



Bangkok Chain Hospital Public Company Limited

Business Ethics and Corporate Governance Handbook

Table of Contents

	Page
1. Introduction	1
2. Vision	1
3. Missions	1
4. Values	1
5. Scope	2
6. Policies and Guidelines	2
7. Good Corporate Governance	5
8. Compliance with the Code of Business Ethics	7
9. Business Ethics Complaints	7
10. Violation of Business Ethics	8
11. Communication and Disclosure	8
12. Tracking and Monitoring	9
13. Reference Documents and Authority	9
14. Review and Improvement	9
Attachment 1	10



Business Ethics and Corporate Governance Handbook

Bangkok Chain Hospital Public Company Limited

1. Introduction

Bangkok Chain Hospital Public Company Limited (the “Company”) operates its business by adhering to moral, ethical, transparency, reliable, fair treatment to stakeholders, good internal audit system, as well as social responsibility. In order to be a concrete standard for business operations, the Company has set up a Business Ethics and Corporate Governance principles in writing by combining rules, regulations, and guidelines from the Securities and Exchange Commission and the Stock Exchange of Thailand to adapt them with the Company's practices.

The Board of Directors has prescribed targets and methods for achieving the goals stated in the vision, mission and values of the organization. The Code of Conduct has also been set in this “Business Ethics and Corporate Governance Handbook” to facilitate the directors, executives and employees in acknowledgement of the Company’s expected standards and adhere in practice including the treatment of employees, shareholders, customers, partners, competitors and public.

2. Vision

To be one of the leading healthcare providers in Thailand and Southeast Asia.

3. Missions

- We will entrust our health services to be the number one hospital choice for patients.
- We will cooperate with business partners to enhance efficiency in various aspects to create mutual success.
- We will develop our personnel to build up work capability and responsibility to the duties and patients.
- We will professionally manage our business in accordance with good governance principles along with building good relationship with society and community.

4. Values

The Company has set the corporate values for working to encourage employees to conduct and follow in accordance with the vision and mission of the Company. The corporate values are as follows;

- Service Mind:** service with the heart, giving the best to patients with high standards of medical services at a fair price to make the hospital to be number one choice for patients.
- Achievement:** strive for success, take responsibility for duties, do not give up on obstacles, use the best effort to achieve the goals and plans.
- Teamwork:** open- minded, work together with common goals, coordinate and help each other, work together to solve problems, forgive and encourage each other.

Continuous Learning: commitment to continuous self-improvement, learning new things that are beneficial to work and life.

Integrity: have morals, think good and do good things, and against the corruption in all forms.

5. Scope

This handbook applies to directors, executives and employees of the Company and its subsidiaries, as well as agencies, business intermediaries, distributors of goods/services or contractors or consultants of the Company who are related to or acting on behalf of the Company and/or its subsidiaries to have guidelines for operating in accordance with this handbook.

6. Policies and Guidelines

6.1 Compliance with relevant laws and regulations

The Company is committed to respecting and complying with the laws, rules and regulations related to its business operations by stipulating a policy to be enforced with directors, executives and all employees as follows:

- Comply with laws, rules, regulations, and respect local customs in which the Company operates;
- Comply with the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission;
- Comply with the company's policies, rules, regulations and operating manuals; and
- Not helping, supporting, co-operating or promoting the commission of an offense under any laws or regulations.

6.2 Ethical practice in duties

Directors, executives and employees of the Company and its subsidiaries should perform their duties with responsibility, honesty, diligence, discipline and adherence to ethical principles, which the Company has established guidelines as follows:

- Perform duties as assigned with diligence, determined and caring, dedication to their full capacity, and strive for the success of the work and/or all activities to enhance quality and efficiency in order to develop the organization towards sustainability;
- Perform duties as assigned with full ability, have a sense of duty and responsibility for the results of the performance;
- Take the time to perform the tasks at full efficiency and effectiveness as required including not acting or inducing others to spend time working for other activities that are not related to the interests of the Company;
- Develop oneself to have morals, ethics, keep practicing and seek additional knowledge to increase knowledge and abilities in order to improve and develop the operation to be more advanced;
- Employees who are supervisors must treat their colleagues and subordinates with politeness, kindness and good human relations, including paying attention to subordinates in both operational and morale building, accepting the opinions of their subordinates, as well as governing them ethically and morally;
- Contribute to enhancing the good image of the Company to the public and protecting the Company's reputation with a positive attitude; and
- Solicit, act or accept corruption for the benefit of oneself, family, friends and acquaintances are forbidden.

6.3 Conflict of interest

The Company prohibits directors, executives and employees from taking the opportunity of being directors, executives or employees to seek personal benefits. Therefore, it is defined as the following practices:

- In the case of a related transaction under the Notification of the Stock Exchange of Thailand, directors, executives and employees must strictly comply with the rules, procedures and reports on disclosure of related transactions of listed companies by referring to Attachment 1;
- In the event that directors, executives, employees, family members, or shareholders get involved in a business that competes with the business of the Company or any business that may cause a conflict of interest with the Company, such persons must notify the Company's secretary in writing;
- In the case where a director, executive or employee is a director, partner or advisor in the company or any other business organization, the appointment of such position must not be contrary with the interests of the Company and the direct performance of duties within the Company; and
- Avoid entering into related transactions with yourself that may cause conflicts of interest with the Company unless it is necessary to do such transactions for the benefit of the Company by doing such transactions as if they were doing transactions with third parties. However, any stakeholder in the aforementioned transaction must not take part in the approval process.

6.4 Confidentiality and use of internal information

Directors, executives and employees must not disclose the Company's confidential information to outsiders for any benefit that may affect the Company which the Company has determined the guidelines as follows:

- Do not seek benefits for yourself or others by using the Company's information, including trading in the Company's securities;
- Do not disclose information of the Company that should not be disclosed unless it is information that is authorized to be disclosed or is public information; and
- Do not disclose business information to competitors even after the termination or retirement of directors, executives and employees of the Company.

6.5 Responsibility to the Company

Directors, executives and employees are responsible for the efficient use of the Company's resources and assets for maximum benefit. In this regard, the following guidelines have been established:

6.5.1 Company's assets protection

- Use company assets consciously and responsibly by taking into account the benefits of the Company as the main principle;
- Maintain the Company's assets in good condition to prevent damage or lost; and
- Do not use the Company's assets for the benefit of oneself or others.

6.5.2 Documentation

- Prepare any documents with honesty, prudence and in accordance with the specified standards; and
- It is forbidden to falsify any company papers, reports or documents.

6.5.3 Use of computers and information technology

- Computers, information technology and media used in operations are the property of the Company. Executives and employees should not use computers and information technology for personal interest;
- Do not disclose your password used to access the Company's information system to others;
- Do not disclose information contained in the Company's information system or information purchased by the Company without permission;
- Do not change, duplicate, delete or destroy Company's information without permission;
- Do not use illegal software and copy copyrighted software for any reason without the permission of the software manufacturer;
- Do not modify hardware devices or install devices other than standard equipment installed by the Company;
- Do not use Company email to send offensive, vulgar, obscene, threatening, harassing or annoying messages to others;
- Use the Internet only to seek information and knowledge that is beneficial to the operation and to avoid websites that are illegal or infringing on good morals; and
- Use communication devices provided by the Company, such as telephones and faxes, with conscience and responsibility by considering the benefits of the Company as the main.

6.5.4 Giving/receiving charitable donations, sponsorships, gifts, and hospitality

- Avoid giving or receiving any benefit to dominate, induce or reward any person to gain an advantage through improper or covert actions in order to obtain an assistance or benefit;
- Avoid giving or receiving any gifts or gratuities from business partners or associates of the Company, unless it is given or received in the usual tradition or is given according to manner that is practiced in society with an appropriate value. In this regard, the payment of any gifts or gratuities will be approved in the order of the authorized persons determined by the Company and the receipt of any gifts or gratuities must not be in cash or cash equivalent, such as gift card gift and voucher;
- Avoid giving or accepting extraordinary hospitality fees from people the Company does business with; and
- Avoid giving or accepting travel, training, seminar, onsite visit awards from partners or business related parties of the Company on their personal behalf without approval from authorized persons designated by the Company.

6.5.5 Exercise of Social and Political Rights

Directors, executives, and employees have the right and freedom to participate in social and political activities by avoiding any act that is contrary to law or morality or maintain their honor and dignity to be acceptable to the status in society and the community where the company is located, which has been established as a guideline as follows:

- Adhering to democracy, promoting the exercise of rights under the constitutional law and other relevant laws; and
- Do not take any action that may lead to the understanding that the Company is involved in or supports any political party.

7. Good Corporate Governance

7.1 Shareholders and investors

The Company has a policy to conduct business with honesty, morality and ethics, and strives to develop the business for growth and progress with good performance in order to generate appropriate returns for shareholders with stability and sustainability. By adhering to the principle of equitable treatment of shareholders, directors, executives and employees are required to follow the guidelines as follows:

- Perform duties with honesty and make decisions with transparency, carefulness, and fairness to all shareholders equally for the best interests of shareholders as a whole;
- Presenting reports on the Company's status, performance, financial position, accounting and other reports on a regular basis and completely truthfully; and
- Do not seek benefits for yourself and others by using the Company's information which has not been disclosed to the public or take any action in a manner that may cause a conflict of interest with the organization.

7.2 Customers/Patients

The Company realizes that customer/patient satisfaction is important. Therefore, the HA (Hospital Accreditation) standard, which is a standard for the development and assessment of hospitals by the Institute for Healthcare Accreditation (Public Organization), supported by the Ministry of Public Health, has been adopted to cover the health promotion of hospitals including JCI (Joint Commission International) and DNV GL (Det Norske Veritas), which are international hospital accreditation standards to meet the needs of foreign customer who come to use services in affiliated hospitals. The quality policy has been stated that “the Company will take care of patients with the same quality and standards and continually develop to ensure the highest customer/patient satisfaction”. The Company has established guidelines as follows:

- Communicate with customer/patient politely to build credibility and trust with customers;
- Provide accurate, adequate and up-to-date information to customers/patients to keep them informed about products and services;
- Fast delivery of quality products and services that meet the needs of customers at a fair price;
- Strictly comply with the conditions agreed with the customer/patient. In case of inability to comply, the customer/patient must be notified in order to find a solution;
- Set up a system to receive complaints from customers/patients about the quality of products and services, as well as manage prompt and fair responses to customers; and
- Keep the confidentiality of the customer/patient and do not use them for oneself or others' benefits.

7.3 Partners and/or Creditors

The Company has a policy to establish good business relationships with business partners and/or creditors and operates business on the basis of fairness and support for both parties, as well as treat partners and/or creditors equally by taking into account the best interests of the Company, avoiding situations that cause conflicts of interest and strictly adhere to commitments to achieve common objectives with the following guidelines:

- Avoid actions that pose a corruption risk. In case of business activities that cause corruption risks, the Company's anti-corruption policy must be communicated to business partners and/or creditor to know the correct practice guidelines;
- Strictly comply with the conditions of business partners and/or creditors. In case of inability to comply, the business partners and/or creditors must be notified in order to find a solution;
- Do not solicit, receive or pay any dishonest benefits in trading with partners and/or creditors; and
- Set up a system to receive complaints from business partners and/or creditors regarding related transactions and ensure prompt and fair responses.

7.4 Competitors

The Company has a policy to treat competitors on the basis of fair competition and not seek competitors' confidential information by fraudulent or improper manner. The guidelines are as follows:

- Operate within the framework of good competition;
- Do not attempt to damage the reputation of competitors by making accusations without truth; and
- Not infringing on the confidentiality or knowing the trade secrets of its competitors by fraudulent method.

7.5 Employees

The Company places importance on its employees, which are important resources to help promote and drive the organization to achieve its business goals. Therefore, the Company has a policy to ensure that employees have a good quality of life, fair employment conditions, appropriate welfare, opportunities for advancement, safe and hygienic working environment. The Company has guidelines to treat employees as follows:

- Strictly comply with labor laws and regulations related to employees;
- Provide a good and safe working environment for employees' lives and properties;
- Treat employees with equality, fairness, and respect regardless of gender, religion, culture and ethnicity;
- Set compensation fairly and appropriate to duties and abilities, including good welfare allocation to employees such as training, annual bonus, provident fund, sickness benefits for employees and their direct relatives, and annual employee health checks, etc.;
- Consideration for appointment, transfer, and awarding will be done fairly by considering the knowledge, competence, and suitability of the employees as criteria;
- Emphasis is placed on the development of employees' potential by providing thorough and consistent opportunities;
- Avoid any unfair actions that may affect the job security of employees or threaten or put pressure on the employees' mental health;
- Employees have the right to complain about unfair treatment in accordance with the established system and process. The Company has a system to receive complaints from employees and will proceed to give a quick and fair response; and

- Receive opinions and suggestions from employees at all levels equally and equitably.

7.6 Government

The Company operates business for enhancing and developing the country's progress by adhering to the laws, rules, regulations, and relevant regulations in accordance with general business manners.

7.7 Community and Society

The Company operates its business by taking part in social responsibility by focusing on compliance with various standards related to safety, security, sanitation, accuracy, and the impact on natural resources and environment. The guidelines are as follows:

- Create awareness of social and environmental responsibility among employees continuously;
- Return a portion of the profits to support activities that contribute to the society and the environment regularly;
- Operate business without causing damage to society, environment and people's quality of life;
- Strictly cooperate and control in compliance with the laws and regulations issued by the relevant regulatory agencies; and
- Give importance to community and social activities by focusing on social, community, and environment development. Focus on creating and conserving natural resources, including supporting education for youth and public benefit activities for underprivileged communities to become strong and self-reliant communities.

8. Compliance with the Code of Business Ethics

The Company defines it as the duty and responsibility of all directors, executives and employees to acknowledge, understand and strictly comply with the policies and practices set in this Code of Business Ethics. They are not voluntary practices and cannot be claimed to be unaware of the established guidelines, in which the Company has established guidelines for supervision as follows:

- Executives at all levels in the organization must take responsibility and it is important to ensure that employees under their line of command know, understand, and strictly comply with this Code of Business Ethics;
- The Board of Directors is responsible for regularly reviewing, revising, and updating the Code of Business Ethics in accordance with the Company's business operations and related laws and regulations; and
- These business ethics and codes of conduct cannot cover all aspects. Therefore, all directors, executives and employees must use their discretion in considering how to act in each situation and do the right thing. If there is any doubt in the operation, consult the hierarchical supervisor or the relevant department such as the Human Resources Department, the Internal Audit Department, etc.

9. Business Ethics Complaints

The Company has designated the Company Secretary to act as a receiver of business ethics complaints. All internal and external stakeholders of the Company and its subsidiaries can submit complaints directly through the following channels:

Phone	02-836-9937
Fax	02-106-4859
E-mail	report@bangkokchainhospital.com
Website	www.bangkokchainhospital.com
Post	Send it to " Recipient of Complaint " Bangkok Chain Hospital Public Company Limited World Medical Hospital Building, 22 nd Floor 44 Moo 4 Chaengwattana Road, Pak Kret Subdistrict, Pak Kret District, Nonthaburi 11120

Note: "Recipient of Complaint" is the Company Secretary.

Protection and Confidentiality Measures

- The Company will conceal the name-surname, address, or any information that can identify the whistleblower or the information provider and keep the information of the whistleblower and/or the information provider to be confidential which limited to those responsible for the investigation of whistleblowers only;
- The whistleblower will receive a serious response and fair protection; and
- Whistleblowers must act in good faith. If the Company finds a complaint dishonestly or has the intent to defraud, damage reputation, be insulted, hated, or embarrassed others, the Company will continue to act as it deems appropriate.

10. Violation of Business Ethics

The Company has set penalties for those who do not comply with the Code of Business Ethics as follows:

- Employees who violate the Code of Business Ethics, including direct supervisors who either ignore the wrongdoing or acknowledge the wrongdoing but fail to take the correct action, will be imposed disciplinary punishments ranging from verbal warnings, written warnings, wage deduction or unpaid suspensions, and termination of employment, where failure to recognize this manual and/or applicable law cannot be an excuse for non-compliance; and
- The Company will consider the punishment according to the severity of the offense committed along with the record, behavior, and intention of the offender, which the Company may punish under one or more of the penalties at the same time.

11. Communication and Disclosure

- The Company and its subsidiaries provide orientation training for new employees and provide continuous training for directors, executives, and employees so that everyone has an understanding of the Code of Conduct, Business Ethics, Visions, Missions, and Values of the organization; and

- The Code of Business Ethics is available on the Company's website (www.bangkokchainhospital.com) and is communicated through annual events to ensure that everyone is aware of and understands the Code of Conduct.

12. Tracking and Monitoring

- The Company will continually review the Business Ethics and Good Corporate Governance Manual by requiring the Executive Committee to present them to the Audit Committee for consideration of sufficiency (at least once a year), as well as to report the results of the internal audit assessment to the Board of Directors regarding the practices that should be continued; and
- The internal control system and regulations are periodically reviewed by the Internal Audit Department and urgently reported detected issues to the Audit Committee to ensure that the Company has an appropriate and sufficient internal control system to effectively supervise its operations in accordance with the goals, objectives, laws, and relevant requirements, as well as be able to protect assets from fraud, damage, and provide accurate and reliable accounting and reporting.

13. Reference Documents and Authority

Principles or procedures for implementing this manual may refer to existing documents provided by the Company. In such cases, the operating procedures and responsibilities shall be in accordance with that reference document to ensure that the operations are of the same standard. If company personnel have queries about the implementation of this manual, they can seek advice from the Internal Audit Department.

14. Review and Improvement

This Business Ethics and Good Corporate Governance Handbook is under the supervision of the Audit Committee, which will be reviewed and revised annually (at least once a year) or when there is a major change that affects the business. This is to ensure that this manual complies with the Company's Code of Conduct and other relevant laws and regulations. In addition, any revision of the Business Ethics and Good Corporate Governance Handbook must be approved by the Board of Directors and the revised manual must be communicated to the general public.

Approved on 13 May 2020 by the Board of Directors Meeting No. 4/2021

Attachment 1
(Conflict of Interest Disclosure Form)

Dear Chief Executive Officer and Managing Director

Name

Position Department

Request for a conflict of interest disclosure report for the following cases:

(Please fill X in the box)

First report

Annual report

Interim Report

I would like to disclose that I

do not have any transactions that may conflict with the interests of Bangkok Chain Hospital Public Company Limited.

have a transaction that may be a conflict of interest with Bangkok Chain Hospital Public Company Limited with the nature of the transaction as follows:

Holding the position of Managing Director, Deputy Managing Director, being a stakeholder or a major shareholder in a business that is a partner with the Company, an entity that competes with the Company or a company that bid for procurement / outsourcing / consulting with the Company

Having a spouse, father, mother, siblings, children / adopted children, as well as the spouses of the children are the Managing Director, Deputy Managing Director, being a stakeholder or a major shareholder in a business that is a partner with the Company, an entity that competes with the Company or a company that bid for procurement / outsourcing / consulting with the Company

The details are as follows: *(Please attach additional documents if any)*

Name..... Related to

Company

I hereby certify that this report and any additional documents (if any) are true in all respects.

Signature

()

Date