

## Conflict of Interest Policy

Amata Corporation Public Company Limited, its associated companies, subsidiaries, and affiliates (the “Company”) recognize that entering into a transaction of the Company with a related person may create a conflict of interest. The Company is committed to conducting business with honesty, transparency, and fairness to all stakeholders equally in accordance with the principles of good corporate governance and the business code of conduct in order to create added value and secure the best interests of the organization in the long term. In order to achieve these objectives, the Company should consider making a transaction based on the following principles:

1. It is a transaction that has been approved transparently by directors and executives who have acted responsibly, cautiously, and honestly, with no involvement from stakeholders in the decision-making.
2. It is a transaction carried out with the Company’s interests in mind, as if it were with a third party.
3. There is a tracking and monitoring system that ensures that the transaction follows the correct procedure.

### Definitions

**Holding securities** refers to holding rights in securities, convertible securities, and derivatives as announced by the Securities and Exchange Commission.

**Conflict of interest** refers to situations or actions in which directors, executives, or employees have their own interests and those of those involved that affect fair decisions, fulfill their responsibilities, and take into account the general interests of the Company. It can be classified into nine forms as follows:

1. Accepting benefits, whether they are property, gifts, discounts, entertainment, services, or anything else similar, where inappropriate benefits influence employee’s decisions.
2. Self-dealing or contracting refers to an employee who has the authority to enter into a contract with the entity to which he or she is affiliated based on their positions, roles, and duties, causing the entity to enter into a contract, purchase, or hire from his/her own company, relatives, or peers.

3. Work after post-employment refers to employees who resign from the Company or retire to work in other companies that operate the same type of business as competitors or are related to the same agency that they used to control or supervise by using influence, relationships, or information from their possessions to seek their own benefits.
4. Special work has many characteristics, such as employees setting up a company to conduct business that is competitive with the Company.
5. Inside information is a situation in which employees of the Company take advantage of their own perception of information within an agency or organization and use that information to benefit themselves and their peers.
6. Using employer's property for personal interest is the use of the Company's property by employees for their own benefit or for subordinates to do their own work.
7. The implementation of public projects in the electoral area for political gain. The senior management approves the Company's social responsibility or public interest projects to organize activities in their own area or hometown for political advantage, or distributing or subsidizing the Company's statements or objects in order to campaign for themselves.
8. The use of a position of duty to exploit relatives or friends, often known as the patronage system, occurs when employees use their influence or authority to engage into a contract that benefits their company or friends.
9. Influence to persuade employees or other agencies to make decisions that favor them or their peers, such as executives using their positions and authority to pressure or intimidate subordinates into not investigating their own company or their peers.

**Connected person/related person** refers to a person who may cause a conflict of interest among the directors or executives of the Company and affect a fair decision in the operation of whether to take into account the interests of that person or the best interests of the Company as follows:

1. Directors, executives, major shareholders, and controlling persons of the Company, who will be nominated as directors or executives or controlling persons, as well as related persons and close relatives of such persons.
2. Any legal entity having a major shareholder or controlling person as a person under (1).

3. Any person whose circumstances indicate that he is acting on his behalf or under the influence of (1) and (2).
4. Directors of juristic persons who have control over the company.
5. Spouse, child, or minor adopted child of the director under (4).
6. A legal entity over which the person under (4) or (5) has control.
7. Any person acting with the understanding or agreement that if the Company transacts transactions that provide financial benefits to such persons, the following persons will benefit financially:
  - 7.1 Directors of the Company
  - 7.2 Executives of the Company
  - 7.3 Persons with control over the Company
  - 7.4 Directors of persons having control over the Company
  - 7.5 Spouse, child, or minor adopted child of a person under 7.1 to 7.4

**Personal Interest** refers to a wide range of monetary and non-monetary benefits that satisfy the benefiting party.

**Executive** refers to the Chief Executive Officer or the first four executives following the Chief Executive Officer and all the fourth equivalent positions, including positions in the accounting or finance field at the level of manager or higher or equivalent.

**Major shareholder** refers to a shareholder who, directly or indirectly, owns more than 10% of an entity's voting shares.

**Related party transaction** refers to a transaction between the Company and a related person of the Company which is divided into categories as follows:

1. Normal business transactions are trading transactions about assets/services that are the normal business of the Company that are made regularly and in accordance with general trading conditions such as product trading, raw material purchasing, and service provision.
2. Items about other assets or services.

3. Transactions for financial assistance with the Company, such as working capital in the form of loans, guarantees, etc., which the Company is required to obtain, such as marketing rate interest.
4. Related transactions other than those under 1 to 3.

**Business opportunity** refers to a situation or environment that promotes the development and implementation of business activities for profit or business competitive advantage.

## **Practices**

Directors, executives, or employees must perform their duties with prudence, honesty, and independence in accordance with relevant laws, regulations, rules, policies, and practices under the principles of good corporate governance and business ethics, taking into account the best interests of the company. To prevent potential conflicts of interest, the Company has established the following guidelines:

- 1) Directors, executives, and employees must not use the personal needs and/or the related person to influence the Company's operational decisions.
- 2) Directors, executives, and employees must not solicit, receive, and/or offer money, property, or any benefits personally from any person due to work on behalf of the Company.
- 3) Directors, executives, and employees must not use their influence or authority, including consenting to others to use or claim authority from their positions, in order to exploit the Company.
- 4) Directors, executives, and employees must not use their positions or duties to influence the decisions of employees or other agencies for the benefit of themselves or related parties.
- 5) Directors, executives, and employees must not use the Company's assets and personnel, including business opportunities, for personal gain and/or related parties.
- 6) Directors, executives, and employees must not disclose or use confidential internal documents or information of the Company for personal gain and/or related parties, both during the performance of their duties and after the termination of their duties.

- 7) Directors, executives, and employees must not express their opinions or act in any way that may affect the reputation and operation of the Company to third parties or the mass media without proper authorization on the matter.
- 8) Directors, executives, and employees must work full time according to the Company's regulations. Any personal business must not affect the performance of duties and working hours of the Company.
- 9) Directors, executives, and employees must not operate businesses that may cause conflicts of interest or participate in businesses that compete with the Company unless it is a company in the same group.
- 10) Directors, executives, and employees should avoid or refrain from trading the securities of the Company and affiliated companies during the period prescribed by the supervisory authority or upon knowledge of significant information that may affect the price of the securities.
- 11) Directors, executives, and employees must treat customers, partners, and competitors equally and fairly, and they must not profit the parties or competitors to the detriment of the Company.
- 12) Directors or senior executives of the Company can serve as directors in other companies but must not affect the performance of their duties. However, they must be reported and approved by the senior executive and/or the Board of Directors.
- 13) In agreeing to enter into a connected transaction, it must be done as if it were an agreement to enter into a transaction with a third party (Arm's Length Basis) under general commercial conditions and as a normal business transaction. If it is not a normal business transaction, the Audit Committee must consider and approve and comply with the rules prescribed by the regulatory authorities.
- 14) Directors, executives, and employees must not engage in transactions with parties related to themselves and related parties, even if it is for the benefit of the Company.
- 15) Directors, executives, and employees with interests that may affect independent decision-making must refrain from attending the meeting and voting on the agenda by notifying the meeting in advance and recording it in the meeting minutes.

- 16) Every year or every time there is a change, directors, executives, and employees must disclose information about their own and related parties' interests that may result in a complete and total conflict of interest.

## **Duties and Responsibilities**

To ensure that this policy will be implemented throughout the organization and with clear supervision. The Company therefore determines the duties and responsibilities of individuals or departments within the organization as follows:

### Board of Directors

- 1) Establish a conflict-of-interest policy appropriate to the business context and risk factors, reviewed at least once a year or when appropriate.
- 2) Supervise business operations to be in line with relevant laws, rules, regulations, policies, and guidelines, as well as encourage concrete implementation of this policy.
- 3) Avoid any activities that could lead to that situation or instructions that would cause a violation of this policy.
- 4) Encourage and support management to recognize and focus on preventing conflicts of interest and cultivating an organizational culture.

### Audit Committee

- 1) Supervise and review connected or significant transactions between the Company and the Company.
- 2) Consider disclosing the Company's information in the event of connected transactions or transactions that may have a conflict of interest to be accurate and complete.

### The Management

- 1) Provide rules, procedures, and preventive measures appropriate to the context of each company and in accordance with the policies, procedures, and laws of the countries in which the Company conducts business.
- 2) Establish an organizational structure with responsible individuals and clear responsibilities and roles while allocating appropriate and adequate resources.

- 3) Provide adequately effective internal control, internal audit, and conflict of interest risk management systems.
- 4) Act as a good role model by avoiding any activity that may lead to situations or suggestions that could result in policy violations.
- 5) Encourage subordinates at all levels to recognize the importance of policy compliance and cultivate it as a corporate culture.
- 6) Monitor, manage, and support compliance with relevant laws, policies, measures, and regulations as well as developing and improving practices to be more efficient.
- 7) Consider the report on the performance of the policy before presenting it to the Board of Directors.
- 8) Provide whistleblowing channels regarding conflicts of interest, including protection measures for whistleblowers, complainants, witnesses, and information reporters.

#### Relevant Persons or Departments

- 1) Establish procedures related to conflicts of interest, including measures to prevent potential conflicts of interest.
- 2) Establish a clear process for disclosing and reporting conflict of interest information.
- 3) Assess and manage conflict of interest risks, including guidelines for prevention and mitigation.
- 4) Develop and review the internal control system, risk management, and policy violation monitoring processes to be effective and sufficiently concise, as well as informing and following up with relevant agencies to make improvements and corrections regularly.
- 5) Collect and store reports on conflicts of interest, as well as managing the disclosure of conflict-of-interest information in accordance with the regulatory authorities.
- 6) Coordinate and integrate cooperation with relevant internal agencies to jointly formulate management measures, control mechanisms, and solutions.
- 7) Communicate and raise awareness of conflicts of interest to employees and relevant stakeholders on an ongoing basis.
- 8) Provide initial suggestions on the policy, as well as coordinate or discuss with other relevant departments to ensure that the suggestions are correct, complete, and clear.

- 9) Report the results of the policy compliance to the Board of Directors, executives, or relevant agencies.
- 10) Review the conflict-of-interest policy in accordance with relevant laws, regulations, and practices.

#### Employees

- 1) Learn, understand, and comply with laws, rules, regulations, policies, and relevant standards.
- 2) Prepare a report on the disclosure of conflict-of-interest information to supervisors according to the hierarchy and submit it to the Chief Executive Officer.
- 3) When someone is found to have committed an offense or committed an act that violates this policy, the information or complaint must be reported through the Company's whistleblowing channels.

#### **Communication and Training**

The Company provides communication on the conflict-of-interest policy through training, orientation, meetings, or activities in various forms that are appropriate for the directors, executives, employees, subsidiaries, associated companies, other companies that the Company has the power to control, business representatives, and suppliers, as well as relevant stakeholders, along with evaluating the effectiveness for continuous improvements.

#### **Whistleblowing**

Those who see an action that qualifies as a violation of this policy must complain or report it according to the procedures of the whistleblowing policy. The complainant or whistleblower will be protected, and the information will be kept confidential without impacting their position or compensation, both during the investigation and after the completion of the process.

#### **Penalty**

The conflict-of-interest policy is considered as part of the discipline of work. Directors, executives, and employees who do not comply will be investigated, and disciplinary action will be considered in accordance with the Company's regulations, charter, and related laws. This may include dismissal. However, in the event of an investigation, all employees must fully cooperate with internal and external agencies.



In the meantime, the Company will not demote, punish, or adversely affect directors, executives, and employees who reject actions intended to violate this policy, even if such actions cause the Company to lose business opportunities.

Therefore, this notification is announced for acknowledgment and thorough observance.

Announced on September 2, 2023.

*-Signature-*

(Mr. Vikrom Kromadit)  
Chairman of the Board of Directors