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Policy and Guideline for  
Whistleblowing and Protection  
of Informants

## Noble Development Public Company Limited

### Policy and Guideline for Whistleblowing and Protection of Informants

Noble Development Public Company Limited (the Company) places importance on the role of stakeholders, disclosure and transparency. The Company regulates Policy and Guideline for Whistleblowing and Protection of Informants to create the channel for the Company to receive the information regards legally acts, the violations of the Company's regulations, business ethics or the Anti-Corruption Policy.

#### Objective

In order to enhance good corporate governance practices, the Company provides opportunity for internal and external stakeholders to whistleblowing or complaint related to ethical misconduct and violation of code of conduct, defective internal control system, acts that violate or fail to comply with laws or the Company's regulation including corruption to improve the management conciseness and efficiency.

The Company has a protocol to protect employees or whistleblowers in such offenses without disclosing of the name of whistleblowers, address or any information that can identify the whistleblowers and will keep the whistleblowers' information confidential to assure that the whistleblowers and complainants will not be affected by said whistleblowing and complaints.

#### Scope

1. When encountering the case and/or reasonably in good faith suspecting a case of corruption whether directly or indirectly related to the Company, for example, when encountering the Company's personnel offering or accepting bribe to / from government officials or private agencies.
2. Infractioning rule of supervisory agency, violating or failing to comply with laws, business ethics, the Corporate Governance Policy, the Anti-Corruption Policy, Articles of Association or regulations of the Company.
3. Actions that are in violation of the Company's procedures or affect the Company's internal control system causing suspicion that it may be a channel for corruption or causing conflict of interest with the Company.
4. Actions that may cause the Company to lose interest and affect the Company's reputation.

#### Related Persons and Roles and Responsibilities

1. **Whistleblower** is a person who encounters, witness or suspects in good faith that the Company's directors, executives and employees or any person acting on behalf of the Company misconduct, regardless of whistleblower is damaged.

2. **Complaint Recipient** is the Chairman of the Audit Committee who is responsible for submitting a complaint to Complaint Coordinator for further action.
3. **Complaint Coordinator** is an Internal Audit or those who have been appointed by the Audit Committee to responsible for collecting, considering the clarity and sufficiency of initial evidence and submit a complaint to investigator, includes storing data, recording progress and outcomes, monitoring and updating complaints status and limit the right to access information regarding a complaint and is responsible as a supervisory to a complaint process, ensuring it completes within time specified in this policy.
4. **Cooperator** is directors, executives, employees or third parties who have been requested for cooperation from complaint coordinator or investigator to provide relevant information or may be related to a complaint.
5. **Respondent** is namely directors, executives and employees of the Company, subsidiaries or any person acting on behalf of the Company or subsidiary that is complained or accused of misconduct. In a case that investigator discovers the other persons' involvement in such acts as hire, order or support of the complaint case, shall be deemed that other persons are Respondent.
6. **Investigator** is responsible for investigating a complaint and summarizing the results of investigation in order to report to the authorizer to decide and order the punishment.
  - 6.1 In a case that a complaint involving employees then the highest management of internal audit group and highest management of human resources group are to be investigator of a complaint.
  - 6.2 In a case that a complaint involving internal audit's personnel and/or human resources' personnel then the Audit Committee shall appoint a Complaint Audit Committee.
  - 6.3 In a case that a complaint involving executives then the Audit Committee shall appoint a Complaint Audit Committee, however, all members in a Complaint Audit Committee shall have no conflict of interest in the complaint.
  - 6.4 In a case that a complaint involving directors then the Company's Board of Directors shall appoint a Complaint Audit Committee, however, all members in a Complaint Audit Committee shall have no conflict of interest in a complaint.
7. **Authorizer to decide and order the punishment**
  - 7.1 The Audit Committee is to consider and approve for decision and punishment of employees.
  - 7.2 The Company's Board of Directors is to consider and approve for decision and punishment of directors or executives of the Company.

## Whistleblowing Channels

Employees and all stakeholders can whistleblowing to Chairman of the Audit Committee via many channels as follows;

1. The Company's website at [www.noblehome.com](http://www.noblehome.com) in section of "Investor Relations" topic "Whistleblowing and Corruption Issues"
2. E-mail: [cg@noblehome.com](mailto:cg@noblehome.com)
3. Complaint center

To: Chairman of the Audit Committee

Address: Noble Development Public Company Limited, Head Office

1035 Noble Building, Ploenchit Road, Lumpini Sub-district,

Pathumwan District, Bangkok 10330

Tel.: 0-2251-9955 ext. 1500

Fax: 0-2251-9977

The Company encourages whistleblowers to disclose identity and/or provide clear and sufficient evidence which the Company will keep the information of whistleblowers confidential.

## Complaint Management Process

### Procedure and Period for Investigation

1. Complaint recipient will consider a complaint before submitting to Complaint Coordinator. If a person who is complained is internal audit's personnel then shall notify the Audit Committee to appoint Complaint Coordinator, however shall be completed and submitted to Complaint Coordinator within 3 business days from the date received a complaint.
2. Complaint Coordinator collects and considers clarity and sufficiency of evidence for preliminary investigation and consideration of a complaint, then submitting a complaint report along with evidence to investigator (according to Article 6.1 - 6.4) within 7 business days from the date received a complaint from Complaint recipient. In a case that a complaint is anonymously and unable to obtain sufficient evidence, Complaint Coordinator is to propose to Co-Chief Executive Officer and the Audit Committee for closing a complaint or considering appropriate solutions.
3. Investigator will review a complaint and summarize audit result and report to an authority person (according to Article 7.1 - 7.2) within 7 business days from the date received matter from Complaint Coordinator. In a case of requesting additional information from Complaint Coordinator for consideration,

Complaint Coordinator and Investigator shall complete an action within 15 business days from the date received matter from Complaint Coordinator at the first time.

4. Authorizer to decide and order the punishment shall consider for decision and punishment within 3 business days from the date received matter from Investigator.
5. Investigator will inform a summary results to Complaint Coordinator after receiving decision and punishment from the Authorizer under Article 7.
6. Complaint Coordinator reports summary results to Whistleblower, Complaint Recipient, Respondent, Cooperator and other persons as needed and deemed appropriate.
7. In a case that unable to close a complaint within the specified time, an Investigator shall present to the Audit Committee or the Company's Board of Directors (as the case may be) to consider and approve an extension of audit period, in each time not more than 7 business days. If the process is not completed within the specified time or not requesting an extension of audit period as set at above shall be deemed that Complaint Coordinator or Investigator fail to comply with this policy and shall provide a letter of explanation to the Audit Committee.

### **Reporting**

The Audit Committee is responsible for reporting facts directly to the Company's Board of Directors on matters considered by the Audit Committee as appropriate to the Company's Board of Directors for acknowledgment and/or for consideration to proceed matter related to corporate governance policy and/or matter affecting on executives.

### **Protection for Whistleblowers and Related Persons**

1. To protect the rights of whistleblowers and complainants, the Company shall not disclose information of whistleblowers or complainants to unrelated persons and will be kept the information confidential, unless necessary to disclose according to laws.
2. Whistleblowers will receive appropriate protection such as no change or transfer of job position, job type, workplace, threatening, interfering with work, terminate employment or any other manner of unfair actions.
3. Any persons who are aware of a complaint or information related to a complaint must keep such information confidential and not disclose to other unrelated persons, unless necessary to the implementation of this policy or as required by laws. If intention to violate the disclosure, the Company will take disciplinary action and/or take legal action against those who violate, as the case may be.

## **Punishment**

When the person who willfully or negligently unfollows or breach the policy including threatening disciplinary action, or discrimination to whistleblowers or person involved in a complaint by wrong method, the Company shall consider said person committed a disciplinary violation and will consider the punishment in accordance with regulations under work rules, discipline of the Company's employees and/or relevant laws.

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