

**- Translation -**

**Beryl 8 Plus Public Company Limited  
Prevention of Conflict of Interest Policy**

**(As approved by the Board of Directors' Meeting No. 5/2025 held on November 7, 2025)**

Beryl 8 Plus Public Company Limited (the “**Company**”) has established the Policy on the Prevention of Conflict of Interest based on the rationale that any decision made in conducting the Company’ business must be for the best interests of the Company and its shareholders and any actions that cause or may cause conflicts of interest must be avoided to ensure fairness and transparency to all stakeholders. Related persons or persons who have an interest in a transaction being considered are required to notify the Company of their relationship or interest or that of related persons in case of having an interest in the administration of the Company's business. The requirements for reporting by the Company of directors' and executives' conflicts of interest are as follows:

**Definition**

**A conflict of interest** refers to any situation or action that creates a conflict between the personal interests of employees or related parties and the interests of the Company and/or its subsidiaries, whether directly or indirectly. Such conflicts may result in the Company not receiving the maximum benefit or may cause harm to the Company due to unfair decision-making.

**Types of Transactions Involving Conflicts of Interest**

**1. Conflict of Interest Between Employees and the Company**

- Hiring relatives or close associates to work in the Company, especially within the same department, or having relatives employed by a competitor's company.
- Providing services to related parties must be disclosed and reported prior to commencing work or entering into any transaction.

**2. Conflict of Interest Between Employees and External Stakeholders**

- Engaging in external work must not involve using company time to perform work for customers, business partners, competitors, or entities that have the potential to become customers, business partners, or competitors. If there are other related matters, the Company may require employees to request permission before working outside of business hours or outside the Company.
- Accepting a directorship in another company must not involve serving as a director in a company that is a customer, business partner, or competitor, and prior approval from the Board of Directors is required.

- Investment or shareholding, if the shareholding is minimal (not exceeding 1%), no action may be necessary. However, if the shareholding is significant, it must be reported, and must not hold shares in competitor companies.

### **3. Conflict of Interest Between the Company and External Stakeholders**

The purchase or sale of assets with related parties must comply with established regulations. For example, obtaining a valuation from an external party must be reviewed by the Board of Directors to consider related-party transactions.

#### **Methods of Reporting Interests**

- 1. Report upon the first appointment:** To directors or executives report to the Company by giving a notice through the Company Secretary when a director or an executive takes the position of director or executive, to inform the company of any relevant relationships or conflicts of interest.
- 2. Report on changes of conflicts of interest:** To report any changes in conflict of interest information to the Company without delay within 3 working days from the date of the changes and specify the change frequency.
- 3. Report on having a material interest or involvement in any transactions being considered:**
  - Directors and executives with stakes or significant involvement in any transactions being by the Board of Directors, must notify the Company Secretary to inform the Company of their relationship or interests in such transactions at least before considering the agenda of the Board of Directors' Meeting.
  - Such a report must be recorded in the minutes of that Board of Directors' meeting.
  - Directors and executives who have a conflict of interest in the transaction must not participate in the consideration and shall have no authority to approve such transactions.
- 4. All directors and executives must prepare an annual disclosure of any vested interests or conflicts of interest** and submit it to the Company for consolidation and presentation to the Board of Directors.

#### **Guidelines for Directors and Employees**

- 1. To avoid entering into any connected transactions with oneself or a connected person**

Directors, executives, and employees must avoid entering into transactions that may cause a conflict of interest with the Company.

## **2. Conduct transactions in adherence to the principle of fairness**

In case of necessity of entering into a connected transaction to oneself or related parties, such transaction shall be treated as if the Company makes such transaction with a third party with adherence to the principle of fairness of price and conditions and the arm's length principle and in accordance with the Company's relevant policies.

- Entering into such connected transaction must be reported to the Audit Committee for acknowledgement on a quarterly basis.
- Directors, executives or employees who have an interest in any transactions are not allowed to take part in the consideration and approval of such transactions and must be absent from the meeting and have no authority to approve such transactions.

## **3. Use of internal information**

Directors, executives, and employees are prohibited from using insider information or any information that has not been disclosed for personal benefit or for the benefit of others. They must comply with the company's insider information usage policy.

## **4. Business operations related to the Company**

Directors, executives, employees shall not engage in any business of similar nature and in competition with the business of the Company, whether directly or indirectly, such as:

- Becoming a partner in any ordinary partnership or a partner with unlimited liability in any limited partnership.
- Becoming a director of a private company or other companies that operate business of the same nature and in competition with the business of the Company

While being directors, executives and employees of the Company or two (2) years after their retirement, such individuals shall not be involved in any business that is similar to or competes with the company's operations.

**Note:** In order for this provision to bind the directors, executives and employees concerned, it is required that a non-competition clause shall be stated in the employment contract or related contracts (if any).

## **5. The use of information or documents obtained through holding a position in the Company.**

Directors, executives and employees are prohibited from using any information or documents obtained through their positions at the Company for conducting any business that is competitive with or similar to or related to the Company's operations. They must comply with the Company's Inside Information Policy.

## **6. Utilization of Company Assets and Information**

Directors, executives, and employees must not use the Company's assets, information, or business opportunities for their own benefit or that of their family or related persons. Such resources must be used solely for purposes related to the company's operations.

The Company is responsible for overseeing and establishing clear measures for the use of assets and information to ensure transparency and verifiability.

**7. Receiving Offers, Gifts, or Expenses from Business Partners**

Directors, executives, and employees are prohibited from accepting gifts, gratuities, sponsorships, training opportunities, study visits, or any other expenses from business partners, stakeholders, or external parties, unless such acceptance complies with appropriate, transparent, and verifiable criteria, and does not influence business decisions. In all cases, they must strictly adhere to the Company's gift and hospitality policy, as well as its anti-corruption policies and measures.

**8. Reporting of Related Party Transactions**

The Company is required to report any conflicts of interest relating to related party transactions (RPT) and submit such reports to the Board of Directors at least once annually.

**9. Reporting of Significant Incidents Involving Conflicts of Interest**

In cases where a material conflict of interest arises, the Company shall report the matter to the Board of Directors within 90 days from the date of detection. A corrective action plan must be prepared and progress must be monitored on a quarterly basis

**Internal control and audit**

**1. Audit Committee**

**The Audit Committee** is responsible for overseeing business operations and reviewing business activities that may involve conflicts of interest. This includes verifying whether directors, executives, and employees comply with the prevention of conflict of interest policy.

**2. Internal Audit**

**The Internal Audit** is responsible for auditing compliance with the prevention of conflict of interest policy, including reviewing business activities that may involve potential conflicts of interest. The results of the audits shall be reported to the Audit Committee.

**3. Monitoring and Review**

The Company assigns the Internal Audit Department and/or the Audit Committee to be responsible for monitoring and reviewing the appropriateness, adequacy, and effectiveness of policies and practices related to the prevention of conflicts of interest at least once a year. The results of the review shall be reported to the Board of Directors to ensure that the policies remain appropriate, up-to-date, and practical. The Company shall revise and update this policy as necessary in response to changes in applicable laws, regulations, or relevant standards.

#### **4. Key Partner Conflict of Interest Assessment**

The Company shall conduct an assessment of key partners regarding conflicts of interest at least once a year and prepare a report to be submitted to the Audit Committee and the Board of Directors. This is to ensure that key partners operate with transparency, verifiability, and do not pose a risk of conflicts of interest with the Company.

This Prevention of Conflict of Interest Policy shall be effective from November 7, 2025.

- Chatchaval Jiaravanon -

(Mr. Chatchaval Jiaravanon)

Chairman of the Board of Directors

November 7, 2025