



CONFLICT OF INTEREST POLICY

EUROASIA TOTAL LOGISTICS PUBLIC COMPANY LIMITED

ISSUE 3

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Preparation and Approval History

Document No.	Editor/Controller	Reviewer	Approver
CP-BOD-006-02	Managing Director	Chief Executive Officer	Board of Directors
	3 January 2023	3 January 2023	11 January 2023

Revision History

Issue	Issue Date	Effective Date	Revision details
1	10 October 2021	9 November 2021	First issue
2	10 June 2022	6 August 2022	Revise company name after conversion to public limited company
3	3 January 2023	12 January 2023	Amend the material of being a holding company

Note: To add or cancel any document, proceed according to the acts set out in the Approval and Implementation Authority.



Conflict of Interest Policy

Euroasia Total Logistics Public Company Limited (“the Company”) has established a Conflict of Interest Policy on the principle that any decision in the conduct of business activities shall be in the ultimate interests of the Company, Subsidiaries and its stakeholders and should avoid acts that cause conflicts of interest. The Company requires those who are involved or have an interest in the transaction being considered to inform the Company of their relationship or interest in such transaction and must not participate in the consideration, including having no authority to approve such transaction. The important principles are as follows:

1. Directors and executives of Company and Subsidiaries should refrain from doing business that is the same as and competitive with the Company and Subsidiaries’ business, whether for personal benefit or others, that may cause damage to the Company and Subsidiaries, whether directly or indirectly, or becoming a partner or shareholder with decision-making power or an executive in a business that competes with or is of the same nature as the Company and Subsidiaries. Unless it can be shown that doing so will not affect the Company and Subsidiaries. It also includes measures that are in the best interests of the Company and shareholders as a whole.
2. Directors and executives of Company and Subsidiaries should refrain from holding shares in the business of the Company and Subsidiaries’ competitors in significant numbers. Such action will prevent the directors and executives from acting, or refraining from doing an act they should have to perform their duties, or have an effect on the duties. In case the directors and executives acquire such shares before being the directors and executives or before the Company and Subsidiaries enters the business, or acquire through inheritance, directors and executives must immediately report to the Company Secretary.
3. Directors and executives of Company and Subsidiaries must disclose business transactions or business that are operated personally or with family or relatives or dependents who may cause conflicts of interest in business with the Company or its subsidiaries by reporting to the Company Secretary, such as
 - (1) Joint ventures or interests with traders who do business with the Company or its customers.



- (2) Holding any position or even being an advisor of a trader who does business with the Company or its customers.
- (3) Trading in goods or services with the Company or its subsidiaries directly or through others.
4. Directors, executives and employees of Company and Subsidiaries must perform their duties by adhering to the Company's interests under the integrity by the law and business code of conduct by performing duties transparently.
5. Directors, executives and employees of Company and Subsidiaries must avoid getting involved in activities that may cause conflicts of interest with the Company or its subsidiaries or effectively prevent the performance of duties.
6. Executives and employees of Company and Subsidiaries should avoid working other than the work of the Company or its subsidiaries that may affect the work of their responsibilities in any aspect.
7. Directors, executives, and employees of Company and Subsidiaries will not seek benefits for themselves or others by relying on confidential information of the Company or its subsidiaries, such as plans, income, meeting resolutions, business predictions, testing results, or auction for personal benefit, whether it causes damage to the Company or not, including strictly complying with the Company's Inside information Policy.
8. The Board of Directors and executives of Company and Subsidiaries must carefully consider conflicts of interest on transactions having connection to each other with honesty, rationality, and independence by taking into account the ultimate interests of the company and complying with the Securities and Exchange Act B.E. 2535 (1992) (including the amendments), regulations, announcements, orders, and relevant rules of the Stock Exchange of Thailand, and/or the Securities and Exchange Commission, and/or the Capital Market Supervisory Board as well as supervising the disclosure of information in such matters accurately and completely.
9. Directors and executives of Company and Subsidiaries will prepare a report on their interests and related persons and send to the Company Secretary and prepare such report next time when there is a change in information. The Company Secretary is responsible for collecting and reporting such information to the Chairman of the Board of Directors and informing the Board of Directors' meeting for acknowledgment. In



order to comply with the Securities and Exchange Act B.E. 2535 (1992) (including the amendments) and/or relevant announcements of the Capital Market Supervisory Board, the Company will use such information to control transactions between the Company and its directors or executives and/or related persons of such persons in order to comply with the rules of law and good corporate governance principles.

10. Directors, executives, and employees of Company and Subsidiaries having interests in any agenda shall not have the right to vote or not attend the meeting in considering matters of conflict of interest.
11. In case the Company Secretary, the secretary of the sub-committees or the director of Subsidiaries (as the case may be) see that any meeting agenda is considered to have content that may cause conflicts of interest with any director and/or committee member of sub-committees or the director of Subsidiaries, or any director and/or committee member of sub-committees or the director of Subsidiaries may have interests in any agenda, the Company Secretary, the secretary of the sub-committees or the director of Subsidiaries (as the case may be) will notify or proceed to notify the Board of Directors and/or sub-committees to be aware of potential conflicts of interest (and inform the Audit Committee for acknowledgment), along with the names of the directors and/or sub-committees or the director of Subsidiaries that may have an interest and/or conflicts of interest before sending the invitation letter to the Board of Directors and/or sub-committees or the director of Subsidiaries (as the case may be) for consideration on the said agenda.
12. The Board of Directors will supervise the Company and the management team to disclose information on transactions that may have conflicts of interest accurately and completely in the annual registration statement and annual report.



This conflict of interest policy was considered and approved by the Board of Directors at the Board of Directors' meeting No. 1/2023 on January 11, 2023. It shall be effective from January 12, 2023 onwards.

Note: This English translation is for reference purposes only. In the event of any discrepancy between the Thai original Conflict of Interest Policy and this English translation, the Thai original shall prevail.

Mr. Krishna Boonyachai
Chairman of Board of Directors

Euroasia Total Logistics Public Company Limited