Conflict of Interest Policy

The Board of Directors has established a Conflict of Interest Prevention Policy on the principle that any decision to enter into transactions or undertake any matter on behalf of the Company or its subsidiaries must be made in the best interests of the Company and its shareholders, and that actions which may give rise to conflicts of interest should be avoided. Accordingly, any person involved in or having an interest in a matter under consideration must disclose to the Company their relationship or interest in that matter and must not participate in meetings, deliberations, or exercise any authority to approve the transaction or matter. The key principles are as follows:

1. Directors, executives, and employees shall refrain from engaging in any business activities that are identical or competitive with those of the Company or its subsidiaries—whether for their own benefit or that of others—which could harm the Company, directly or indirectly. They shall not become partners, shareholders with decision-making authority, or executives in any competing or similar business, unless they can demonstrate that effective safeguards are in place to ensure such activities will not adversely affect the Company, and that appropriate measures exist to act in the best interests of the Company and its shareholders as a whole.
2. Directors, executives, and employees shall refrain from holding a material shareholding in any business that competes with the Company if such holdings would prevent them from performing or cause them to omit any duties required by their position, or otherwise affect their job performance. In cases where these shares were acquired before their appointment as a director, executive, or employee, before the Company entered that line of business, or by inheritance, the director, executive, or employee must immediately notify the Company in the manner prescribed by the Board of Directors.
3. All directors, executives, and employees should disclose any private business or enterprise whether held personally, with family members, relatives, or dependents that may give rise to a conflict of interest with the Company or its subsidiaries, for example:
   - Joint investments in, or interests with, any vendor doing business with the Company or with the Company's customers
   - Holding any position, including serving as a consultant, to any vendor doing business with the Company or with the Company's customers
   - Trading goods or providing services to the Company or its subsidiaries, either directly or through a third party
4. Directors and executives, as defined by the Securities and Exchange Commission of Thailand, must complete and sign the "Disclosure of Interests" form for directors and executives (and their related persons), as specified in the attached document, and submit it to the Company Secretary once a year by 31 December, or whenever a director or executive becomes aware that they or a related person may have a potential conflict of interest with the Company.
5. Before each dispatch of the Board meeting invitation, the Managing Director—or a person designated by the Managing Director shall present to the Audit Committee any Board agenda items expected to give rise to conflicts of interest, specifying the title and content of each such item, the potential conflict-of-interest issues, and the names of the directors who may have a conflict of interest.

   If the Audit Committee determines that an agenda item may give rise to a conflict of interest, it shall inform the Board of Directors of the potential conflict issues. The Company will withhold the agenda, related materials, and minutes for that item from any director who may have a conflict of interest, and such director shall not vote on that matter.

6. Directors, executives, and employees shall not seek personal or third-party gain by using confidential information of the Company or its subsidiaries—such as strategic plans, revenue figures, board resolutions, business forecasts, research results, or bid prices—for their own benefit, regardless of whether such actions harm the Company. They must also strictly comply with the Company's Insider Information Policy.

This policy shall be effective as of 1 December 2024.

Announced on 1 December 2024.

Mr. Sophon Intanate
President
IT CITY Public Company Limited