



ZEN Corporation Group Public Company Limited

---

**Conflict of Interest Policy**

Of

**ZEN Corporation Group Public Company Limited and its subsidiaries**

The Company is committed to conducting business under the principles of good corporate governance with honesty and places importance on prevention of conflicts of interest in order to operate business with transparency and adherence to the principles of good governance. The Company established guidelines for directors, executives and employees to practice in preventing such conflicts of interest. Conflict of interest policy and practice are as follows:

1. Conflict of interest means a direct or indirect conflict between personal interests and the interests of the Company or the Company.

2. Connected transactions shall comply with the connected transactions policy and a guide for connected transactions. Such transactions shall be reviewed and supervised without any stakeholder involved in the interest to take part in decision-making on connected transactions. In the event that a transaction requires approval from the Board of Directors, the Audit Committee shall have the Audit and Corporate Governance Committee to consider and give opinions, as well as undertake to ensure complete and accurate disclosure to the public.

3. To avoid any action that may cause contradict or conflict of interest with the Company, including using one's position or allowing others to use it in pursuit of personal interests or related parties, whether directly or indirectly.

4. To avoid holding shares or to carry out transactions or participation or external activities or holding another position, including a director, consultant, representative in other businesses or organizations which have conflicts, or have transactions or conduct business that contradicts or conflicts with the interests of the Company, whether directly or indirectly. In addition, the procedures shall not affect or damage the Company and performance of that person's company.

5. In the case of any transaction or activity that may have direct or indirect interests which

may contradict or conflicts with the interests the Company, directors, executives, employees and related persons are obliged to notify a designated unit, person or supervisor or authority, and shall not participate in decision-making in the interest.

6. No executives or employees shall work as permanent or temporary employees in other businesses in which the business operation is the same as the Company or is a competitor to the Company or businesses that may contradict or conflict with the interests of the Company.

This policy shall be effective from 11 November 2022 with the approval of the Board of Directors in the Meeting 8/2022.

---

(Mr. Paitoon Thawiphon)

Chairman of the Board of Directors