verify compliance with laws and corporate rules before receiving. Souvenirs or gifts given in a professional capacity must carry low value and remain appropriate to the occasion.

1.3. Do not give assets, items, gifts, souvenirs, or alternative benefits to influence decision-making or cause the recipient to abandon identical trade practices extended to other business partners. Souvenirs given on specific occasions must not exceed conventional value thresholds.

1.4. Do not act as an intermediary to offer money, assets, property, or alternative advantages to business connections, government departments, or any entities in exchange for unmerited privileges, or to induce state officials to bypass laws, rules, regulations, and statutory codes.

2. Procurement activities must be executed through transparent, fully auditable corporate procedures in strict accordance with The Company's regulations.

3. Expenditures allocated for business entertainment and other contractual outlays are permissible provided they remain reasonable and fully auditable.

4. Charitable donations must satisfy the following parameters:

4.1. Deploying corporate funds or assets for charity must be executed exclusively in the name of The Company. Donee must be verified as foundations, public charity entities, temples, hospitals, medical centers, or social benefit organizations that possess valid certifications, maintain reliability, are fully auditable, and pass corporate procedural checks.

4.2. Personal charitable donations are permissible but must remain entirely unlinked from corporate affairs and free from corruption suspicions or expectations of improper business returns.

5. Deploying corporate funds or assets to sponsor projects must be executed exclusively in the name of The Company. Sponsorship payouts must target valid business objectives, brand enhancement, and corporate reputation. Disbursal files must declare explicit objectives, present auditable evidence, and pass corporate procedural workflows.

6. Refrain from performing any politically motivated actions within The Company and do not deploy corporate resources to advance such matters. The Company maintains strict political neutrality, supports compliance with laws and democratic governance, and holds zero policies to render financial or alternative political aid to any political parties, whether directly or indirectly.

7. Employees must not ignore or neglect instances where they witness actions or behaviors clashing with anti-corruption and anti-bribery policies, or bordering on corporate corruption, whether directly or indirectly. Employees must immediately notify their supervisors or responsible officers and fully cooperate with fact-finding investigations. For doubts or inquiries, consult line managers or officers tasked with tracking business code compliance through designated reporting channels.

8. The Company guarantees absolute fairness and protection to employees who reject corruption or report bribery cases linked to The Company, applying whistleblowing safeguards specified under corporate whistleblower protection measures.

9. Personnel who engage in corruption or bribery commit a direct violation of the Business Code of Conduct and shall undergo disciplinary review under corporate regulations. Vested actors may also face criminal and civil statutory penalties if their acts violate state laws.

10. The Board of Directors, the Audit Committee, the Risk Management Committee, the Nomination and Remuneration Committee, the Corporate Governance and Sustainability Committee, and the Executive Committee recognize the critical importance of educating, advising, and aligning personnel and related connections regarding anti-corruption frameworks, ensuring compliance while serving as role models of honesty, ethics, and code execution.

11. The Company is dedicated to building and preserving an organizational culture that views corruption and bribery as entirely unacceptable behaviors, whether dealing with private individuals or public sector transactions.

12. These anti-corruption policies and guidelines govern all human resource management workflows, comprehensively covering recruitment, talent selection, promotions, training tracks, employee performance evaluations, and compensation management. Superiors at all levels must communicate these rules to ensure subordinates apply them efficiently across controlled business activities.

3.2 Rules on Giving or Accepting Gifts, Assets, or Other Benefits

To uphold anti-corruption policies, good corporate governance, and the Business Code of Conduct, The Company mandates the following rules on giving or accepting gifts, assets, or alternative advantages:

- Corporate personnel and connected individuals are strictly prohibited from soliciting, receiving, or giving gifts, money, assets, property, entertainment entries, travel coverages, or other advantages beyond necessity and appropriateness, whether directly or indirectly, to or from state officials or business connections if such acts unfairly sway decisions, induce improper acts/omissions, secure unmerited privileges, or impact corporate operations. Giving or receiving gifts or benefits must be transparent, auditable, and customized to tradition.
- Corporate personnel and connected individuals are prohibited from accepting, promising to accept, or giving money, assets, property, or alternative benefits to induce actions or omissions, including any clandestine or public maneuvers that are improper or dishonest.
- The Company must systematically preserve expenditure records that verify the value of gifts, souvenirs, or alternative benefits for post-audit verification.

However, personnel can accept and give gifts or advantages provided they satisfy the following criteria:

(1) Executed correctly, openly, and transparently without clashing with moral codes, state laws, corporate rules, and frameworks governing public agencies, state enterprises, or public organizations.
(2) Appropriate to the specific situation, festival, and local traditions.
(3) Never deployed as a front or excuse for corruption activities.
(4) Free from generating overlaps between personal stakes and corporate interests.

(5) The value of accepted or given gifts, business hosting, hospitality, or advantages does not exceed 3,000 Baht per occasion when dealing with public departments or state officials.

If personnel execute or accept transactions involving gifts, money, assets, property, entertainment, travel coverages, or alternative benefits, they must fully cooperate by filing the "Gift, Asset, or Benefit Acceptance Report Form" and the "Gift, Asset, or Benefit Giving Approval/Report Form" (attached documents), routing them to their direct supervisor with a copy forwarded to the Administration Department.

1. Giving Gifts, Assets, or Other Benefits

1.1 Giving must conform to customary traditions, covering congratulations, gratitude, welcoming hosts, expressions of condolence, or courtesy aid accepted in society. Such acts must not violate state laws and local customs, ensuring values do not exceed 3,000 Baht per person per occasion. Offerings should enhance the public image of The Company and its group entities, utilizing the following typologies:

a. Calendars and diaries.
b. Products manufactured by The Company and its group entities (Company Products).
c. Items serving as corporate publicity media (Corporate Logo / Corporate Brand items).
d. Royal project goods, royally initiated project items, community goods from corporate operational sites, charity products, or items supporting sustainable development.

1.2 Offerings must be executed exclusively in the name of The Company, never in the private name of a director, executive, or employee, and must be conducted openly without concealment.

1.3 Giving gifts, assets, or alternative benefits should follow unified standards to prevent discriminatory or selective treatment.

1.4 Item types and values must be suitable and timely. For instance, during active commercial bidding processes, giving gifts to state officials, directors, executives, and all employees of involved entities is strictly banned.

1.5 Banned from extending gifts, assets, or benefits to spouses, children, or connected persons of state officials, clients, vendors, or contact persons, such acts are legally viewed as indirect proxy acceptance.

1.6 Giving gifts, assets, or advantages for traditions or key business milestones (e.g., corporate founding anniversaries, signing business agreements) is permissible. The giving unit must compile the "Gift, Asset, or Benefit Giving Approval/Report Form" (attached document), appending supporting files like price quotations and product photos for sequential approval. Souvenir values should not exceed 3,000 Baht; values crossing 3,000 Baht must follow strict anti-corruption escalation protocols.

1.7 Expense reimbursement processing must comply with corporate budgetary authorization tables. Vested personnel must attach the approved "Gift, Asset, or Benefit Giving Approval/Report Form" and expense receipts within 7 business days following execution, filing documents with the Accounting and Finance Department for auditing retention, with a copy routed to the Administration Department.

2. Accepting Gifts, Assets, or Other Benefits

2.1 Enforcing a "No Gift Policy" during festive windows (e.g., New Year) or alternative milestones to build solid business benchmarks. Corporate personnel must continuously communicate this No Gift Policy to commercial partners and stakeholders, requesting their full cooperation.

2.2 Corporate personnel shall refrain from accepting gifts, assets, or alternative benefits in all cases where improper intent exists or interest-driven decisions are impacted, carrying the duty to inform external parties of corporate anti-corruption rules.

2.3 If accepting gifts, assets, or benefits is absolutely unavoidable or items cannot be returned, the following rules apply:

a. The recipient must report to their line manager and log the details in the "Gift, Asset, or Benefit Acceptance Report Form" (attached document), turning the item over to the Administration Department.

b. The Administration Department must log the entry, consolidate received items, and manage them appropriately (e.g., allocating them as employee rewards during corporate festivals, or securing approval to donate them to external charities or public benefit groups), except under the following conditions:

- For perishable consumer goods with an expiration window under 1 month, the department manager holds the discretion to distribute items within their unit or share them with other teams, logging the "Gift, Asset, or Benefit Acceptance Report Form" for corporate awareness.

- For promotional corporate items like pens, calendars, or diaries, employees may retain them as personal tokens or distribute them to teams without filing the "Gift, Asset, or Benefit Acceptance Report Form".

- For institutional souvenirs received during corporate corporate milestones (e.g., signing business contracts), items may be accepted but constitute corporate property. The recipient must file the "Gift, Asset, or Benefit Acceptance Report Form" for line manager sign-off, routing the physical asset to the Administration Department.

3.3 Rules on Entertainment or Hospitality Services

The Company recognizes the importance of maintaining solid relations with its stakeholders. Therefore, expenditures allocated for business entertainment—such as providing food and beverages, sports hosting, recreational activities, and other outlays directly tied to business operations, commercial customs, or corporate educational briefings—are permissible. However, hosting must remain reasonable, must not affect the recipient's operational decisions, and must not spark conflicts of interest between The Company, the recipient, or related external entities. Resulting expenses must align with corporate authorization matrices, adhering to the following rules:

1. Business entertainment and hospitality outlays (e.g., meals, drinks, sports hosting, commercial customs, educational briefings) are permissible provided they remain reasonable and free from affecting decisions or causing conflicts of interest.

2. Entertainment or hospitality must be hosted exclusively in the name of The Company, never under the private name of a director, executive, or employee, and must be conducted openly without concealment.

3. Hosting types and values must be suitable and timely. For instance, during active bidding processes, rendering entertainment or hospitality services to state officials, directors, executives, and all employees of involved entities is strictly prohibited.

4. Banned from hosting entertainment or hospitality services in inappropriate venues.

5. Must not be executed to dominate, induce, or reward individuals to secure improper advantages or hidden assistance.

6. Hosting entertainment or hospitality requires logging a memorandum attached to the "Entertainment or Hospitality Approval/Report Form" (attached document), submitted for formal review under anti-corruption frameworks.

7. Expense reimbursement must follow corporate rules and authority tables. The claimant must present supporting evidence comprising the approved "Entertainment or Hospitality Approval/Report Form" and expense invoices within 7 business days following execution, routing files to the Accounting and Finance Department for audit retention.

3.4 Rules on Donations, Financial Sponsorships, and Product Donations

The Company mandates that charitable donations, project sponsorships, and product donations must be transparent, legally compliant, and verifiably deployed for genuine charitable or promotional objectives stated in approval files, remaining free from bribery fronts or improper business advantages. Project sponsorships must advance valid business goals and brand image, satisfying the following rules:

1. **Providing charitable donations**, whether via financial aid or alternative forms like educational briefings or volunteering—is permissible as part of social responsibility and brand promotion without targeting direct commercial returns, subject to the following criteria:

   1.1 Executed transparently, legally, and morally, free from serving as a front for bribery or securing improper business advantages.

   1.2 The donee must be a reliable and/or legally established organization.

   1.3 Donations must be executed exclusively in the name of The Company.

   1.4 The donation must carry clear, actionable, and measurable objectives.

   1.5 Funds should never be paid directly to individual officials, unless explicitly detailed in institutional request letters and backed by written receipts.

1.6 The executing unit must compile the "Donation, Sponsorship, and Product Donation Approval Form", attaching request letters for formal review under anti-corruption frameworks.

1.7 Cash donation disbursements must follow corporate rules and authority matrices. The claimant must present the approved form and receipts to the Accounting and Finance Department for audit retention.

1.8 Upon completion, the claimant must file the "Donation, Sponsorship, and Product Donation Report Form" (attached document) within 7 business days, appending evidence like photos, thank-you letters, or cash receipts, routing files to the Accounting and Finance Department.

1.9 Follow-up verifications should be executed to ensure donations truly advance public benefit and match approved objectives without hidden commercial motives.

2. **Providing financial sponsorships** or asset contributions to activities or projects must be transparent, legally compliant, and free from bribery circumvention. Sponsorships must target advertising, publicity, and corporate image enhancement without corrupt motives, covering cultural events, social/environmental projects, educational setups, or sports activities:

2.1 Corporate Social Responsibility (CSR) activities can be executed internally or externally, balancing all stakeholder interests (shareholders, employees, customers, creditors, competitors, government, communities, environment) under explicit objectives.

2.2 Sponsorship funds or CSR activities must not involve quid-pro-quo benefits tied to specific individuals, units, or groups.

2.3 Sponsorships or CSR activities must be auditable, backed by clear receipts or evidence matching corporate rules to block corruption fronts.

2.4 Institutional CSR or corporate activities must strictly exclude political party support tracks.

2.5 The executing unit must file the "Donation, Sponsorship, and Product Donation Approval Form", attaching request documentation for formal anti-corruption review.

2.6 Sponsorship expense disbursements must match corporate rules and authority matrices, filing the approved form and receipts with the Accounting and Finance Department.

2.7 Upon completion, the claimant must file the report form within 7 business days, appending evidence like photos or thank-you letters for Accounting and Finance Department retention.

3. **Product donations** are permissible to advance social responsibility and corporate image without commercial expectations, subject to the following criteria:

1.1 Executed transparently, legally, and morally, free from serving as a front for bribery or securing improper business advantages.

1.2 The donee must be a reliable and/or legally established organization.

1.3 Product donations must be executed exclusively in the name of The Company.

1.4 The executing unit must file the "Donation, Sponsorship, and Product Donation Approval Form", attaching request documentation for formal anti-corruption review.

1.5 Product item disbursements must match authority tables. The claimant must present the approved form and product specs to the Procurement and Product Development Department.

1.6 Upon completion, the claimant must file the "Donation, Sponsorship, and Product Donation Report Form" (attached document) within 7 business days, appending photos or thank-you letters, routing files to the Accounting and Finance Department for audit retention.

3.5 Rules on Accepting Partner-Funded Meetings, Training, Seminars, and Site Visits

Accepting or extending offers for meetings, training tracks, seminars, site visits, or social gatherings funded by corporate business partners:

1. If corporate personnel wish to attend meetings, training, seminars, study tours, or corporate site visits, the following criteria apply:

- The activity must be suitable and verifiably beneficial to The Company.
- It must not impact corporate operations and commercial business decisions.
- It must exclude hidden tourism itineraries that lack genuine knowledge transfer intent.
- It must secure supervisor sign-off and match corporate working rules.

2. If The Company receives invitations for meetings, training, seminars, or site visits hosted exclusively for corporate personnel, they can attend subject to the following criteria:

- Invitations must be extended exclusively on an organization-to-organization basis.
- The activity must be suitable and verifiably beneficial to The Company.
- It must not impact corporate operations and commercial business decisions.
- It must exclude hidden tourism itineraries that lack genuine knowledge transfer intent.
- The specific invitation along with the completed "Entertainment or Hospitality Report Form" (attached document) must be forwarded to the Human Resources Department for formal retention logging.

3.6 Rules on Political Contributions

The Company maintains zero policies to provide financial aid or alternative support to political parties or political groups, whether directly or indirectly. The Company preserves strict neutrality and will not favor any political factions. Vested authorizers under corporate codes are barred from approving transactions linked to political aid, subject to the following rules:

1. The Company operates with political neutrality, rendering zero support or favoritism to any political party. Personnel should avoid expressions that falsely signal corporate ties, favoritism, or political backing.

2. The Company does not support political parties, politicians, or election candidates with cash or assets to secure corporate business favors.

3. Corporate personnel retain constitutional freedoms to participate in political activities but must never misrepresent their corporate ties or deploy corporate assets, tools, or equipment for political campaigns. If participating, they must ensure their acts do not imply corporate backing or party favoritism.

4. Corporate personnel shall not wear employee uniforms or deploy corporate symbols that identify them as corporate staff while attending political events.

5. Avoid displaying political stances or expressing political opinions within workplaces or during working hours to prevent operational conflicts.

Expenses arising from gifts, entertainment hosting, donations, project sponsorships, product donations, or alternative outlays detailed above must pass verification and approval steps under corporate regulations, anti-corruption frameworks, and authorization tables to block corruption risks, ensuring:

- Approval is granted by valid authorizers.
- Transactions are backed by correct payment receipts.
- The Accounting and Finance Department verifies that authorizers hold proper clearance before cash disbursement, ensuring receipt accuracy for correct accounting ledger logging.

Illustrative Compliance Cases

Case 1: If you win a lucky draw prize at a highly attended external event, such as a seminar hosted by a third-party agency, can you retain the prize personally?

Guidance: Lucky draw prizes generated via random selection from a large pool naturally block interest-driven decisions. Therefore, you can accept the item. However, if the prize carries exceptionally high value, consult your supervisor to align on an appropriate path, ensuring the award entails zero motives to influence corporate decisions.

Case 2: Can you accept concert entries or sporting event tickets directly from business partners or customers?

Guidance: If tickets are extended specifically to a distinct individual, acceptance is prohibited. However, if offered on an organization-to-organization basis, acceptance can be considered, and the tickets must be managed appropriately (e.g., distributed via internal staff draws). If entry ticket values are exceptionally high, consult your supervisor to ensure the offering carries no intent to influence decision-making.

Case 3: Is hosting sports entertainment activities for government officials permissible?

Guidance: If the sports hosting constitutes a routinely scheduled or traditionally continuous tournament, an operational plan must be submitted for supervisor approval (potentially via annual corporate plans), declaring explicit frameworks, budget caps, and structural details to secure transparency. Personnel must exercise extreme caution and entirely avoid hosting such events during active commercial negotiations or contract renewals to prevent misinterpretation or slandered decisions.

Case 4: Is organizing customer appreciation events permissible?

Guidance: Hosting customer appreciation events constitutes a normal sales promotion activity that extends seasonal advantages to stimulate product demand. This represents a standard business mechanism that can be executed, provided the organizing department establishes explicit, transparent, and auditable criteria.

Case 5: What should you do if you remain uncertain about the compliance of your proposed decision?

Guidance: Apply reasonable person standards by asking yourself the following sequential questions:

- Is the action **illegal?** If it violates the law, **please cease the action.**
- Does the action **violate corporate policies?** If it violates policies, **please cease the action**.
- Does the action **violate corporate values or culture?** If it violates values or culture, **please cease the action.**
- Will the action **negatively impact corporate stakeholders?** If it harms stakeholders, **please cease the action.**
- Will the action **negatively impact The Company's image?** If it harms the corporate image, **please cease the action.**
- Will the action **create an improper benchmark for the future?** If it sets a bad precedent, **please cease the action.**

If uncertainty persists, consult your line manager or file an inquiry with the Administration Department.

3.7 Rules on Contracts between The Company and Customers or Business Partners

The Company structures its trade and investment functions under the Anti-Corruption Policy, the Good Corporate Governance Policy, the Connected Transaction Policy, and the Business Code of Conduct to protect shareholders, stakeholders, and society. The Company maintains zero policies to solicit, accept, or offer dishonest financial or alternative advantages. Unlawful or unethical acts/omissions executed to secure commercial contracts and privileges are strictly prohibited. The framework governing contracts with clients or business partners comprises the following parameters:

Honest and Ethical Business Operations

The Company shall not execute or permit any forms of corruption, extortion, or embezzlement, maintaining strict monitoring and enforcement routines to secure compliance with the Business Code of Conduct.

The Company shall not offer gifts, souvenirs, fee coverage, hospitality services, discounts, special privileges, or alternative benefits to employees of business partners or their family members to secure unmerited favors, unless executed under local tradition and within legal boundaries.

The Company shall not offer or give items of value including money, bribes, hosting favors, or kickbacks—to government officials linked to corporate transactions. The Company ensures personnel undergo training on anti-corruption frameworks and strictly bans paying bribes to advance the business interests of partner companies.

Corporate personnel are prohibited from giving, accepting, or soliciting items of value (e.g., gifts, cash payments, alternative benefits) from clients or business partners. Transparent whistleblowing channels are established to enable clients or business partners to report policy violations to The Company.

General Procurement Operations

The Company mandates that purchasing property, materials, equipment, and contracting general services must explicitly declare procurement objectives and pass authorized approval paths. High-value procurement contracts should undergo price comparison checks across multiple vendors or service providers to secure transparency and fairness. The Company maintains zero policies to solicit or accept financial or alternative benefits from vendors to accept substandard goods or products clashing with purchase orders or specifications.

Conflicts of Interest

The Company shall remain entirely unlinked from financial or alternative relationships with corporate employees that generate potential or perceived conflicts of interest. Corporate employees are prohibited from holding ranks as executives, directors, employees, agents, or consultants for business partner companies, unless explicit authorization is granted by corporate management.

Fair Business Operations and Anti-Monopoly Competition

The Company adheres strictly to fair trade, ethical advertising, and fair competition principles, complying with all laws and regulations. Business partners must deploy appropriate measures to protect client data, strictly avoiding confidential data misuse, price-fixing maneuvers, collusive bidding, or joint agreements executed to diminish competition in corporate transactions. Business partners are expected to master and comply with fair competition and anti-trust laws.

The Company will systematically notify clients and business partners regarding its Anti-Corruption Policy and Guidelines.

3.8 Rules on Storing, Accessing, Recording, Safeguarding, and Backing Up Financial Data

The Company is dedicated to preserving high standards across operational and IT systems, which form the bedrock of efficient internal controls. The Company ensures financial data remains accurate, complete, transparent, and auditable, maintaining systems to store, access, record, safeguard, and back up computer data for constant availability. These controls prevent data exploitation for personal gain or favoring connected parties and competitors, enforcing the following rules:

1. Internal and external financial documents or data repositories must deploy storage, access, recording, and safeguarding systems that block unauthorized entries, alterations, updates, destruction, or improper logging, whether resulting from accidents or deliberate intent, ensuring long-term auditability.

2. Activities linked to IT and communication networks must comply with corporate data access controls and information security frameworks.

3. Regularly evaluate risks and institute risk control measures to preserve risk exposure at acceptable levels.

4. Executives and employees must safeguard their usernames and passwords, strictly banning account sharing, publication, distribution, or unauthorized disclosure.

5. Implement robust security systems for computer networks to block unauthorized data access, maintaining adequate backup setups to secure post-audit document and financial data availability.

6. Activities associated with IT and communication infrastructure must comply with The Company's Computer Systems Usage Policy.

3.9 Rules on Conflicts of Interest

Corporate executives and employees must execute their duties to advance The Company's interests, exercising maximum prudence to block overlapping stakes by ensuring:

(1) Corporate personnel shall refrain from operating businesses of an identical nature that compete with The Company or its subsidiaries, unless they verify the existence of mechanisms guaranteeing zero adverse impacts on The Company, or implement measures protecting the collective interests of The Company and its shareholders. Vested interests must be reported to the Company Secretary (for directors and executives) or to line managers (for employees).

(2) Directors and executives must disclose commercial transactions or entities where personal stakes trigger business conflicts of interest with The Company or its subsidiaries, reporting entries to the Company Secretary, covering:

- Joint ventures or financial stakes held with vendors of The Company or its subsidiaries.
- Holding any position or serving as a professional consultant for vendors of The Company or its subsidiaries.

- Directly trading products or rendering services to The Company or its subsidiaries, or executing such transactions through intermediaries.

(3) Corporate personnel shall not seek personal gain for themselves or others by exploiting confidential data of The Company or its subsidiaries (e.g., operational plans, revenue figures, board resolutions, business forecasts, or trade bids), regardless of whether corporate damage occurs. Personnel must strictly obey corporate inside information prevention policies.

(4) Corporate personnel shall refrain from holding significant share volumes in competing entities of an identical nature to The Company or its subsidiaries if such holdings impair their professional duties or generate biased omissions. If shares were acquired prior to taking office, or before The Company entered that specific trade, or via inheritance, personnel must formally report the holdings to the Company Secretary or line managers (as the case may be).

3.10 Human Resources Rules

The Company codifies its human resources procedures—covering recruitment, background reference checks, hiring workflows, onboarding orientations, training tracks, performance evaluations, compensation management, promotions, disciplinary investigations, penalty enforcement, and the hiring of public officials—within its official Employment of Government Vested Personnel Policy and Employee Manual. Furthermore, The Company enforces strict rules banning the solicitation of benefits or compensation from job applicants or connected entities.

The Company maintains continuous training programs for its personnel, comprising:

a. Onboarding orientations to brief new hires on corporate frameworks.

b. Systematic corporate communication tracks that deliver anti-corruption policy and guideline training to related personnel, publicizing updates via corporate emails, intranet portals, and physical notice boards.

The Company holds zero policies to demote, penalize, or negatively affect employees who reject corruption or bribery, even if such rejections cause The Company to lose commercial business opportunities.

Hiring Government Vested Personnel (Revolving Door Rules)

1. Recruitment and Hiring Process:

Hiring current or former government officials to serve as corporate directors, executives, employees, laborers, or consultants must pass strict recruitment screening and proper approval protocols matching established criteria to block reward-based hires, favoritism, or corruption risks.

2. Cooling-off Period:

The Company mandates a strict two-year cooling-off period following an official's departure from office before hiring former government personnel who operated directly within regulatory departments carrying oversight authority over corporate business affairs.

3. Prohibition of Conflicting Hires

The Company shall not hire government vested personnel if the employment targets improper advantages, mutual trade favors, or the abuse of official authority.

4. Data Disclosure

The Company shall transparently publish information regarding the employment of government vested personnel within the annual Form 56-1 One Report.

3.11 Whistleblowing Channels and Whistleblower Protection Measures

The Company enables personnel and external stakeholders to submit complaints upon witnessing inappropriate behaviors or actions violating anti-corruption policies and the Business Code of Conduct, including expressing opinions or reporting illegal anomalies. The Company reviews all complaints equally, transparently, and fairly, enforcing appropriate timelines, absolute confidentiality, and protective measures against retaliation or harassment. The Audit Committee and the Executive Committee serve as the primary intake units for complaints regarding anti-corruption, corporate governance, and code compliance, operating independent channels to log infractions, regulatory breaches, or code violations that cause financial or reputational damage, charting a path toward sustainability:

(1) If the accused individual holds a rank positioned below the Chief Executive Officer, file the complaint with the Executive Committee through the CEO via the following designated intake channels:

1. Email: moshiwhistleblower@moshimoshi.co.th
2. Post: The Executive Committee, No. 129, The Mall Thapra Shopping Center Building, 9th Floor, Ratchadapisek Road, Bukkhalo Sub-district, Thon Buri District, Bangkok 10600
3. Website: www.moshimoshi.co.th

(2) If the accused individual holds the rank of Chief Executive Officer or above, file the complaint_with the Audit Committee through the Chairman of the Audit Committee via the following designated intake channels:

1. Email: ac@moshimoshi.co.th
2. Post: The Chairman of the Audit Committee, No. 129, The Mall Thapra Shopping Center Building, 9th Floor, Ratchadapisek Road, Bukkhalo Sub-district, Thon Buri District, Bangkok 10600
3. Website: www.moshimoshi.co.th

Complaints are treated with absolute confidentiality. Whistleblowers can deploy multiple channels and can choose to remain anonymous. However, disclosing one's identity allows The Company to report back on operational findings or clarify critical case details. Complaint evaluations, investigation processes, and whistleblower protections strictly follow corporate Whistleblower Policies and protection measures.

3.12 Corruption Risk Assessment Framework

The Risk Management Working Group is tasked with presenting corruption risk assessment profiles across business activities, identifying high-risk workflows, mapping potential impacts, outlining efficient mitigation frameworks, and monitoring execution. Compiled profiles are formally reported to the Risk Management Committee and the Board of Directors.

3.13 Internal Audit and Internal Control Framework

The Company implements corporate-wide audit processes and internal control systems to nurture robust governance cultures, systematic risk management, and regular reviews that block internal corruption risks. These frameworks govern procurement, finance/accounting, data logging, human resources (hiring, compensation, training, disciplinary actions), and maintain clear, appropriate tables of authority and separation of duties.

The Company maintains an independent Internal Audit unit tasked with evaluating internal controls, risk management systems, and corporate governance frameworks across systems and activities. This unit verifies that finance tracks, accounting processes, and data logs remain adequate, suitable, and efficient, ensuring compliance with anti-corruption policies, state laws, and regulatory bodies. Furthermore, financial statements and corporate performance are audited by a Certified Public Accountant every quarter and every fiscal year to secure accurate, reliable, timely, and legally compliant financial reporting.

The Audit Committee governs corporate internal controls and internal audit functions, reviewing financial statements, internal control systems, and processes linked to anti-corruption measures, while evaluating auditor appointments and appropriate remuneration. Concurrently, the Risk Management Committee oversees corporate risks to ensure comprehensive risk profiling—including corruption risks—reviewing risk indicators, tracking mitigation execution, and maintaining risk exposure within acceptable institutional thresholds.

3.14 Anti-Corruption Policy Communication and Dissemination Framework

The Company communicates and discloses information regarding its Anti-Corruption Policy to corporate personnel, subsidiaries, associates, corporate-controlled entities, business agents, partners, stakeholders, and the public through diverse communication channels, utilizing corporate emails, intranet networks, notice boards, and the official website to present a transparent, auditable organization entirely free from corruption.

Communication and Disclosure Frameworks

Internal Personnel Briefings

1. Publicizing anti-corruption policies and guidelines via corporate emails, intranet portals, notice boards, and the official website, requiring personnel to sign an acknowledgment to ensure adequate knowledge and practical application.

2. Conducting onboarding orientations for new hires regarding anti-corruption frameworks, requiring them to sign compliance agreements embracing corporate governance, anti-corruption rules, and the Business Code of Conduct.

3. Hosting specialized anti-corruption training seminars for corporate personnel.

<u>General External Partner Briefings</u>

1. Publishing guidelines transparently on the corporate website and distributing official notification letters to align business partners with corporate anti-corruption policies.

2. Designing corporate media or symbols that explicitly signal institutional backing for anti-corruption frameworks.

4. Monitoring and Review

The Company mandates that personnel must master and strictly follow anti-corruption policies and guidelines. Executives across all organizational tiers carry the direct duty to monitor compliance within their units, treating it as a core mission to ensure subordinates understand and implement anti-corruption measures.

The Company schedules formal reviews of these policies and guidelines at least once (1) every year, or immediately following material changes impacting corruption risk management, ensuring alignment with corporate governance, the Business Code of Conduct, corporate articles of association, and relevant state laws.

For inquiries or professional guidance regarding anti-corruption compliance, personnel can contact the Anti-Corruption Sub-committee.

5. Policy Violations

The Company views compliance with anti-corruption policies and guidelines as a matter of paramount importance. Personnel must follow these rules strictly; a lack of policy awareness shall never serve as a valid excuse for non-compliance. Violations or non-compliance constitute serious infractions and shall trigger disciplinary penalties up to termination of employment if deemed necessary. If corruption acts trigger legal offenses, The Company retains full rights to pursue civil and criminal litigation against the wrongdoer.

This Guidelines of Anti-Corruption shall be effective from January 24, 2024, onwards.

- Sa-nga Boonsongkor -

(Mr. Sa-nga Boonsongkor)

Chief Executive Officer

Moshi Moshi Retail Corporation Public Company Limited

APPENDIX DOCUMENTS

-TRANSLATION-

Moshi Moshi Retail Corporation Public Company Limited

Gift, Asset, or Benefit Acceptance Report Form

Recipient's Name: ....Department/Unit: ....

Hereby submits a formal report regarding the acceptance of a gift, asset, or benefit, detailed as follows:

No.	Description of Gift, Asset, or Benefit	Received From	Value (Baht)	No.

Gift Submitter		Line Manager		Gift Consolidator	
(..)		(..)		(..)	
Position:		Position:		Position:	
Date:		Date:		Date:	

Form Objectives:

1. *To report gift acceptances by employees of Moshi Moshi Retail Corporation Public Company Limited in strict compliance with the Anti-Corruption Policy.*
2. *To serve as supporting documentation for logging and consolidating received gifts for designated corporate purposes.*

✂--

Cut along this line for gift labeling tracking

Gift Tracking Tag Details:

Gift Name/Type.. Gift Code Number...

This specific gift is consolidated for the following purpose:

☐ Allocated as a corporate asset for internal organizational use.

☐ Consolidated to serve as employee rewards during corporate activities.

☐ Consolidated to serve as charitable goods in corporate donation projects.

☐ Other purposes (Please specify): ....

-TRANSLATION-

Moshi Moshi Retail Corporation Public Company Limited

Gift, Asset, or Benefit Giving Approval/Report Form

Date...

Applicant/Reporter Name: .... Position: .... Department/Unit: ....

Recipient Details (Gift, Asset, or Benefit)

Recipient Name / Entity Name: ....

Nature of Commercial Relationship with The Company: ....

☐ Filing a Report ☐ Seeking Advance Approval

No.	Description of Gift, Asset, or Benefit	Operational Objective	Value (Baht)	Remarks

Applicant/Reporter		Line Manager	
(..)		(..)	
Position:		Position:	
Date:		Date:	

Approver		Approver		Approver	
(..)		(..)		(..)	
Position:		Position:		Position:	
Date:		Date:		Date:	

<u>Note:</u> Please attach mandatory supporting documentation for evaluation, such as price quotations and gift product photos.

-TRANSLATION-

Moshi Moshi Retail Corporation Public Company Limited

Entertainment and Hospitality Approval/Report Form

Date...

Applicant/Reporter Name: .... Position: .... Department/Unit: ....

Recipient Details (Entertainment or Hospitality)

Name / Entity Name: ....

Department/Agency: ....

Nature of Commercial Relationship with The Company: ....

☐ Filing a Report ☐ Seeking Advance Approval

No.	Description of Service	Operational Objective	Value (Baht)	Remarks

Applicant/Reporter		Line Manager	
(..)		(..)	
Position:		Position:	
Date:		Date:	

Approver		Approver		Approver	
(..)		(..)		(..)	
Position:		Position:	Position:		Position:
Date:		Date:	Date:		Date:

Note: Please attach mandatory supporting evidence, such as the business card of the hosted attendee.

-TRANSLATION-

Moshi Moshi Retail Corporation Public Company Limited

Donation, Sponsorship, and Product Donation Approval Form

Date...

Applicant/Reporter Name: .... Position: .... Department/Unit: ....

Recipient Details (Donation, Sponsorship, or Product Contribution):

☐ Charitable Donation ☐ Financial Sponsorship ☐ Product Donation

Agency Name / Entity Name: ....

Contact Person Name: .... Position: ....

Contact Phone Number: ....Email: ....

Activity or Project Name: ....

Specific Objective of Request:

....

....,.....................

....

Total Value or Cash Amount Seeking Approval: ....

Attached Evaluation Documents:

☐ Official donation/sponsorship request letter from the host entity, alongside detailed project plans.

☐ Bank account configuration details (restricted to cash sponsorship tracks).

☐ Tax incentive details *(For Accounting Department use)*: ....

Applicant		Line Manager	
(...)		(...)	
Position:		**Position:**	
Date:		**Date:**	

Approver		Approver		Approver	
(...)		(...)		(...)	
Position:		**Position:**	**Position:**		**Position:**
Date:		**Date:**	**Date:**		**Date:**

Acknowledged by: ....

(..)

Position: Chief Financial Officer (CFO)

Moshi Moshi Retail Corporation Public Company Limited

Donation, Sponsorship, and Product Donation Report Form

Date...

Applicant/Reporter Name: .... Position: .... Department/Unit: ....

Recipient Details (Donation, Sponsorship, or Product Contribution)

☐ Charitable Donation ☐ Financial Sponsorship ☐ Product Donation

Agency Name / Entity Name: ....

Contact Person: .... Position: ....

Phone Number: .... Email: ....

Activity or Project Name: ....

Objective of the Donation, Sponsorship, or Product Donation Request:

....

....

Total Value or Cash Amount Seeking Approval: ....

Mandatory Documents (Submit within 7 business days following execution)

☐ Thank-you letter, religious merit receipt, or formal cash receipt explicitly declaring the recipient's name, structural address, line items, and accurate monetary amount; or tax invoice (for purchased donation goods).

☐ Photographic proof of hand-over activities or project execution frames.

Applicant		Line Manager	
(...)		(...)	
Position:		**Position:**	
Date:		**Date:**	

Approver		Approver		Approver	
(...)		(...)		(...)	
Position:		**Position:**	**Position:**		**Position:**
Date:		**Date:**	**Date:**		**Date:**

Table of Authority

Approval Authority	Authorized Approvers						
	AVP / VP (Accounting & Finance)	AVP / VP (Human Resources)	SVP	C Level	Deputy CEO	CEO	EXCOM
Gifts, Assets, or Benefits							
Up to 3,000 Baht	✓	✓					
Up to 5,000 Baht	✓	✓	✓				
Up to 10,000 Baht	✓	✓		✓			
Up to 30,000 Baht	✓	✓			✓		
Up to 50,000 Baht	✓	✓				✓	
Above50,000 Baht							✓
Entertainment & Hospitality							
Up to 3,000 Baht	✓	✓					
Up to 5,000 Baht	✓	✓	✓				
Up to 20,000 Baht	✓	✓		✓			
Up to 50,000 Baht	✓	✓			✓		
Up to 100,000 Baht	✓	✓				✓	
Above100,000 Baht							✓
Charity, Sponsorship, & Products							
Up to 3,000 Baht	✓	✓		✓			
Up to 300,000 Baht	✓	✓			✓		
Up to 1,000,000 Baht	✓	✓				✓	
Above1,000,000 Baht							✓

Moshi Moshi Retail Corporation Public Company Limited (Head Office)
Address: The Mall Thapra Shopping Center Building, 9th Floor, No. 129 Ratchadapisek Road (Thapra-Taksit), Bukkhalo, Thon Buri, Bangkok 10600
Tel: 02-8913088 Fax: 02-8913891
Tax ID: 0-107-565000-38-7

Payment Approval Memorandum

No. ....
Date ....

Claimant Name: .... Department: ....
Pay to / Payable to: ....
For / Description: .... Payment Due Date: ....

No.	Doc. Date	Doc. No.	Cost center	IO Budget	Description	Amount	VAT	Withholding Tax	Net Amount
					Total Amount				-
Remarks:									

Claimant ....
Position ....
Department ....
Date ....

Approver ....
Position ....
Department ....
Date ....

Table of Authority

(Budgetary Expense Reimbursement)

Approval Authority	Authorized Approvers					
	AVP/ VP	SVP	C Level	Deputy CEO	CEO	EXCOM
Gifts, Assets, or Benefits						
Up to 3,000 Baht	✓					
Up to 5,000 Baht		✓				
Up to 10,000 Baht			✓			
Up to 30,000 Baht				✓		
Up to 50,000 Baht					✓	
Above50,000 Baht						✓
Entertainment & Hospitality						
Up to 3,000 Baht	✓					
Up to 5,000 Baht		✓				
Up to 20,000 Baht			✓			
Up to 50,000 Baht				✓		
Up to 100,000 Baht					✓	
Above100,000 Baht						✓
Charity, Sponsorship, & Products						
Up to 20,000 Baht			✓			
Up to 300,000 Baht				✓		
Up to 1,000,000 Baht					✓	
Above1,000,000 Baht						✓

-TRANSLATION-

Moshi Moshi Retail Corporation Public Company Limited Monthly

Consolidated Expenditure Summary Report

(Gifts, Entertainment, Hospitality, Donations, Sponsorships, and Product Donations)

Month: ....

To: The Chief Executive Officer

No.	Department / Unit	Allocated Budget	Expended Amount	VAT Amount	Remarks
Gifts, Assets, or Benefits					
1					
2					
3					
4					
Entertainment & Hospitality					
1					
2					
3					
4					
Charity, Sponsorship, & Products					
1					
2					
3					
4					

Reporting Officer (Accounting & Finance)		Reviewing Superior (Accounting & Finance)		Chief Executive Officer	
(..)		(..)		(..)	
Position:		Position:		Position:	
Date:		Date:		Date:	