



## **Whistleblowing and Complaint Policy**

**PRIMO SERVICE SOLUTIONS PUBLIC COMPANY LIMITED**

496 Moo 9 Sukhumvit 107 Road, Samrong Nuea,

Muang Samut Prakarn District, Samut Prakarn 10270

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## **Whistleblowing and Complaint Policy**

### **Primo Service Solution Public Company Limited**

#### **1. Objectives**

Primo Service Solutions Public Company Limited (“the Company”) and its subsidiaries conduct business under the framework of good corporate governance with transparency and accountability. The Company has therefore established a Complaint Handling Policy in accordance with the principles of good corporate governance, with the following main objectives:

- 1.1 To ensure that the handling of complaints, whistleblowing reports on fraud, misconduct, and practices contrary to the Company’s regulations is conducted systematically, efficiently, and in accordance with the principles of good corporate governance.
- 1.2 To ensure that directors, employees, and any persons acting on behalf of the Company conduct business properly, transparently, fairly, and in a manner that is accountable and verifiable, in compliance with laws, good corporate governance principles, business ethics, and the Company’s regulations.
- 1.3 To provide channels through which persons wishing to report conduct by directors, employees, or any persons acting on behalf of the Company that is improper or suspected to be contrary to the matters stated above may notify the Company.
- 1.4 To ensure that complainants, whistleblowers, and any persons who cooperate with the Company in good faith receive appropriate and fair protection, including protection against retaliation resulting from such complaints.

#### **2. Definitions**

“**Company**” means Primo Service Solutions Public Company Limited and its subsidiaries.

“**Director**” means a director of the Company.

“**Employee**” means executives, employees, contract employees, and workers of the Company.

“**Regulations**” means regulations, operating procedures, requirements, or rules under any designation that are legally binding and enforceable.

“**Misconduct**” means any act that violates or fails to comply with laws, the Company’s regulations, the Company’s good corporate governance policy, and the Company’s Code of Business Ethics, including conduct and circumstances specified in Clause 3.1.

“**Fraud**” means any act committed for the purpose of unlawfully obtaining benefits for oneself or others, including the following acts:

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- **“Theft”** means taking property belonging to another person, or jointly owned by another person, with the intention to possess such property for oneself, sell it, or give it to a third party.
- **“Misappropriation”** means possessing property belonging to another person, or jointly owned by another person, and during such possession, dishonestly converting such property for one’s own benefit or for the benefit of a third party.
- **“Corruption”** shall have the same meaning as the term “Corruption” under the Company’s Anti-Corruption Policy and Measures.
- In addition to the foregoing, this includes but is not limited to the receipt or solicitation of inappropriate gifts, tokens, entertainment, or other benefits, improper procurement and contracting, as well as acts causing conflicts of interest.

### **3. Scope of Complaints or Whistleblowing Reports**

3.1 Directors, employees, or any persons acting on behalf of the Company may be subject to complaints under this Policy if they commit acts that violate or fail to comply with laws, the Company’s regulations, including the Company’s good corporate governance policy and anti-corruption policy and measures. Events that may give rise to the application of the mechanisms under this Policy may include various forms of misconduct, such as the following:

- Commission of criminal offenses or encouragement of others to commit offenses
- Fraud involving the organization, whether directly or indirectly
- Any acts involving risks, including fraud, bribery, and extortion
- Failure to perform duties in compliance with the law, resulting in significant impact on the Company
- Improper acts or omissions relating to accounting, reporting, record keeping, operational practices, and/or financial reporting or internal controls that are suspicious or inconsistent with standards or generally accepted practices
- Events causing danger to the health or safety of any person
- Events causing environmental damage
- Acts constituting serious misconduct or violations of the Company’s Code of Business Conduct
- Intentional acts causing damage, reputational harm, or loss of benefits to the Company
- Failure to resolve or proceed through reasonable procedures in matters that may result in unavoidable serious expenses or damage to the Company.
- Intentional concealment of any of the above misconduct

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3.2 The Company encourages whistleblowers to disclose their identity (only to the complaint handling unit) and/or provide sufficiently clear evidence relating to the misconduct. Whistleblowers shall receive protection under Clause 6.

3.3 In cases where whistleblowers do not disclose their identity, the complaint coordinator, upon receiving the complaint, shall consider whether the supporting information contains sufficiently clear facts or evidence. Complaints shall not be accepted in the following cases:

(1) Complaints lacking witnesses, evidence, or sufficiently clear details of misconduct to enable fact-finding investigations

(2) Complaints that have already been considered or conclusively decided fairly by the Audit Committee or other competent authority, and for which no new material evidence has been presented

#### **4. Persons Eligible to Submit Complaints or Whistleblowing Reports**

Any person who becomes aware of a complaint or who, in good faith, suspects that a director, employee, or any person acting on behalf of the Company has engaged in misconduct, regardless of whether such person has personally suffered damage, may submit a complaint or whistleblowing report through the channels specified in Clause 9. The Company encourages complainants or whistleblowers to disclose their identity and/or provide sufficiently clear evidence relating to the misconduct of the accused person and should provide contact information as a communication channel with the Company.

#### **5. Reporting False Information**

Where there is clear and sufficient evidence demonstrating that the complainant has intentionally made false reports or accusations against the accused person in bad faith (for example, disclosure of personal grievance matters or acts intended to create conflict within the Company), or where disclosure of information is made for personal benefit, such conduct shall be considered a disciplinary offense and may constitute serious misconduct. The Company shall conduct an investigation to consider disciplinary action in accordance with the Company's regulations. The Company is also required to take action to protect the reputation of the accused person as follows:

5.1 In cases where the complainant or whistleblower is an employee, an investigation shall be conducted to consider disciplinary action in accordance with the Company's work rules and regulations.

5.2 In cases where the complainant or whistleblower is an external person and the Company has suffered damage, the Company may consider taking legal action against the complainant.

## **6. Protection of Whistleblowers and Related Persons**

6.1 Complainants may choose not to disclose their identity if they believe that such disclosure may cause harm to themselves. However, they must provide sufficiently clear facts or evidence demonstrating reasonable grounds to believe that fraud or violations of laws or the Company's regulations have occurred. Nevertheless, disclosure of identity may enable complaint recipients to proceed more quickly.

6.2 Information relating to complaints shall be treated as confidential by the Company and shall only be disclosed as necessary, taking into consideration the safety and potential damage to the reporting person, the source of information, or related persons.

6.3 In cases where complainants believe that they may be unsafe or may suffer hardship or damage, complainants may request the Company to implement appropriate protection measures. The Company may also establish protective measures without any request from the complainant if it is deemed likely that damage or safety risks may arise.

6.4 Directors, executives, or employees of the Company who treat stakeholders unfairly, discriminate improperly, or cause damage to such persons as a result of those persons having filed complaints, provided information, reported or given whistleblowing information concerning fraud or non-compliance with laws or the Company's regulations, including where such persons have initiated legal proceedings, acted as witnesses, given testimony, or cooperated with courts or government authorities, shall be deemed to have committed disciplinary offenses and shall be subject to disciplinary action. Such persons may also be subject to penalties prescribed by law if such conduct constitutes a legal offense.

6.5 Persons who suffer hardship or damage shall receive appropriate and fair remedies through suitable methods or procedures, with the Audit Committee and/or the Board of Directors acting as the responsible bodies for consideration.

## **7. Complaint and Whistleblowing Review Procedures**

When a complaint is submitted through the channels specified in Clause 9, if the Audit Committee determines that the complaint is valid, the Chief Operating Officer and/or the Audit Committee shall proceed as follows:

7.1 In cases where the complaint concerns fraudulent acts or violations of laws, rules, regulations, or the Company's Code of Business Conduct, the Audit Committee shall consider submitting such complaint together with its opinions to the Board of Directors for further consideration.

The Audit Committee shall notify the complainant who has disclosed their name, address, telephone number, email address, or other contact details of the progress and results of the consideration of

complaints relating to misconduct and fraud. However, due to reasons relating to personal data and confidentiality, the Company may not be able to disclose detailed information regarding the investigation.

7.2 In cases where the complaint is considered significant, such as matters affecting the Company's reputation, image, or financial status, matters conflicting with the Company's business policies, or matters involving senior executives, the Audit Committee shall consider submitting such matter together with its opinions to the Board of Directors for further consideration.

7.3 In cases where the complaint causes damage to any person, the Audit Committee shall propose appropriate and fair remedial measures for the affected person, as deemed appropriate on a case-by-case basis, to the Board of Directors for further consideration.

## **8. Internal Procedures**

### **8.1 Fact Gathering**

The Chief Operating Officer shall receive complaints and gather facts relating to violations or non-compliance with the Code of Conduct, or may assign an independent working committee under the Audit Committee, or another unit performing equivalent functions under a different name, to carry out such duties.

### **8.2 Information Processing and Review**

The Chief Operating Officer shall process and review the information in order to determine the appropriate procedures and methods for handling each matter. Such actions may be carried out personally, or delegated to the Internal Audit Department or another unit performing equivalent functions under a different name to process and review the information, or delegated to an investigation committee. The investigation committee shall be appointed by the Audit Committee on a case-by-case basis.

### **8.3 Corrective Measures**

The Chief Operating Officer shall propose measures to prevent or remedy violations or non-compliance with the Code of Conduct to the Board of Directors for consideration of disciplinary actions and appropriate remedies for affected persons, taking into account the overall impact and damages incurred.

### **8.4 Reporting Results**

The Chief Operating Officer shall report the results to the employee complainant if the complainant has disclosed their identity. In cases involving the appointment of an investigation committee concerning fraud or corruption, the matter shall be reported directly to the Chief Executive Officer, the Audit Committee, and/or the Board of Directors, as the case may be.

## **9. Channels for Submitting Complaints or Whistleblowing Reports**

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Complainants may submit complaints or whistleblowing reports, clearly marked as confidential documents, through the following channels:

9.1 Postal mail

Contact: Audit Committee or Chief Operating Officer  
Address: Primo Service Solution Public Company Limited  
496 Moo 9, Samrong Nuea Subdistrict, Mueang Samut Prakan District, Samut Prakan Province 10270

9.2 E-mail

Contact: Chairman of the Audit Committee  
E-mail: [Whistleblower@primo.co.th](mailto:Whistleblower@primo.co.th)

9.3 The Company's website

Website: [www.primo.co.th](http://www.primo.co.th)

## 10. Channels for Submitting Complaints or Whistleblowing Reports

The Secretary of the Audit Committee of the Company shall be responsible for maintaining a register of complaints and whistleblowing reports relating to misconduct and fraud, as well as preparing summary reports of all reports of misconduct and fraud within the Company, whether already considered or currently under fact-finding investigation, and reporting them regularly to the Audit Committee at least once every quarter. The Audit Committee shall then report such matters to the Board of Directors for acknowledgement.

This Policy shall be effective from 26 July 2022 onwards.

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**(Mr. Marote Vananan)**

**Chairman of the Board**

**Primo Service Solution Public Company Limited**