



**Whistleblowing**  
**Policy and Guidelines**  
**Charoen Pokphand Group**



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# Whistleblowing Policy and Guidelines

## Charoen Pokphand Group

### 1. Intent

Charoen Pokphand Group recognizes the importance of providing channels for the submission of whistleblowing reports regarding potential fraud or misconduct. Whistleblowers, both internal and external persons, are able to voice suggestions and grievances regarding effects or potential effects to Charoen Pokphand Group's business operations, as well as activities suspected of violating local laws and the Code of Conduct, including behaviors that can be constituted as fraudulent activity by Charoen Pokphand Group's employees. Furthermore, this policy also serves as a tool in monitoring Charoen Pokphand Group's business operations, and as a source of information to be used to improve security and effectiveness of management.

### 2. Scope

This Whistleblowing Policy and Guidelines apply to Charoen Pokphand Group, (hereafter "the Group") which includes Charoen Pokphand Group Co., Ltd., and all of its subsidiary companies. The term "company" hereafter refers to any such company individually that has adopted this Whistleblowing Policy and Guidelines. This document shall be reviewed at least once a year, or as conditions require.

### 3. Objective

To protect internal and external stakeholders from any possible risk and damage arising from activities that violate local laws or the Code of Conduct, including behaviors of the Group's directors, management, staff and associated third-parties. This policy also provides guidelines that follow an integral and transparent process, which complies with international standards.

### 4. Scope of Reports

- 4.1 Behaviors related to any outright illegal activity, including corruption, misappropriation of assets and bribery.



- 4.2 Behaviors related to fraudulent activity or producing fraudulent financial statements intended to deceive others by showing falsified information or concealing information that should be disclosed.
- 4.3 Behaviors related to maintaining transactions that violate the law, the Code of Conduct, rules and regulations.
- 4.4 Behaviors related to discrimination, harassment, and unethical practices.

## **5. Roles and Responsibilities**

### **5.1 Board of Directors**

- 5.1.1 Ensure that the Whistleblowing Policy and Guidelines are in place.
- 5.1.2 Consider and approve of processes and whistleblowing channels, including protective measures for reporters and whistleblowers.

### **5.2 Management**

- 5.2.1 Establish processes and whistleblowing channels, including appropriate protective measures for reporters and whistleblowers, and submit them to the Board of Directors for approval.
- 5.2.2 Ensure that the organizational structure and related functions are in place.
- 5.2.3 Ensure the establishment of communications for all employees and relevant external parties to understand this Policy and Guidelines, as well as related channels and processes.
- 5.2.4 Ensure the dissemination of this Policy and Guidelines, in addition to the progress and summary reports of ongoing whistleblowing cases.

### **5.3 Whistleblower**

i.e directors, management, staff, suppliers, and business partners

- 5.3.1 Disclose their identity when submitting whistleblowing report.
- 5.3.2 Submit whistleblowing reports to Report Recipients related to behaviors outlined in Section 4. Scope of Reports.



5.3.3 Cooperate with any subsequent investigation.

5.3.4 Understand and comply with this policy.

#### **5.4 Report Receiver**

i.e. Lead supervisor and/or Head of the Human Resources department and/or Head of the Internal Auditing Department and/or Head of the Compliance department and/or the Corporate Compliance Office of Charoen Pokphand Group Co., Ltd.

5.4.1 Gather evidence to verify information provided by whistleblowers.

5.4.2 Pass on whistleblowing reports to investigators to continue the investigative process.

5.4.3 Prepare reports that summarize the findings of misconduct or fraud, as well as any new information or updates, for the whistleblower, the subject of the report, the Investigative Subcommittee and management.

5.4.4 Record and file progress of whistleblowing cases.

#### **5.5 Investigator**

5.5.1 The Internal Audit department or other responsible department/persons investigates cases related to Section 4.1 and 4.2.

5.5.2 The Human Resources department is responsible for investigating cases related to Section 4.3 and 4.4.

5.5.3 The appointed Investigative Subcommittee is responsible for investigating cases of suspected misconduct related to Section 4.1 or 4.2 that are particularly complex and involve more departments.

5.5.4 The appointed Investigative Subcommittee is responsible for investigating cases that involve the Head of the Internal Audit Department or Head of department assigned to receive whistleblowing reports.



## **6. Whistleblowing Mechanisms**

### **6.1 Whistleblowing Advice Line**

Prior to submitting whistleblowing reports, all directors, management or staff who are unsure if the suspected misconduct meet the scope of reports outlined in Section 4. Scope of Reports can find further information on the policy and procedures regarding whistleblowing from the Code of Conduct or contact the company's responsible department for receiving reports or contact the Compliance.

### **6.2 Whistleblowing Channels**

Concerned directors, management, staff, external parties, business partners, and suppliers can submit their whistleblowing reports related to Section 4. 'Scope of Reports' to the following channels:

6.2.1 Department or channel assigned to receive reports e.g. dedicated email account for whistleblowing reports or by mail using a sealed envelope

6.2.2 Charoen Pokphand Group's main website at [www.cpgroupglobal.com/suspicious](http://www.cpgroupglobal.com/suspicious)

## **7. Whistleblowing Process**

### **7.1 Evidence Gathering**

Report receivers shall gather and verify evidence and information related to the report before passing on the report to investigators.

### **7.2 Investigation Process**

The assigned investigator outlined in Section 5.5 shall conduct the investigation.

### **7.3 Reporting Findings**

Report receivers shall report their findings to the whistleblower, the subject of the report, the investigative subcommittee and/or management and/or the Board of Directors for acknowledgment.

(An example of the whistleblowing process can be found in Appendix A.)



## **8. Protective Measures for Whistleblowers and Investigative Participants**

### **8.1 For Internal Reporters and Whistleblowers**

- 8.1.1 The Group shall protect all reporters and whistleblowers from retaliation.
- 8.1.2 The Group shall not disclose the identities of reporters or whistleblowers as well as information included in whistleblowing reports and potential evidence from resulting investigations to persons not involved in the whistleblowing process, except if such disclosure is required by law.
- 8.1.3 The Group shall not terminate, suspend, reassign or discipline whistleblowers as long as reports are filed in good faith.

### **8.2 For External Reporters and Whistleblowers (including third-parties, suppliers, and business partners)**

- 8.2.1 The Group shall protect any whistleblower from retaliation.
- 8.2.2 The Group shall not disclose the identities of reporters or whistleblowers, as well as information included in whistleblowing reports and potential evidence from resulting investigations to persons not involved in the whistleblowing process, except if such disclosure is required by law.

## **9. Training**

The Company shall communicate the Whistleblowing Policy and Guidelines and cascade it through training programs, conferences, and other appropriate channels to its directors, management, and staff. The effectiveness of such training and communications programs shall be evaluated on a regular basis

## **10. Policy Advice**

In case of suspicion on the action that may violate laws, regulations and this Whistleblowing Policy and Guidelines, the employee can seek advice from her or his supervisors; team or persons responsible for receiving whistleblowing reports within the Company, the Compliance Department or Legal Department before making any decision or carrying out any action.



## **11. Penalties**

Directors, management and staff who filed whistleblowing reports in good faith shall not be punished or penalized.

However, directors, management and staff that are found to have deliberately or intentionally filed a whistleblowing report with malicious intent shall be subjected to disciplinary action in accordance with employee rules and regulations. The Group may also consider taking legal action against external persons, including those from customers and business partners, for falsifying whistleblowing reports filed with the intent to damage the Group's reputation.

## **12. Related Laws, Regulations, and Policies**

- 12.1 Charoen Pokphand Group's Anti-Bribery and Anti-Corruption Policy and Guidelines
- 12.2 Charoen Pokphand Group's Anti-Money Laundering Policy and Guidelines
- 12.3 Charoen Pokphand Group's Human Rights and Labor Practices Policy and Guidelines
- 12.4 Charoen Pokphand Group's Conflicts of Interest Policy and Guidelines

## **13. Appendix**

The following appendix is attached to this Policy and Guidelines:

- 13.1 Appendix A: An Example of the Whistleblowing Process



## **Appendix A**

### **An Example of the Whistleblowing Process**

#### **1. Evidence Gathering**

- 1.1 Report Receivers are required to verify the information present in the formally submitted whistleblowing report
- 1.2 Report Receivers then pass on the whistleblowing report, along with the verified information, to the investigator.

#### **2. Investigating Process**

- 2.1 If the report of misconduct falls under Section 4.1 or 4.2, the Internal Audit department or responsible department/persons shall handle the investigation.
- 2.2 If the report of misconduct falls under Section 4.3 or 4.4, the Human Resources department shall handle the investigation.
- 2.3 If the report of misconduct falls under Section 4.1 or 4.2 but are also particularly complex or involves more departments, the appointed Investigative Subcommittee shall handle the investigation.
- 2.4 If the report of misconduct involves the Head of the Internal Audit Department or the Head of Department assigned to receive whistleblowing reports, the appointed Investigative Subcommittee shall handle the investigation.
- 2.5 Quarterly whistleblower progress and summary reports must be compiled that include suggestions, grievances, complaints, and etc. received during that quarter and their progress update. This report must be confidentially submitted to the company's management.

#### **3. Reporting Findings**

- 3.1 Report Receivers shall inform reporters, whistleblowers, the subject of the report, the Investigative Subcommittee and/or management and/or the Board of Directors, of any progress in investigations, as well as providing them with the report on findings after concluding investigations.
- 3.2 All public disclosures of whistleblowing statistics must include the following information
  - 1) Number and percentage of countries where the Group operates with implemented whistleblowing channels and advice lines



- 2) Number of whistleblowing reports investigated, closed or resulting in disciplinary action
- 3) Types of behaviors being reported or inquired through whistleblowing channels and advice lines, respectively
- 4) Remedial actions resulting from reported issues

However, any public disclosure of information related to whistleblowing requires the approval of the Board of Directors.