

**Singer Thailand Public Company Limited
and its Subsidiary Companies**

WHISTLE - BLOWER POLICY

Message from the Chief Executive Officer

Singer Thailand Public Company Limited and Subsidiary Companies ("The Group") has always placed great importance on the principles of good corporate governance in conducting its businesses in a proper and fair manner towards all parties, together with giving importance to the issue of transparency and accountability. As such, the Group therefore, has established its 'open door' policy to allow its staff the opportunity to report or inform, via specifically available channels of communications, about any instances of irregularity, unethical practices, misconduct, fraud or corruption in the businesses operations of the Group.

Therefore, in order to encourage staff members to submit such a report or information, and assure them that there will NOT be any resultant problems or trouble for the informants and that they will NOT be penalized in any way, the Group has established a mechanism to protect and relieve any personal distress, as well as to prevent any possibility of the informant being unfairly abused – such as being mistreated or threatened.

This mechanism or system is called the 'Whistle - Blower Policy', which is a policy to protect as well as offer equitable treatment to any bona fide informants and complainants in regards to reporting on any instances of irregularity or any acts of misconduct in the businesses operations of the Group.

This mechanism will be of great benefit to the Group if applied seriously; and, therefore, I request that everyone study it in detail to fully understand it and then apply it in an effective manner.

Additionally, we look forward to the close cooperation of all employees, so that the Group can maintain its high standards of good corporate governance and zero-tolerance for corruption, which will be beneficial for all stakeholders in the longer term.

(Mr. Boonyong Tansakul)
Chief Executive Officer
Singer Thailand Public Company Limited

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Approved by the Board of Directors of the Company on November 14, 2014.

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1. Introduction

This 'Whistleblower Policy' is a policy and mechanism to encourage staff members to report and provide relevant information on any suspected or actual misconduct, as well as to provide protection and afford fair treatment to all staff who provide such a report or information.

2. Definitions

In this Policy

- "Company" means Singer Thailand Public Company Limited,
- "Group" means the Company and its subsidiary companies, and "Group Company" means any of them,
- "Board" means the Board of Directors of the Company,
- "Misconduct" means any suspected or actual irregularity, unethical practice, fraud, corruption or any other misconduct in the businesses operations of the Group, as well as acts of non-compliance to the applicable laws, rules and regulatory requirements, or the Group's regulations and Code of Business Conduct and Ethics, and "Corruption" has the meaning as defined in the Group's Anti-Corruption Policy, and
- "Staff" or "Staff member" means any director, member of management, employee, and sales representative or business agent or broker of any Group Company.

3. Objectives

A Group 'open door' policy – or mechanism or system to be called the 'Whistle - Blower Policy' - to allow its staff the opportunity to report or inform, via specifically available channels of communications, about any instances of irregularity, unethical practices, misconduct, fraud or corruption in the businesses operations of the Group; as well as to assure them that there will NOT be any resultant problems or trouble for the informants and that they will NOT be penalized in any way.

4. Scope

To encourage staff members to submit such a report or information, as well as to protect and offer equitable treatment to any bona fide informants and complainants in regards to reporting on any instances of irregularity or any acts of misconduct in the businesses operations of the Group.

5. Whistle – Blower Policy & Associated Operating Procedure

5.1 Persons entitled to submit complaints and/or information

The following persons have the right to submit complaints and /or information

- (1) Any staff member or involved stakeholder who comes across or sees any possible or actual acts of misconduct
- (2) Any staff member or involved stakeholder who is abused, threatened, or disciplined and penalized - such as, by a reduction in salary, being temporary laid off or terminated; or is being mistreated in a biased, unfair, and inappropriate manner in regards to the conditions of employment directly resulting from having submitted a complaint or information, or is about to inform on, or assisted in an investigation, or gathers facts for a person undertaking the investigation of the complaint and/or proceeding with legal actions, or acting as a witness in giving testimony, or co-operating with a court official or governmental agency/official.

5.2 Persons authorized to handle complaints or receive information

Complainants or informants can submit any information or suspicions regarding any possible irregular activities or acts of misconducts, corruption or non-compliance to the following persons:

- (1) A superior, at any level, whom the complainant / informant trusts
- (2) The Human Resource and Administration Department Manager
- (3) The Internal Audit Department Manager
- (4) The Company Secretary
- (5) Any member of the Board

5.3 Procedures for submitting any complaint or information

The complainant or informant can submit details to the any of abovementioned persons authorized to receive and handle complaints or information in the following manner:

- (1) Complain directly in person - verbally or in writing
- (2) Contact an authorized person via email, or
- (3) Send a letter to an authorized person

If the complainant or informant chooses not to disclose his/her name and identity, then he/she must provide sufficient factual details or clear evidence to show that there are grounds to believe that there has been a possible/actual act of misconduct. As such, the complaint or information received shall be treated with the highest level of confidentiality. Also, the complainant or informant can communicate with the authorized person through various channels; and does not need to disclose his/her name or identity.

However, if he/she does disclose his/her name or identity, this would allow the Company to give direct feedback on the final outcome of the investigation together with further additional details.

5.4 Procedures for investigating facts

The following procedures will be used by the abovementioned authorized person or recipient of the complaint/information to investigate the full facts:

- (1) The authorized person handling the complaint or receiving the information will be responsible for investigating and collecting all the facts; or may authorize and assign another trustworthy person or agency to undertake the investigation.
- (2) The authorized person handling the complaint or receiving the information – or the person authorized and assigned by that person - may ask any staff member to provide further information or to deliver any related documents for use in the investigation of the facts.
- (3) If the investigation reveals that an actual act of misconduct did occur, the Company will take the following actions:
 - (a) If the complaint or information relates to any Group Company itself having committed a breach of the law, rules and regulations, or of the Company's Regulations or Code of Business Conduct and Ethics, the authorized person handling the complaint (or the one authorized by that person) will submit details of the issue, together with his/her opinion and the appropriate corrective course of action, to a person within the Company with the authority to approve to consider accordingly.
 - (b) If the matter is of critical important - such as, one that affects the reputation and image or the financial status of the Group; or which radically conflicts with the Group's policies in conducting its businesses; or involves a member of the Group's Executive & Management group, the matter shall be submitted to the Audit Committee or the Board of Directors for consideration.
 - (c) If the complaint or information results in an undue detrimental effect on any person(s), then an appropriate and fair method of mitigating this detrimental effect will be suggested to the person(s) that has been negatively affected.

5.5 Channels of Communications with the Company

All Stakeholders can direct their opinions and concerns via the following established channels of communications:

Addressee	E-mail	Telephone No.
Audit Committee	auditcommittee@singerthai.co.th	
Corporate Secretary	cs@singerthai.co.th	66-2-352-4727

Mailing address:

Singer Thailand Pcl.
Post Box. No. 17 Bangrak Post Office,
Bangrak, Bangkok 10500

5.6 Protection provided for the Complainant or Informant (Whistle- Blower)

The following measures and procedures have been established to protect the Complainant or Informant:

- (1) The complainant or informant may choose not to disclose his/her name or identity, if he/she believes that the complaint or information submitted may be harmful or dangerous to him/herself. However, he/she must provide sufficient factual details or clear evidence to show that there are grounds to believe that a possible act of misconduct, corruption or violation of laws, rules and regulations or of the Group's Regulations or Code of Business Conduct and Ethics has occurred in the conduct of the Groups business. However, if he/she does disclose his/her name or identity, this would enable the authorized person responsible for handling the matter to act more quickly.
- (2) The Company will regard information reported under this Policy as being confidential, and will only disclose as much as necessary in order to ensure the safety of and to prevent any harm being caused to the whistle-blower, the source of information, and any other involved individuals. Where information has been provided on a confidential basis, the authorized person responsible at each stage of the investigation process must guard the information obtained with the utmost secrecy and not reveal it to anyone without the consent of the person providing such information. Any breach of confidentiality would be considered a major violation of discipline.
- (3) If the complainant or informant believes that he/she will not be safe or will be harmed, then he/she should request the Company to provide appropriate protection; or the Company can choose to provide such protection without being requested, if it believes that some danger or harm may likely occur.
- (4) If any staff member acts unfairly towards, mistreats, or harms any other person(s) due to that person being the whistle-blower who disclosed the actual or suspected misconduct, or assisted in an investigation or legal action through being a witness, giving testimony or co-operating with a court official or government agency/official,

such wrongful actions by that staff will be regarded as a breach of discipline that must be penalized. Further, that staff may also be punished as stipulated by law, if the inappropriate actions are deemed as a legal offence.

- (5) Those who incur any personal harm or damage, resulting from being a whistle-blower or from being wrongfully accused, will be compensated in a fair and appropriate manner.

6. Approval & Review

- 6.1 This Policy is endorsed by the Audit Committee and approved by the Board of Directors of the Company.
- 6.2 The Company's Human Resources & Administration Department will review this Policy at least annually, and more often as it may be necessary; and will then propose to the Audit Committee any subsequent required changes to both the contents coverage as appropriate for further endorsement as well as final approval by the Board of Directors. This Human Resources & Administration Department will also oversee and coordinate the implementation of this Policy and submit any required relevant advice on an ongoing basis; whereby should any further updates to this Policy be required they should then be undertaken as soon as possible.
- 6.3 Changes to the Policy
- (1) A Review recommending *any* material changes shall be proposed to the Audit Committee for endorsement and then proposed to the Board for final approval.
- (2) A review recommending *no* material changes shall also be proposed to the Audit Committee for approval and further submitted to the Board for acknowledgment.

7. Contents of this Policy

The content of this policy is to define objectives and scope, together with the operating procedures as well as roles and responsibilities of those persons involved in the associate implementation and activities.

This "Whistle-Blower Policy" is announced on and to be effective as from October 15, 2015.

(Mr. Boonyong Tansakul)
Chief Executive Officer
Singer Thailand Public Company Limited