



Policy on Conflict of Interest

In order to comply with the resolution of the Board of Directors of Infraset Public Company Limited at the meeting No. 5/2020 on November 4, 2020, the Company issued a notice on Policy on Conflict of Interest to be considered as the principles and guidelines of practices as follows:

1. Introduction

Infraset Public Company Limited values and understands the objectives of business operations. For the best interest of shareholders, stakeholders and all related parties with fairness and transparency, it gives caution in dealing with matters that have conflicts of interest. The Company therefore sets a policy guidelines for practice for such matter.

2. Principle

Conducting business with honesty, rationality, independence and treating the shareholders, stakeholders and all related parties equally. According to the principles of good corporate governance, in any transaction that the Company does to authorized persons or persons who can control decisions of the Company such as major shareholders, or executives, etc., which may cause a conflict of interest, the Company will give priority to and take into account the best interests of the Company as doing transactions with general third parties (arm's length basis).

3. Conflict of Interest Policy

Infraset Public Company Limited realizes the importance of conducting business with honesty, transparency and accountability, which are the principle of good corporate governance, and strengthening the organization to be efficient. The Company therefore sets a policy for directors, executives and employees to avoid any acts that may be contrary to the interests of the Company, which may be caused by

- Dealing with business partners of the Company such as customers, etc.
- Use of opportunities or inside information of the Company for personal gain
- Making transactions with the Company
- Doing business competing with the Company
- etc

which resulted in the Company losing the benefits. In case it is necessary and can not be avoided in doing such transactions, the Company will ensure that such transactions are performed with transparency, fairness, as doing transactions with general third parties, by taking into account the best interests of the Company and the fairness to all parties involved.

In order to prevent the occurrence of conflicts of interest, the Company stipulates the following guidelines:

- 3.1 The Company must not lend, or guarantees the directors or businesses in which the directors hold more than 50% of the shares, unless it is part of the Company's welfare.
- 3.2 Directors must not engage in business competing with the Company, unless approved by the shareholders' meeting prior to being appointed as a director.

- 3.3 Directors and executives must not use the Company's opportunities or information for the benefit of themselves or others, including doing business competing with the Company or do the related business.
- 3.4 Directors and executives must not attend the meeting or must abstain from voting on matters related to themselves that may cause a conflict of interest with the Company. If necessary, for the benefit of the Company, they must do the transaction as if it is done on a third party (Arm's Length Basis).
- 3.5 Directors must notify their interests in various contracts that the Company has made to the Company.
- 3.6 Directors and executives must prepare a report on disclosure of conflicts of interest every year or when an event occurs.
- 3.7 Various transactions such as buying, selling products or other assets, etc. of the directors and the Company must be informed and approved by the Board of Directors first.
- 3.8 In consideration of conflicts of interest and making transactions that may have conflicts of interest, an independent director must be present at every meeting and consideration.
- 3.9 Directors, executives and personnel of the Company who have received inside information must avoid using inside information for their own benefit or misrepresenting inside information for the benefit of others.