

(Translation)

Business Ethics Manual

Home Product Center Public Company Limited

(Translation)

Letter from Chairman of the Board

Since its establishment, the Company has moved forward to develop business to its prosperity by always attaching to the basis of ethic and morality. The Company has not only determined to create sustainable value added to shareholder, but also given importance on fair treatment to all concerned parties.

The Company has framed its guideline to conduct business ethically by making the manual to set the standard of operation with higher ethics and morality for directors, executives, and employees of Home Product Center Public Company Limited.

The Company indicates that it is the duty and responsibility of every director, executive, and employee to be aware of, understand and strictly comply with the policy and requirements indicated in this Business Ethics Manual in order to achieve the business goal in conjunction with the maintaining of ethical standard for the benefit of the concerned persons, shareholder, company and society.

Mr. Anant Asavabhokhin

Chairman

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Business Ethics Manual

1. Principle for conducting business

In order to achieve the highest benefit from business operation for shareholders, the Board of Directors has the policy to give importance equally and alongside with the achievement as per the target and the using method to reach such success.

The Board of Directors has specified the target and method in order to achieve the targeted success, as indicated in Visions, Commitment and, Organization Culture. We have specified the requirements in this Business Ethic Manual to provide the clarity and convenience to directors, executives, and employees to be aware of the compliance standard expected by the Company, and to use as the guideline for work which has included the treatment to employees, shareholders, customers, business partners, business competitors, and public society as a whole.

1.1 Vision

Being a leader in Home Solution and Living Experience in Thailand and Southeast Asia regions

1.2 Mission

- 1) We will provide exceptional products and services exceeding customer's expectations and improve their well-being righteously and sufficiently.
- 2) We will partner up with business alliances to develop products and services innovation in order to increase Management Effectiveness for our mutual success.
- 3) We are heavily focused on the importance of Human Resource Development to increase their potential and work effectiveness, to spread the code of conduct accepted in the corporate culture, to increase their quality of life, and to encourage employee engagement.
- 4) Our management was based on Good Governance while being social-responsible and creating good relationships with the community and environment.
- 5) We are constantly looking for new business opportunities in order to increase added value to our stakeholders.

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1.3 HomePro's Core Values

Stay focus until success- Strive to work with full energy and continue until the goal is achieved.

Embrace speed & agility - Adapt quickly to changes by learning new things and seeking for opportunities to work with potential partners.

Make customer success- Reach customer needs, offer products and services that align and enable their success.

Collaborate as ONE HomePro – Connect both inside and outside the team with a shared goal in mind.

1.4 Laws and Relevant Regulations Compliance

The Company is determined to respect and comply with relevant laws, rules, and regulations wherever the Company operates its business as per the following policy:

- 1) Directors, executives, and employees shall comply with local laws, rules, and regulations and local tradition wherever the Company operates the business.
- 2) Directors, executives, and employees shall comply with the requirements of The Stock Exchange of Thailand, and the Officer of the Board of the Securities and Exchange Commission.
- 3) Directors, executives, and employees shall comply with the Company's regulations.
- 4) Directors, executives, and employees shall not help, support, or cooperate to avoid complying with laws and any regulations.

2. Conflict of Interest and Maintaining of Confidential Information

2.1 Conflict of Interest

The Company deems it as an important policy to not allow directors, executives, and employees to use their position for their own benefit. Therefore, the Company has indicated the requirements to comply by the directors, executives, and employees as follows:

- 1) In the event of entering into connected transaction under the announcement of The Stock Exchange of Thailand, the criteria, methods and disclosure of connected transaction information to the listed company shall be strictly complied with.
- 2) In the event the directors, executives, employees, or any family member are involved or become shareholder in the business that competes with the business of the Company or any business which

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may create conflict of interest with the Company, such must be informed to the Chairman of the Board in writing.

3) In the event directors, executives, employees are director, partner or consultant in other company or business organization, of the holding of such position shall not be against the Company's interest and the performance in the Company.

2.2 Use of Company's Information & Insider Trading/Dealing

The Company deems that it is the responsibility of directors, executives, and employees to strictly keep confidential information of the Company, particularly the internal information which has not yet been disclosed to public or the information which shall affect the business operation or share price. Thus, the following requirements are indicated:

1) The director, executive, or employee shall not use their position or information obtained from their position for their own benefit and for business competing with the Company or connected business.

2) Internal information shall not be used for own benefit to sale and purchase Company's share or to give the internal information to other for the sale and purchase of Company's share.

3) Confidential information of Company's business shall not be disclosed to other especially to the business competitor, even after the status of director, executive, or employee has ceased.

3. Responsibility to Company and Company's Property

3.1 Protection of Company's property

The Company will support the executives and employees to use Company's resources and property efficiently in order to increase the capability of competition and good customer service by indicated the guidelines as follows:

- 1) Company's property and resource shall be used economically and for maximum benefit.
- 2) Any company's property shall be looked after to prevent devaluation and unlawful loss

3.2 Documentation

- 1) Documentation shall be made with good faith, carefully, and in accordance with specified standard.
- 2) There shall be no forgery of books, reports, or documents.

3.3 Use of Computer and Information Technology

- 1) Computer, information technology and other information used in working are regarded as company's property. The executive and employee should not use computer and information technology for their own benefits.
- 2) Executive and employee are prohibited to disclose their password to access Company's information to anyone.
- 3) Executive and employee are prohibited to disclose the information in the Company's system or any information bought by the Company without permission.
- 4) Executive and employee are prohibited to change, duplicate, erase, or destroy any company's information without permission.
- 5) The executive and employee are prohibited to use illegal software and to copy licensed software by any reasons without permission from the owner of such software.
- 6) Executive and employee are prohibited to adjust hardware or install any equipment which are not the standard equipment installed by the Company.

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7) Executive and employee are prohibited to use company's email to send defamed message to disrepute other or impolite, obscene, threatened, or annoyed message to anyone.

8) Executive and employee should access through the internet to find information and knowledge which are beneficial for working, and should avoid website which is illegal and immoral.

9) Executive and employee should use the telecommunication equipment provided by the Company with conscious and responsibility for example, telephone, fax, and mobile phone, by mainly concerning company's benefit.

3.4 Giving and receiving of gift

1) Executive and employee are prohibited to ask for or receive any benefits from customers, contractors, supplies, consultants, and persons doing business with the Company.

2) Executive and employee should avoid giving to or receiving a gift or any gratuity from business partners or persons who do business with the Company except for festival with proper value and not related to business commitment matter.

3) Executive and employee should avoid organizing or receiving reception party in the manner exceeding normal nature from persons who do business with the Company.

4) Executive and employee should avoid giving or receiving travelled gift from business partners.

3.5 Exercise of political rights

The Company supports directors, executives, and employees to exercise their rights by laws as a good citizen. However, the directors, executives, and employees are prohibited to attend any activities which may lead to the understanding that the Company has connection or given support to any political party. Such regulations are indicated as follows:

1) Directors, executives, and employees should exercise their right as a good citizen according to constitutional law and any relevant laws.

2) Besides working time, directors, executives, and employees have the rights to attend political activities by their own names, not by company's name.

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3) Directors, executives, and employees are prohibited to attend any activities which may lead to understanding that the Company has connection or supporting one of political party or one of political community.

4) Directors, executives, and employees are prohibited to use company's property to support any specific of political party or anyone gathering.

4. Treatment to Concerned persons

4.1 Policy and treatment to shareholders

The Company realizes that shareholders are the owner of business and the Company has the responsibility to make value added to shareholders in long term. Therefore, directors, executives, and employees are required to comply with the following guidelines:

1) Directors, executives, and employees shall perform their duty honestly and with good faith and make decision for any matter with clear mind, carefulness, and justice for the maximum benefit of shareholders, as a whole.

2) Directors, executives, and employees shall regularly present Company's status operation result, financial status and other report with accurate and true information.

3) Directors, executives, and employees shall inform all shareholders equally the Company's future trend of the organization in both positive and negative side which is based on possibility, with supported information, and logic.

4) Directors, executives, and employees are prohibited to use any Company's information to seek for their own benefit or any person's benefit which such information has not yet been disclosed to public, and prohibited to proceed with any matter in the manner which may lead to conflict of interest with the Company.

4.2 Policy and treatment to employee

The Company realizes that employee is the valuable factor to reach the Company's success target. Therefore, it is the policy of the Company to provide fair treatment in respect of opportunity, remuneration, position and the development of capacity to be in line with such policy, Company follows this guideline.

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- 1) The Company shall treat the employee with politeness, respect with individual and human dignity.
- 2) The Company shall have fair remuneration to employee.
- 3) Appointment and transfer the position including reward and punishment to the employee shall be made with good faith and based on knowledge, ability and suitability of the employee.
- 4) The Company concentrates on the importance of knowledge development and employee's ability by giving opportunity thoroughly and regularly.
- 5) The Company shall regularly preserve working environment to be safe for employee's life and property.
- 6) The Company listens to employee's opinion and suggestion on the basis of employee's professional knowledge.
- 7) The Company shall strictly comply with laws and any regulations related to the employee.
- 8) The employee is allowed to complain to the Company if the employee is treated unfairly under the specified system and procedure.

4.3 Policy and treatment to customers

The Company realizes the importance of customers' satisfaction in which leads to the Company's business success. Therefore, the Company has intention to always seek for the effective and efficient way to respond to the need of the customer which can be indicated as follows:

- 1) The Company shall deliver goods and service with the quality as per the expectation of customers at the fair price.
- 2) The Company shall give accurate, adequate and updated information about goods and services to the customers without exaggeration to cause the customers to misunderstand about quality, quantity, and conditions of goods or services.

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3) The Company shall strictly comply with all condition with customers. If the Company cannot comply with any condition, the customers must be informed immediately in order to find the solution together.

4) The Company shall contact with customer politely, efficiently and trustfully.

5) The Company shall provide system and procedure for customers to complain about quality, quantity, safety of goods and services including the rapidity for response or delivery, and proceed to the utmost with fast response for the customers.

6) The Company shall give advice about use methods of goods and services to be and for the maximum benefit to the customers.

4.4 Policy and treatment to business partners and/or creditors

The Company has the policy to provide equal and fair treatment to business partners, and/or creditors by considering on the maximum benefit of the Company and on the basis of getting fair return to both parties. In addition, the Company shall avoid the situation leading to conflict of interest to commitment, gives true information and accurate report. Negotiation for problem resolution shall be on business relationship basis, as follows:

1) The Company shall not ask for or receive any benefit which is dishonest from the business partners and/or creditors.

2) The Company shall strictly comply with agreed conditions. In case the company cannot comply with any conditions, the creditor must be informed immediately in order to find the solution together.

4.5 Policy and treatment to business competitors

The Company has the policy to treat business competitors in accordance with international principle within the frame work of the laws in relation to principle of trade competition, not violating confidential information or getting business competitor's confidential information by fraud. The treatments are indicated as follows:

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- 1) The Company shall conduct under rules for good business competition.
- 2) The Company shall not seek for confidential information of business competitors by dishonest or inappropriate way.
- 3) The Company shall not destroy the business competitors' reputation by making defamation accusation.

4.6 Policy and treatment to marketing and advertising

The Company adopts a policy to comply with the Consumer Protection Act, B.E. 2522 (1979) and pursues ethical marketing and advertising as an integral part of social sustainability as follows.

- 1) The Company must provide consumers with accurate and complete descriptions about its products/ services to help them make buying decisions based on actual information.
- 2) The Company must not make exaggerated claims about its products/services in both social and environmental qualification and impacts to avoid misleading consumers.
- 3) The Company must not negatively refer to the products/services of competitors or other brands.
- 4) The Company must deliberate the content of advertisements and its appropriateness to avoid negative impacts on consumers of all ages, such as the elderly and children. It must also take into account gender equality, sociocultural issues and good moral values.

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4.7 Policy and treatment to society and public responsibility

The Company has policy to operate business for the benefit of the economy and society. The Company also gives the importance of preservation of local tradition where company's business unit is located. In addition, it is also the policy of the Company to be a good citizen and to fully comply with laws and relevant regulations. To support the policy as mentioned above, the Company shall regularly proceed with activities that will create contribution to society and also implant consciousness to all levels of the employees in order for them to have serious and continued responsibility to society in order to be always sustained as a good organization culture.

5. Attention to perform according to business ethic

The Company indicates that it is the duty and responsibility of all directors, executives, and employees' to be aware of, understand, and comply with the policy and requirement indicated in this Business Ethics Manual. It is not the freedom to comply by them and they cannot claim that they are not aware of this specified guideline. All level of executives in the organization shall have the responsibility and it is important to make all employees under their line of control to be aware of, understand and to seriously comply with this Business Ethics Manual.

6. Receipt of complaint regarding business ethic

The Company allocates the Human Resource to have the responsibility to receive business ethic complaint, which the Company's employee can send the complaint directly to the following address:

By post

Complaint Department, Human Resources
Home Product Center Public Company Limited
31 Prachachuen-Nonthaburi Rd., Bangkhen, Amphoe
Muang Nonthaburi, Nonthaburi 11000

By e-mail

md@homepro.co.th