

Code of Ethics and Code of Conduct

Thaire Group Holdings Public Company Limited (“the Company”) and its subsidiaries are committed to conducting business with integrity and responsibility toward all stakeholders. Therefore, the Company has established this Code of Ethics and Code of Conduct as a guideline for directors, executives, and employees of the Company and its subsidiaries.

Code of Ethics

The Company and its subsidiaries shall conduct business with integrity and ethical standards toward the organization, external parties, and all stakeholders.

Code of Conduct

The Code of Conduct refers to proper business practices and expected standards of behavior in performing duties.

The Company and its subsidiaries have established clear guidelines to prevent misconduct, serve as good role models, and uphold responsibility toward all stakeholders. This reflects the organization’s commitment to ensuring that directors, executives, and employees perform their duties under ethical, moral, honest, fair, and lawful principles, in compliance with Company regulations, in order to achieve the Company’s objectives.

Code of Best Practice

1. General Management Practices

- Employees shall recognize that their responsibilities extend beyond the Company, supervisors, directors, and shareholders, to include business partners, colleagues, society, and the environment. They must consider the interests of all stakeholders and be accountable for their own work and that of their subordinates.
- Employees shall continuously seek to improve their knowledge and skills.
- Employees shall not harm or undermine the reputation, progress, or business of others.
- Employees shall treat others with ethics, morality, and humanity, respecting human rights, dignity, and equality. Opinions provided must be accurate and reliable.

2. Best Practices in Business Operations

- Employees shall perform their assigned duties in accordance with lawful policies, with honesty and integrity, without seeking any undue benefits, while demonstrating loyalty and ensuring that their actions do not damage the Company’s image or reputation.
- Employees should plan, set, and analyze operational goals for both their own units and their subordinates in order to achieve organizational objectives, while taking into account ethics, codes of conduct, and the corporate culture.

- Employees shall exercise leadership, coordination, and execution by applying their professional knowledge and expertise for the utmost benefit of the Company, placing the Company's interests above personal interests.
- Employees shall enhance their work performance by ensuring that operations are supported by standardized systems and effective internal controls, exercising due care and diligence, and relying on sufficient, accurate, and verifiable information.
- Employees shall promote effective communication and coordination, as well as foster a positive and disciplined working environment both within and outside the organization.
- Employees shall respect and safeguard confidential information acquired through their position or duties, and must not use such information for personal benefit, for the benefit of their current unit, or for any organization they have previously worked for.
- In the event that employees have any personal interests beyond those received from the Company, they must fully disclose all relevant facts to their supervisors immediately. Employees should not engage in any business or activity that may create a conflict of interest with the Company or impair their performance of duties.
- Employees shall establish appropriate and effective measures to protect and ensure the security of the Company's assets under their responsibility.
- When making any statements or providing information to the public, employees must clearly disclose the following:
 - Whether they are speaking in a personal capacity or in an official capacity; and
 - Whether such statements or opinions may result in benefits to any individual or group in which they have an interest, and the nature of such interest.

3. Best Practices Toward Employees

- All employees are essential to driving the Company's business. The Company places importance on every employee and ensures equal treatment without discrimination.
- Employees should make every effort to avoid and resolve misunderstandings arising from labor relations issues, which may lead to conflicts within the organization or among individuals.
- Employees shall treat colleagues without bias, with mutual respect and equality, without discrimination of any kind. They shall promote teamwork and foster unity among directors, executives, and employees.
- Employees shall respect their colleagues and must not engage in any form of sexual harassment. This includes harassment through visual actions, verbal communication, physical contact, or any other conduct of a sexual nature that is unwanted by the recipient.
- Employees shall show care and concern for the well-being of their colleagues, with the aim of promoting a harmonious and happy working environment.
- Employees shall consider the knowledge, competencies, and skills required for job performance, and support the development of subordinates to enhance their opportunities for career advancement, including succession to their own positions.

- The Company shall ensure that compensation and other benefits are fair, appropriate, and comparable to those offered within the same industry.

4. Best Practices Toward Shareholders

- The Company shall support shareholders in receiving adequate and appropriate information by disclosing all material information, both financial and non-financial, accurately, completely, and in a timely manner.
- The Company shall recognize and respect the rights and equitable treatment of all shareholders, and is committed to conducting its business efficiently and to the best of its ability in order to provide shareholders with appropriate and sustainable returns.
- The Company shall regularly report accurate and complete information, news, disclosures, and the Company's status to all shareholders equally, in a timely manner sufficient for decision-making.
- The Company shall provide shareholders with the right to submit opinions or complaints regarding the Company's business operations through channels specified on the Company's website. All such submissions shall be duly considered and screened before being forwarded to the Board of Directors or relevant parties, and the results shall be communicated accordingly.

5. Best Practices Toward Customers, Business Partners, Competitors, Creditors, Government, and External Parties

- The Company and its subsidiaries recognize the importance of business ethics in dealing with customers, competitors, creditors, and government authorities. The Company shall conduct its business with honesty, integrity, and fairness, in accordance with the following principles:

Practices Toward Customers

- The Company shall treat customers fairly and without discrimination, and shall avoid any inappropriate conduct.
- The Company shall not disclose any customer information obtained in the course of business, which is normally considered confidential, unless consent has been obtained from the customer or disclosure is required by duty or by law.
- The Company shall strictly comply with all agreements made with customers in full, in accordance with applicable regulations and laws, and shall not engage in any act that constitutes a breach of contract and/or violation of customers' rights.

Practices Toward Business Partners

- The Company shall promote good and sustainable relationships between the Company, its subsidiaries, and business partners, based on goodwill and mutual satisfaction, leading to quality, accurate, timely, and efficient services that meet expectations.
- The Company shall select business partners and contractual counterparties who operate with responsibility, ethics, integrity, and are free from any form of corruption.

- The Company shall treat all business partners and counterparties equally, without discrimination, and shall not exploit or take unfair advantage of them.
- The Company shall protect mutual interests with business partners by strictly complying with applicable laws and mutually agreed rules.
- The Company shall monitor, review, and evaluate business partners in order to enhance and develop sustainable business relationships.

Practices Toward Competitors

- The Company shall compete freely and fairly within the framework of fair competition and shall avoid any actions that may damage the reputation of competitors.

Practices Toward Creditors

- The Company shall strictly comply with contractual obligations with creditors accurately, completely, and within the agreed timeframe, including payment obligations and other agreed terms, on an equitable basis.
- In the event that the Company is unable to comply with contractual terms, it shall promptly notify the creditors, providing reasons and proposed solutions, in order to jointly consider appropriate remedies.

Practices Toward Government and External Parties

- The Company shall ensure that any information or communication disclosed to the public is clear, transparent, and accurate, and does not mislead or contradict cultural norms or public morals, while respecting individual dignity.
- The Company shall comply with anti-corruption policies and measures, adhering to principles of integrity, and shall not offer or accept bribes in any form, whether as gifts or other benefits. The Company shall not engage in, support, or tolerate any actions that may lead to corruption or bribery, nor participate in or support any unlawful acts, including those related to fraud, misappropriation of assets, or acts that may harm the economy or national security. The Company shall not conceal or be involved in the transfer or disposal of assets derived from such unlawful acts.
- The Company shall establish appropriate audit and control systems to ensure full compliance with contractual obligations and to prevent fraud and corruption.

6. Social and Environmental Responsibility

The Company and its subsidiaries conduct business with due consideration for all stakeholders, recognizing the impact of operations on society and the environment. The Company adheres to the following practices:

- Encourage all employees to participate in social responsibility and community development activities, and conduct business in a manner that minimizes negative impacts on society and the environment.

- Promote efficient use of resources in accordance with the 3Rs principle: (1) Reduce, (2) Reuse, and (3) Recycle, in order to minimize environmental impact both in the present and future.
- Conserve, improve, and maintain buildings, premises, and the environment to ensure they remain orderly, aesthetically appropriate, and hygienic at all times.
- Maintain and continuously improve safety standards to minimize risks and prevent potential harm to buildings, premises, and the surrounding environment.

This Code of Ethics and Code of Conduct has been approved by the Board of Directors at Meeting No. 2/2026 held on 1 April 2026.

This Code of Ethics and Code of Conduct shall be effective from 1 April 2026.

Announced on 1 April 2026.