



# PTG ENERGY GROUP

## Supporting Document

on

## Compliance Policy

### Revision History

Revision	Effective Date	Details of Changes
02	01/01/2025	2024 Annual Review
01	01/01/2024	2023 Annual Review
00	11/05/2023	Initial Draft



# Compliance Policy

## 1. Principles and Rationale

Currently, PTG Energy Public Company Limited, its subsidiaries, and affiliates (collectively referred to as "the Group") have expanded their business operations to include a diverse and increasingly complex range of activities. To ensure compliance with laws, rules, regulations, codes, measures, practices, professional standards, ethics, and internal policies of the Group, it is imperative for the Board of Directors, executives, employees, and staff of the Group to prioritize and adhere to these legal and regulatory requirements. This approach aims to enhance operational transparency, credibility, and stability.

The Compliance Policy is established to provide guidelines for compliance management across the Group. It serves as a key measure to support effective risk management, aiming to mitigate potential risks of non-compliance that could lead to financial loss or reputational damage. The policy also aims to promote awareness and understanding among the Board of Directors, executives, and all employees regarding the importance of compliance, advocating for integrity, transparency, and adherence to professional standards and overall compliance principles within the Group. This policy establishes a uniform standard across the organization.

## 2. Objectives

1. To ensure that the Group operates in accordance with applicable laws and regulations, thereby contributing to the organization's mission of fostering sustainable opportunities and growth for the organization, its business partners, and the community, enabling all stakeholders to enjoy a better quality of life.
2. To promote an effective compliance risk management process, preventing potential risks of non-compliance that could result in financial loss or reputational damage.
3. To provide a framework for compliance management to oversee adherence to laws, regulations, standards, policies, and internal operational guidelines related to the Group's business operations.
4. To encourage the Board of Directors, executives, employees, and staff to understand their roles, responsibilities, and the importance of compliance with both internal and external regulations, cultivating a mindset and attributes that align with the Group's core values.

## 3. Definitions

คำจำกัดความ	ความหมาย
Company	Refers to PTG Energy Public Company Limited.
Group	Refers to PTG Energy Public Company Limited, its subsidiaries, and joint ventures controlled by PTG.
Subsidiaries	Subsidiaries as defined by the Securities and Exchange Commission, including future subsidiaries.
Joint Ventures	Joint ventures controlled by PTG Energy Public Company Limited and its subsidiaries.
Compliance Department	The department responsible for overseeing legal and regulatory compliance within the Group.
Board of Directors	The Board of Directors of PTG Energy Public Company Limited.
Governance Committee	The Corporate Governance Committee appointed by the Board to oversee compliance within the Group.
CEO & MD	Chief Executive Officer and Managing Director of PTG Energy Public Company Limited.
Group Personnel	Directors, executives, employees, and staff of the Group, including employees of subsidiaries.



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คำจำกัดความ	ความหมาย
Executives	Employees responsible for policy formulation and oversight within the Group.
Employees	All employees of the Group, including probationary and contract employees.
Outsource	Individuals or entities contracted to provide specific services to the Group, either locally or internationally.
Compliance Head	The head of the Compliance Department responsible for the Group's compliance management.
Compliance Governance	Refers to the process of ensuring adherence to laws, regulations, rules, orders, announcements, measures, practices, traditional norms, professional standards, ethics, policies, and internal regulations of the Group. This governance aims to promote compliance and minimize potential impacts resulting from non-compliance with the organization's laws and regulations, whether currently enforced or to be implemented in the future. Non-compliance could subject the Group to legal penalties, economic loss, or reputational damage
Compliance	Refers to the actions of the Group's directors, executives, employees, and staff in accordance with laws, regulations, rules, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and internal regulations of the Group.
Compliance Risk	Refers to risks arising from non-compliance with laws, regulations, rules, orders, announcements, measures, or practices related to the Group's business operations, including customary practices, professional standards, ethics, and internal regulations of the Group. Such non-compliance could lead to financial loss, reputational damage, or governmental interference in the Group's operations.



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คำจำกัดความ	ความหมาย
External Entities	Refers to regulatory agencies, standard-setting bodies, and legislative authorities that establish laws, regulations, rules, and requirements that the Group must comply with.
Criteria	Refers to laws, regulations, principles, orders, announcements, Cabinet resolutions, directives, measures, policies, and practices applicable to the Group, including customary norms, professional standards, ethics, and internal regulations, whether mandated by external or internal entities.
Law	Refers to laws, rules, criteria, regulations, orders, announcements, standards, and practices enacted by external entities that the Group must adhere to.
Internal Rules	Refers to policies, rules, requirements, orders, practices, announcements, regulations, and manuals issued by the Group under legal compliance, guiding the actions of the Group's personnel.

## 4. Compliance Department Responsibilities

The Compliance Department of PTG Energy Public Company Limited is primarily responsible for ensuring compliance with this policy.

## 5. Entities Bound by the Policy

The Board of Directors, executives, employees, and staff of PTG Energy Public Company Limited, its subsidiaries, and joint ventures must adhere to this policy.

## 6. Enforcement of the Policy

This policy is effective from the date of its implementation. All existing policies, rules, guidelines, orders, and practices will continue to apply as long as they do not conflict with this policy.

## 7. Effective Date

This policy is effective from May 11, 2023, onwards.



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## 8. Responsibilities

### Board of Director

The Board of Directors is responsible for supporting and promoting the Group's operations in accordance with laws, criteria, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and internal regulations relevant to the Group's business operations. The responsibilities include:

1. Supporting the Group's business operations to comply with laws, criteria, regulations, orders, measures, and related practices by assigning the Corporate Governance Committee to oversee compliance at the policy level.
2. Reviewing and approving the Compliance Charter and Compliance Policy, as well as conducting an annual review or more frequent reviews if there are significant internal or external changes.
3. Evaluating and adjusting the Group's operations based on reports from the Corporate Governance Committee in cases where there is suspicion or evidence of violations of laws, regulations, criteria, orders, announcements, measures, practices, traditional norms, professional standards, ethics, or internal regulations related to compliance operations.
4. Encouraging all executives and employees to recognize the value and importance of compliance, serving as role models in adhering to this policy, and implementing appropriate measures to ensure the policy is upheld and followed by all levels of employees.

### Corporate Governance Committee

The Corporate Governance Committee supports and assists the Board of Directors in overseeing the Group's compliance with laws, criteria, regulations, standards, and practices applicable to the Group's business operations by formulating suitable policies and procedures. The responsibilities include:

1. Reviewing and endorsing the Compliance Charter and Compliance Policy before submitting them to the Board of Directors for approval and conducting an annual review or more frequent reviews if there are significant internal or external changes.
2. Approving the Compliance Annual Plan and monitoring the operations of the Compliance Unit to ensure complete and successful implementation of the plan.
3. Approving the Annual Compliance Report prepared by the Compliance Unit.
4. Ensuring that the Group conducts Compliance Risk Assessment and reviews compliance risk results at least once a year.
5. Ensuring that the Group adheres to laws, criteria, regulations, business standards, professional standards, practices, the Compliance Policy, the Compliance Charter, and relevant manuals.
6. Overseeing the Group and its departments to rectify compliance review issues related to non-compliance with laws, criteria, regulations, business standards, professional standards, practices, and related policies.
7. Allowing the Head of the Compliance Unit to consult or communicate directly with the Corporate Governance Committee in the event of problems or critical issues, whether formally or informally.



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8. Undertaking other actions as assigned by the Board of Directors, with the Corporate Governance Committee being responsible to the Board of Directors as per assigned roles, while the overall accountability for the company's activities towards external parties remains with the Board of Directors as a whole.

## **Risk Management Department**

The Risk Management Department is responsible for overseeing compliance risk management by assessing the effectiveness and adequacy of compliance risk management as needed and appropriate. It also provides recommendations to the Risk Management Committee, the Board, or executives on measures to prevent or mitigate risks that may arise from non-compliance.

## **Internal Audit Department**

1. Define objectives, directions, and the mission of internal audits to support compliance management and operations, considering the effectiveness of risk management activities and the adequacy of the Group's internal control system.
2. Maintain independence in conducting compliance audits within the Group's scope, ensuring adherence to internal audit standards, the ethics of internal auditors, and international internal audit guidelines or practices.
3. Prepare and present audit reports to management and the Audit Committee promptly, and within one month from the completion date of the audit. If an audit identifies issues that could cause damage to the Group, the findings must be reported immediately.

## **Human Resources Department**

1. Responsible for recruiting and selecting personnel to work in compliance management within the organization, ensuring that they have the qualifications, characteristics, and experience needed for compliance management, and are not prohibited under the Public Limited Companies Act, B.E. 2535.
2. Support and manage training on compliance for new employees and refresher training for current employees, ensuring they understand laws, criteria, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and internal regulations related to the Group's business operations. Employee training records must be maintained as evidence, and employees should attend training as scheduled.

## **Information Technology Department**

The IT Department is responsible for supporting compliance by providing efficient, appropriate, sufficient, and legally compliant IT systems that adhere to laws, criteria, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and internal regulations relevant to the Group's business operations. These systems facilitate compliance management and ensure adherence to compliance requirements.



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## Quality Assurance and Management Department

The Quality Assurance and Management Department is responsible for supporting and emphasizing compliance by participating in the review and assessment of the effectiveness, suitability, sufficiency, and accuracy of laws, criteria, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and operational guidelines related to the Group's business operations, including both the operational processes and IT systems.

## Executives

Executives are responsible for supporting the implementation of the Compliance Policy as follows:

1. Translate the policy into concrete and continuous action. Executives must understand laws, criteria, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and operational guidelines related to their roles and are accountable for compliance risk management within their departments by:
  - Setting a good example in compliance and encouraging their subordinates to value and prioritize compliance, fostering a culture of compliance within the Group.
  - Promoting legal or compliance training for employees to build awareness and encourage compliance.
  - Encouraging employees under their supervision to recognize the importance of compliance.
  - Establishing guidelines and overseeing employees to ensure they understand and consistently adhere to compliance.
2. Report violations of laws, criteria, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and operational guidelines related to the Group's business operations immediately upon occurrence. Notify the superior in the chain of command promptly and relay the information to the Compliance Department for reporting to the Corporate Governance Committee.
3. Provide support or cooperation to compliance oversight activities as requested by the Compliance Department.

## Employees

Employees have the following responsibilities:

1. Study, understand, and comply with laws, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and operational guidelines related to their duties and responsibilities, as well as those related to the Group's business operations. They must maintain integrity, ethics, social responsibility, and environmental responsibility while combating various forms of corruption to ensure ethical and sustainable business operations.
2. Strictly attend compliance training as scheduled when they are notified to participate.
3. If employees encounter violations of laws, criteria, regulations, orders, announcements, traditional norms, professional standards, ethics, and related guidelines, they must inform their supervisors in the chain of



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command and the Compliance Department. If the violation involves the supervisor, employees must report directly to the Head of the Compliance Department.

## **Outsource**

1. Must comply with laws, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and operational guidelines related to their work.
2. Must cooperate in attending compliance training when notified to participate.

## **PTG, Subsidiaries, and Joint Ventures**

These entities have the following responsibilities:

1. Participate in compliance risk management by engaging in compliance risk assessments, setting measures or methods to manage and address compliance risks within the organization and their departments.
2. Develop regulations, manuals, or other supporting documents to guide compliance, ensuring that employees understand and can work correctly according to laws, criteria, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and operational guidelines related to the Group's business.
3. Strictly comply with laws, criteria, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and operational guidelines related to the Group's business to prevent financial and reputational damage and avoid governmental interference.

## **Head of the Compliance Department**

The Head of Compliance is responsible for managing compliance activities as follows:

1. Propose the Compliance Charter and Compliance Policy to the Corporate Governance Committee for approval and the Board of Directors for implementation within the Group.
2. Communicate the Compliance Charter, Compliance Policy, and related manuals to relevant units within the Group to ensure awareness and strict adherence.
3. Develop an Annual Compliance Plan and seek approval from the Corporate Governance Committee, providing quarterly progress reports to the Corporate Governance Committee.
4. Provide recommendations on compliance risk management processes to ensure effectiveness, including participating in compliance risk assessments with the Risk Management and Internal Audit Departments.
5. Offer advice and conduct compliance training for internal units within the Group.
6. Ensure compliance with laws, criteria, regulations, orders, announcements, measures, practices, traditional norms, professional standards, ethics, and operational guidelines.
7. Propose the Annual Compliance Report to the Corporate Governance Committee for approval.
8. Report non-compliance with laws and regulations to the Corporate Governance Committee and senior executives, including following up on related recommendations from authorities or regulatory bodies. In cases of severe violations impacting business operations, report immediately to the Corporate Governance Committee and senior executives.





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9. Attend meetings with regulatory or audit bodies, both internal and external, when compliance issues arise.

## **Compliance Department**

The Compliance Department performs responsibilities defined in the Compliance Charter:

1. Prepare the Compliance Charter, Compliance Policy, and Compliance Manual, conducting an annual review.
2. Develop the Annual Compliance Plan and seek approval from the Corporate Governance Committee.
3. Summarize significant changes in laws and criteria or newly enacted laws related to the Group's business, informing directors, executives, employees, and staff to ensure accurate compliance.
4. Provide advice, guidance, and oversight to ensure internal units comply with laws, criteria, regulations, orders, and announcements.
5. Regularly train and communicate compliance knowledge to new and current employees.
6. Support the Risk Management Department in compliance risk assessments.
7. Collaborate with audit and review departments to enhance compliance effectiveness.
8. Prepare the Annual Compliance Report for the Group and submit it to the Corporate Governance Committee.
9. Maintain a database of laws or regulations related to the Group's business to facilitate employee access and compliance management.
10. Attend and coordinate with regulatory agencies to communicate compliance information and ensure adherence to orders or guidelines.

## **9. Rights of the Compliance Department**

To ensure compliance with the Compliance Charter, the Compliance Department is entitled to:

1. Access information or documents from the Group's units in electronic or physical formats related to compliance oversight.
2. Randomly review internal operations to ensure proper and lawful adherence.
3. Meet with and report observations directly to the Corporate Governance Committee, the Board of Directors, the Audit Committee, the Risk Management Committee, subcommittees, or senior executives, as approved by the Corporate Governance Committee.
4. Request cooperation from the Group's units to ensure effective compliance oversight and adherence to the Compliance Policy.

## **10. Compliance Policy Review**

The Compliance Policy must be reviewed at least annually or when there are significant changes in laws or criteria affecting the Group's operations, or when there are updates to roles and responsibilities within the Group. The Compliance Department is responsible for conducting the review, obtaining approval from the Compliance Task Force and the Corporate Governance Committee, and submitting it to the Board of Directors for final approval.