



**AIRA & AIFUL Public Company Limited**

90 CW Tower, 33rd, 34th Floor, unit B3301-2, B3401-2, Ratchadapisek Road, Huai Khwang Sub-district, Huai Khwang District, Bangkok 10310  
Registration Number: 0107557000489

# นโยบายการแจ้งเบาะแสการกระทำผิด และการทุจริต (Whistleblowing Policy)

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AIRA & AIFUL Public Company Limited

(Revision B.E. 2566)



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### **Introduction**

AIRA & AIFUL Public Company Limited (“Company”) As a provider of personal loan with the company's vision is to be a personal loan company, the fastest growing in the country, Thailand, coupled with efficient growth. Encourage and prioritise the business operating in an honest and ethical manner, as well as compliance with the relevant laws and regulations strictly.

Therefore, the company has the intention to create Whistle Blowing Policy, Misconduct and Corruption (“Policy”) as a channel for director, senior executive, employee and stakeholder of the company can file complaints and report clues about illegal actions, unethical practices, inaccurate financial reports, defective internal control system and fraud or corruption against the Company to build confidence among shareholders and stakeholders in the long run according to the vision and mission of the organization under good corporate governance business ethics and aiming to develop into a sustainable organization.



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## 1. Objective

- 1.1. To encourage and support directors, executives and all employees of the Company, as well as stakeholders to claim, and whistleblowing regards illegal activities, misconduct and fraudulence or any corruption related to the Company and its subsidiaries.
- 1.2. Define the appropriate trusted safety channel and confidential information in the complaint any corruption, helping of whistleblower confident to report safely.
- 1.3. Protection of directors, executives, employees and stakeholders who report or complaints whistleblowing case or any corruption, as well as cooperation or assistance to the company and its subsidiaries to provide the information in order not to harassing, threatening, rotation, change in job function, change workplace, suspend, forced to quit, ruminant employment contract or other unfair treatment.
- 1.4. Suppression of illegal, misconduct, fraudulent or any corruption which may occur in the Company and helping the Company to detect and mitigate the damage caused by the misconduct or fraudulent or any corruption.
- 1.5. To promote the image and good ethics of the Company and its subsidiaries, directors, executives, and employees including those who interact with the Company and its subsidiaries.

## 2. Definition

2.1. “**Company**” means AIRA & AIFUL Public Company Limited.

2.2. “**Subsidiaries**” means the following companies:

- a) a limited company or a public limited company over which the company has control over the business.
- b) limited company or public limited company that the subsidiary under (a) has the power to control the business.
- c) limited company or public limited company that are under the control of the business in successive levels, starting from being under the control of the subsidiary under (b).

2.3. “**Controlling persons**” means the person with the controlling power over the company,

- a) Holding the voting shares of a juristic person more than 50 percent of the company's total voting shares
- b) Having control over majority votes at the juristic person's shareholder meeting, either directly or indirectly or by any reason
- c) Controlling an appointment or discharge of more than half of the directors, either directly or indirectly



- 2.4. **"Employee"** means all employees of AIRA & AIFUL PUBLIC COMPANY LIMITED.
- 2.5. **"Line Manager"** means the employee in the level of management or manager level above.
- 2.6. **"Stakeholders"** means shareholders or investors, Board of Directors, senior management, personnel and employees at all levels. Including groups of people who are directly or indirectly affected by business operations. or have any interest in the Company's business operations and includes counterparties, business partners, business associates, creditors, debtors, etc.
- 2.7. **"Vendor or Supplier"** means individuals or juristic person who have relationship or business transaction with the Company or subsidiary or a beneficiary from a relationship, or who is a beneficial person by having business transaction or business relation with the Company or subsidiary, including person who has been assigned or authorized to carry on a business relationship with the Company or subsidiary.
- 2.8. **"Misconduct"** means the acts or omission of management, senior executive, employees, staff and stakeholders of the Company, those action shall be violated to the company ethic, internal working rules and regulations and/or policy as well as applicable law related to company business.
- 2.9. **"Fraud"** means behaving badly, behaving badly, being dishonest, cheating, cheating, defrauding by using tricks to get what you want to seek unlawful benefits for oneself or others, such as embezzlement or property of the Company for personal benefit, fraud, conflict of interest, Refurbishment of accounts or tampering with forgery of documents including all forms of bribery.
- 2.10. **"Corruption"** means performance or omission to perform duties or the abuse of power in any form of duty whether giving or accepting a bribe, offering or promising to give, request or solicit whether it is property, money, gifts, services, things, rights or any other benefits that are contrary to morals, ethics and laws, regulations, policies to government officials or any other person who conducts business with the Company or affiliated companies, whether domestically or internationally in order to obtain undue benefits both to the company or those involved.
- 2.11. **"Whistleblowing"** means the act of telling regarding misconduct, fraud or any corruption, letting the company know through the channels specified by the company in order to be able to use it for investigation and/or prosecution according to the law.
- 2.12. **"Whistleblower"** means directors, managements, executives, employees of the company including stakeholder inform or report the illegal, corruption, fraudulent case within the company by good faith relating to any misconduct or corruption that occurs in the company.
- 3. Roles and Responsibility**
- 3.1. **Board of Directors**



The Company Board of Directors has approved the policy as a guideline framework in written align with company code of conduct and has the power to appoint a working group to investigate facts about clues or complaints about misconduct, fraud or corruption.

### **3.2. Audit Committee**

In the event that the Audit Committee receives clues or complaints about misconduct, fraud or corruption through the channels specified in item 5. The Audit Committee shall consider and report to the Board of Directors.

### **3.3. Director, Executive and Line Manager**

3.3.1. Act as a good role model, as well as monitoring and encouraging subordinates to follow the code of conduct. Regulations and policies of the company.

3.3.2. Promote and provide efficient and adequate risk management system and internal control to prevent misconduct and any corruption in their own responsibility including study the possibility of any fraud and any corruption that might happen in business unit under his/her responsibility.

3.3.3. Ensure that all employees in the department are aware of this policy.

3.3.4. Create the proper environment to build trust with the Whistleblowers or complainant to complain about any corruption.

### **3.4. Corporate Secretary Office**

3.4.1. Provide guidance to relevant parties as appropriate to properly implement the policy.

3.4.2. Act as coordinate person to receive the case and inform the result of case progress to whistleblower and complainant regarding to any corruption, however; it shall be kept confidential and disclosed as necessary.

3.4.3. Report whistleblowing case or any corruption to Board of directors.

### **3.5. Compliance Department and Legal Department**

Provide consultation on laws and regulations issue to Corporate Secretary Office or working group upon request.

### **3.6. Employees**

3.6.1. Acknowledged and action follows the policy.

3.6.2. Report to line manager or define channel stated in the policy when found the illegal activities, misconduct and/or fraudulent or any corruption.

3.6.3. Cooperation and assistance to the relevant authorities of the companies when needs case investigation the illegal activities, misconduct and/or fraudulent or any corruption.



#### 4. Whistleblowing Channel

4.1. When whistleblower or complainant see or suspect misconduct, fraud or corruption Whistleblowers can report clues or complaints through various channels that they deem appropriate as follows:

4.1.1. Supervisors that they trust at all levels, the supervisor can consider submitting such complaints to the channels listed below.

4.1.2. Company Website

4.1.3. Email to one of these following committee

- Board of Directors [WB-BOD@aira-aiful.co.th](mailto:WB-BOD@aira-aiful.co.th)
- Audit Committee [WB-AC@aira-aiful.co.th](mailto:WB-AC@aira-aiful.co.th)

4.1.4. Submit letter to chairman of AC or BOD

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Road, Huai Khwang Sub-district, Huai Khwang District, Bangkok 10310

In this regard, whistleblowing or complaints will be of the utmost confidentiality and whistleblowers or complainants can report clues or file complaints through more than one channel.

4.2. A whistleblower or complainant should fill in the Whistleblowing form in attachment 1 as adequate and necessary in order to fact finding investigation, in addition; whistleblower shall disclose the name-surname address or contact information. However, Whistleblower still have a right to not disclose the real name.

#### 5. Whistleblowing Process

5.1. The board of directors shall appoint a working group in order to perform fact finding and further investigation on the whistleblowing case or corruption.

5.2. The working group appointed under article 6.1 has a duty to investigate and report facts, shall consist of only relevant party for better agility and mitigate the change of leakage of confidential information.

The Whistleblowing investigation process and clue or fact finding shall be independent and impartial, in order to obtain evidence which can be used to confirm or contradict or corruption with the information received, including disciplinary action up to and/or legal prosecution against offenders in accordance with the rules and regulations of the company and applicable law.

5.3. The working group is responsible for investigating the facts no later than 30 working days from the date of appointment and may extend the investigation period further depending on the sufficiency of



facts and evidence. Once the investigation yields result, the working group is required to promptly report the findings to the complainant.

## **6. Protection Measurement for Whistleblower**

6.1. The Company shall have protection measures for whistleblowers in order to prevent bullying, threatening or destroying evidence as follows.

6.1.1. Protect and not allow bullying to the Whistleblower including cooperation person who provide information in a good faith.

6.1.2. It shall not disclose whistleblower or complaint in the status of investigation and fact-finding state.

6.1.3. The company shall keep information confidential and disclose information whistleblower and/or related person as much as necessary under reasonable situation. In this regard, the person responsible for every step must keep the information received at the strictest level of confidentiality and not disclosed to other people, if violated, it is considered a disciplinary action.

6.1.4. The whistleblower and/or petitioner who is involved in the case may request the company provide protection measurement.

6.1.5. In the event that the respondent is one of the committee members receiving the complaint or is a person who has an interest in or is involved in the complaint, the committee or person shall be removed from the process immediately.

## **7. Disclosure and reporting**

7.1. The Company shall disclose the Whistleblowing Policy on website or annual report of the Company.

7.2. The Company shall report the summary result of consideration and punishment to BOD.

## **8. Scope of Enforcement**

This policy shall apply to all directors, executives, employees and stakeholders of the Company, including persons or entities who interact with the company and its subsidiaries covering misconduct or any corruption (either depicted or suspect) that are associated with directors, executives, employees, customers, vendor, shareholders and stakeholders which has business relationship with the Company and its subsidiaries.

In case of any message or any content in the policy is inconsistent with the law, it can enforce only not violate or conflict the applicable law.





## 9. Policy reviewing

The Corporate Secretary Office is responsible for reviewing, improving, or amending this policy as appropriate and according to changing situation, and send to the Compliance Department and Legal Department to review prior to propose to the Board of Directors for approval. However, this policy shall be reviewed at least once a year.

If there is a significant change in the relevant environment, as a result, a management review and/or improving of Whistleblowing Policy is required before first paragraph said review period, may propose to consider making changes urgently without having to wait for the said review period and apply for approval according to the company's regulation.

## 10. Punishment

When the person who, willfully or negligently, unfollows or breach the policy including threatening disciplinary action, or discrimination., disclose information of whistleblower and/or related person caused the damaging and unsafety or caused any violations. Those can be considered as disciplinary actions, and shall be liable for company damage, or who have been affected by such action as specified in the company's regulations as well as liability in civil and criminal prescribed by law.

Amendment history

Amendment	Effective Date	Amendment / update Content	Page
1	1 July 2022	Add Corporate Secretary Office and define roles and responsibilities	4
		Amend roles and responsibilities of Internal Audit Department	4
		Amend roles and responsibilities of Compliance Department	4
		Amend email address and receiver from Compliance Department to BOD and AC which support by the committee secretary.	5
		Amend authority on appointment of working group from Whistleblowing Committee to BOD.	5
		Amend the responsible party on the policy from Whistleblowing Committee to Corporate Secretary Office.	6
		Amend the policy reviewing duty from Compliance Department to Corporate Secretary.	7
2	8 August 2023	Amendment introduction	
		Add contents	
		Amendment objective	1
		Amendment definition	1
		Amendment roles and responsibility	2
		Amendment Whistleblowing Channel	4
		Amendment Whistleblowing Process	4
		Amendment Protection Measurement for Whistleblower	5
Amendment Scope of Enforcement	5		



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		Amendment policy reviewing	6
		Amendment punishment	6



**แบบแจ้งเรื่องร้องเรียน/เบาะแสการกระทำผิดและการทุจริต**  
**WHISTLEBLOWING FORM**

วันที่รายงาน: \_\_\_\_\_

Date of report

ชื่อ- นามสกุล \*(เลือกที่จะไม่เปิดเผยได้): \_\_\_\_\_

(Whistleblower's name (Optional))

ที่อยู่: \_\_\_\_\_

(Address)

หมายเลขโทรศัพท์: \_\_\_\_\_ อีเมล: \_\_\_\_\_

(Telephone)

(Email)

บริษัทที่เกี่ยวข้อง: \_\_\_\_\_

(Name of involved company)

วันที่เกิดหรือพบเห็นการกระทำผิด: \_\_\_\_\_

(Date of incident (and/or date misconduct or fraud was discovered))

โปรดบรรยายละเอียดเรื่องร้องเรียนของท่าน หรือ ลักษณะการกระทำผิดหรือการทุจริต:

(Please provide full details of the type of misconduct or fraud committed or suspected)

ชื่อ-นามสกุล ตำแหน่งของบุคคลหรือกลุ่มบุคคล และมูลเหตุที่ทำให้ท่านเชื่อว่ามีส่วนเกี่ยวข้องกับเหตุการณ์:

(Name(s) and job title(s) of person(s) who is believed to be involved and the basis for your belief)

มูลค่าของเงินหรือทรัพย์สินที่เกี่ยวข้อง / ประมาณการความเสียหายที่คาดว่าจะเกิดขึ้น (ถ้ามี):

Where money or other valuable assets are involved, estimate the suspected loss (if any)

หมายเหตุ: โปรดแนบเอกสารเพิ่มเติม (ถ้าจำเป็น)

(Remark: Please attach additional document(s) (if any))