

GROUP COMPLIANCE POLICY

Global Whistleblower and Investigation Policy

Speak Out – The Thai Union Compliance Reporting Hotline

1. Purpose

Thai Union Group (“Thai Union”) requires each and every employee, officer and director from all Thai Union subsidiaries and affiliates to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. All Thai Union employees and representatives must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations. These responsibilities are more fully specified in Thai Union Employees Code of Conduct.

In terms of governance, Thai Union has established a Group Compliance Committee in charge of supervising a global Compliance Program (anti-trust, anti-corruption, corporate compliance) – the “Global Compliance Program”.

The Group Compliance Committee meets every quarter and is composed of K. Thirapong Chansiri, K. Shue Chung, Mr. Joerg Ayrlé and Mr. David Sankowicz.

The Global Compliance Program includes the implementation of a global whistleblower solution internally called “**Speak Out - Thai Union Compliance Reporting Hotline**”. This Policy is designed to provide specific guidance on the whistleblowing system operation and for investigating fairly any violation and/or potential violation of Thai Union Employees Code of Conduct, Group or local Policies or any applicable Laws or Regulations.

2. Scope

This Whistleblower and Investigation Policy applies to each and every employee, officer and director of Thai Union companies including its majority owned subsidiaries and affiliates using “**Speak Out - Thai Union Compliance Reporting Hotline**”. This Policy overcomes any local whistleblowing and investigation policy existing within different Thai Union’s facilities, workplace or offices.

3. What is Whistleblowing?

A Whistleblower is a person, being an employee, officer or director or any external person (e.g. a consultant, client, supplier or contractor) who reports to Thai Union any activity or conduct that he or she considers or suspects to be illegal, dishonest, unethical, contrary to Thai Union’s policies or codes, or otherwise improper.

For example, a whistleblower may be:

- An employee who reports to his/her supervisor concerns about payments made to a supplier that he/she believes have been made without following Thai Union’s policies; or
- An employee who reports through the whistleblower channel a concern that his/her supervisor’s treatment of employees is contrary to employment laws or is otherwise improper; or
- An employee who reports a concern related to the choice of a supplier which is a family member of someone working within a contracting Thai Union company.

More generally, the topics reported by a whistleblower can include concerns for instance of misconduct related to fraud, corruption and bribery, antitrust activity, confidentiality and misappropriation, conflict of interest, discrimination / harassment, infringement to environmental protection, health / safety law, gifts and entertainment, improper supplier or contractor activity, misconduct / inappropriate behavior, retaliation, securities violations, sexual harassment, theft (larceny, burglary, robbery), unsafe working conditions, violation of policy, violence or threat...

4. Reporting Responsibility - Accuracy

- 4.1. This Policy is intended to encourage and enable employees, officers, directors and others to raise serious concerns internally so that Thai Union can address, investigate (or have them investigated) and correct inappropriate conduct and actions. It is the responsibility of all employees to report concerns about violations of Thai Union Employees Code of Conduct or suspected violations of laws or regulations that govern Thai Union's operations.

This Policy is designed to build confidence for whistleblowers, that (i) their complaints will be treated seriously, (ii) there will not be any intimidation as a result of raising genuine concerns in good faith and that (iii) their identity will remain confidential at all times.

It is nonetheless paramount that whistleblowers report in good faith and exercise due care to ensure the accuracy of the information disclosed before filing a complaint.

- 4.2. Whistleblowers shall be advised that the information supplied about themselves, their colleagues, or any aspect of Thai Union operations may result in decisions that affect others. Therefore, whistleblowers are asked to only provide information that they believe is true. They will not be subject to retaliation from Thai Union for any report of a suspected violation that is made in good faith, even if it later turns out to be factually incorrect. Whistleblower shall however be informed that knowingly providing false or misleading information will not be tolerated.

5. Whistleblowing Reporting Procedure

Thai Union has an open-door policy and suggests that employees share their questions, concerns, suggestions or complaints with their supervisor or through the channels available in their workplace. Ideally, the employees should bring any concerns forward to his/her direct manager, or other member of their management team.

However, there may be circumstances when an employee is not comfortable reporting the issue in this manner. It is the reason why Thai Union has elected to work with Navex (an independent international third party) to build our reliable whistleblowing system "**Speak Out - Thai Union Compliance Reporting Hotline**".

Thai Union will always prefer an employee to report anonymously than keep the information to him/herself.

Through this platform, Thai Union employees have the ability to file a confidential, anonymous report via either the telephone toll-free numbers or the dedicated web site (see attached schedule for numbers and url: <http://thaiunion.ethicspoint.com>).

6. Investigation Procedure

Matters reported through "**Speak Out - Thai Union Compliance Reporting Hotline**" will be considered and investigated, whether it concerns a violation or a potential violation.

Reports will be investigated on a case-by-case basis, with fairness and respect for all individuals involved.



Investigation procedures are not meant to accuse anyone without evidence or to discredit any employee, officer or director but to protect Thai Union, its reputation and its people.

Once the whistleblower will have completed the report(s), it will be screened by Navex and dispatched as appropriate (taking into account potential risk of conflict of interest).

Through Speak Out - Thai Union Compliance Reporting Hotline:

- the secure server will prevent any possible breach in security. Concerns entered into the system will be available only to specific individuals within Thai Union who are charged with evaluating and investigating the report, based on the type and location of violation. Each such individual has been trained in keeping these reports in the utmost confidence.
- reports will be distributed as follows for investigation, depending on the nature and location of the event:
 - ✓ Reports will go to local HR for investigation with copy to regional HR and corporate HR
 - ✓ Certain topics will be automatically assigned to Regional Legal: fraud/bribery/sexual harassment/gifts/securities violations/anti-trust/conflict of interest and "other"
 - ✓ For US/Canada: all reports distributed to local HR, Regional HR and Regional Legal
 - ✓ Concerns about Senior Thai Union management are escalated to the Compliance Committee

Conflict of interest: should a report reflect a concern relating to an individual listed above (for example a member of local HR team, a member of the Compliance Committee, etc.), such individual will be excluded from the distribution list. The Speak Out - Thai Union Compliance Reporting Hotline system and report distribution are designed so that implicated parties are not notified or granted access to reports in which they have been named.

Once the report is completed in the solution, the whistleblower receives a unique report key number and is asked to choose a password. He/she will then need to log in to the solution with report key and password in order to follow the status of his/her complaint at "follow my report".

The whistleblower can return to the system again either by Internet or telephone and access the original report to add more detail or answer questions asked by the assignee investigator or insert further information that will help resolve open issues.

An investigation will be held in order to determine the material truth of the facts reported. Standard review of the reports may take around 5 to 6 business days according to the nature of the claim.

The assignee investigator will take appropriate action on the basis of objective criteria to address the concerned violation and timely inform the whistleblower of step(s) taken. If need be, exchanges preserving confidentiality will take place with the whistleblower.

Depending on the nature of the case, the assignee investigator may assign the report to another appropriate investigator (e.g. legal department, internal audit, or external law firm), who will be submitted to the same stringent rules of utmost confidence.

[For sake of clarity, it is specified that if the whistleblower chooses to raise a grievance or concern through the means existing in his/her workplace (e.g. suggestion boxes, existing channel, open door etc), the investigation procedure will be the one applicable within such workplace.]

7. Protection of Whistleblowers: Retaliation Prohibited

It is contrary to this Policy for anyone to retaliate against any whistleblower who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of Thai Union.

Retaliatory conduct includes discharge, demotion, suspension, threats, harassment, and any other manner of discrimination in the terms and conditions of employment because of any lawful act such person may have performed in connection with such reporting.

Thai Union shall protect any whistleblower from retaliation.

An employee, officer or director who retaliates against someone who has reported a violation in good faith may be subject to disciplinary action up to and including termination of employment.

8. Confidentiality and Anonymity

Confidentiality and anonymity (if required by the whistleblower) will be ensured unless Thai Union has the obligation to disclose the information following a court order or if required by applicable law or regulation.

Thai Union shall not disclose the identity of whistleblowers as well as information included in the whistleblowing reports and potential evidence resulting from investigations to persons not involved in the whistleblowing process, except if such disclosure is required by law, regulation or court decision.

Speak Out - Thai Union Compliance Reporting Hotline does not generate or maintain any internal connection logs with IP addresses, so no information linking a whistleblower's PC to the website is available. In fact, the system is contractually committed not to pursue a reporter's identity.

The telephone toll-free hot line reports have the same security and confidentiality measures as the web site.

Speak Out - Thai Union Compliance Reporting Hotline system and report distribution are designed so that implicated individuals are not notified or granted access to reports in which they have been named (name or position).

Whistleblowers should be aware that this Policy encourages them to put their name to their allegation whenever possible. If the whistleblower does not provide his/her name it will be more difficult to protect his/her position.

9. Responsibility

This Policy has been validated by the Group Compliance Committee.

The Group Legal Affairs and Insurance Director is responsible for monitoring and updating this Policy.

Should you have any question regarding this Policy please contact:

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+ Guénaëlle Guérault: guenaelle.guerault@thaiunion.com , tel: +33 1 76 77 54 18 (French time zone)

Policy validated by the Compliance Committee – Nov. 2019

Schedule

Speak Out - Thai Union Compliance Reporting Hotline

url: <http://thaiunion.ethicspoint.com>

Toll-free phone numbers:

COUNTRY	ACCESS CODE	NUMBER	LANGUAGE 1	LANGUAGE 2	LANGUAGE 3
Canada		8442051874	English	French CA	
China		400 120 9155	Mandarin	Cantonese	English
France		0800-91-9193	French EU	English	
Germany	0-800-225-5288	8442051874	German	English	
Ghana	0-2424-26-004	8442051874	English		
Italy		800-790962	Italian	English	
Netherlands		08000201869	Dutch	English	
Norway		800-15145	Norwegian	English	
Poland		00-800-151-0368	Polish	English	
Portugal	800-800-128	8442051874	Portuguese EU	English	
Seychelles Islands		(503) 530-7035	English		
Thailand		1800 013 080	Thai	English	
United Kingdom & Northern Ireland		0808-234-5895	English		
USA		8442051874	English	Spanish	
Vietnam	1-201-0288	1-228-0288	Vietnamese	English	