ASTRA

Conflict of Interest Prevention Policy

(นโยบายการป้องกันความขัดแย้งทางผลประโยชน์)

ASTRA

Conflict of Interest Prevention Policy

In accordance with the good corporate governance policy of ASTRA Enterprise Public Company Limited ("the Company") and to promote the Company's responsible and fair business operations towards all stakeholders equally, the Board of Directors has established the Conflict of Interest Prevention Policy and Guidelines, with the following details:

1. Objective

To define the nature of acts or operations that may give rise to a conflict of interest, by requiring persons involved or having an interest in the transaction under consideration to inform the Company of their relationship or interest in such transaction, and to not participate in the consideration, and to not have the authority to approve such transaction.

2. Definitions

Term	Meaning
Director	Means a person holding the position of Director of ASTRA Enterprise Public Company Limited.
Executive	Means a Company employee holding the position of Chief Executive Officer (CEO) and C-Level Executives.
Inside Information	Means material facts that may affect the change in the price of securities, which have not been disclosed to the public, and which would be deemed taking advantage of outsiders, whether directly or indirectly, and whether for one's own benefit or the benefit of others, such as financial information, dividend payment information, and information on the acquisition of significant commercial contracts, etc.
Interested Person (Stakeholder)	Means a person who gains or loses benefits from entering into any transaction with the Company, whether directly or indirectly.

Term	Meaning
Related Person	Means spouse or cohabiting partner, minor child, and a juristic person holding shares exceeding 30% (including spouse or cohabiting partner and minor child) of a Director, Executive, and Employee.
Connected Person	Means a person or juristic person, principal, or agent who may have a conflict of interest that impacts the decision-making of Directors, Executives, and Employees, including Related Persons, who may consider the benefit of such Connected Person, with the following types of relationships: (1) Close relatives – Individuals related by blood or by legal registration, as follows: father, mother, spouse, siblings, and children, including the spouse of the child (2) Juristic persons with controlling power – A juristic person in which oneself or close relatives hold shares exceeding 25%, including their Related Persons or close relatives, and/or a juristic person where oneself or close relatives serve as a Director or the highest-ranking Executive.

3.Operating Guidelines

3.1. Directors, Executives, and Employees shall refrain from conducting, operating, or investing in any business, whether directly or indirectly, that competes or may compete with the Company's business.

3.2. Directors, Executives, and Employees shall refrain from holding shares, being a Director, Executive, or consultant in a business of the same nature or a business that is a trade competitor of the Company. However, holding shares, being a Director, Executive, or consultant in other organizations is permissible if such holding or position does not conflict with the interests or duties of the Company.

3.3. Directors, Executives, and Employees should disclose any business or undertaking conducted personally, or with family, relatives, or dependents, that has an interest which could result in a conflict of interest with the Company, such as joint investment or having an interest with a counterparty doing business with the Company, holding any position, or even being a consultant to a counterparty doing business with the Company or a customer of the Company, etc.

3.4. Directors, Executives, and Employees must not seek personal benefit for themselves or others by utilizing the Company's confidential information, and must strictly comply with the Insider Trading Policy and the policy on reporting the holding of the Company's securities.

3.5. Directors, Executives, and Employees should avoid entering into connected transactions with the Company that may create a conflict of interest. In cases where such a transaction is necessary, they shall comply with the Company's policy and guidelines on connected transactions.

3.6. Directors, and Executives who are Interested Persons must disclose their interests to the Company before entering into any transaction with the Company, whether in their personal capacity, family capacity, or on behalf of a juristic person in which the Director, or Executive has an interest. However, employees must disclose their interests to the Company before entering into any transaction with the Company.

3.7. Directors, Executives, and Employees who are Interested Persons are prohibited from approving the entering into of transactions or any actions on behalf of the Company to prevent the occurrence of a conflict of interest.

3.8. Directors and Executives must consider conflicts of interest in connected transactions thoroughly, with honesty, integrity, and independence, for the best interest of the Company and its shareholders.

3.9. For the consideration of any agenda item in which a Director, Executive, or Employee is an Interested Person, that person must not attend the meeting and must abstain from voting on that matter, to allow other attendees to consider the matter free from the influence of the Interested Person.

3.10. Directors, Executives, and Employees must not disclose Inside Information or the Company's confidential information to any person by any means throughout their tenure and after their tenure, unless approved by an authorized person or supervisor.

3.11. Directors, Executives, and Employees must comply with the Company's regulations and the Business Ethics Handbook (Code of Conduct), and must not seek private gain that conflicts with the Company's interests, and must not allow their personal reasons or those of their family members to influence decisions that deviate from the principles, by considering only the best interest of the Company's stakeholders.

3.12. The Board of Directors will oversee the Company's disclosure of transactions that may have a conflict of interest, organizational structure, and shareholding structure to demonstrate transparency and the absence of cross-shareholding, correctly and completely, in strict accordance with the regulations set forth by the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand, and any other relevant agencies, and ensure that such information is disclosed in the annual information statement (Form 56 – 1) and the annual report (Form 56 – 2) for the acknowledgement of shareholders and investors.

4. Reporting of Interests and Connected Transactions Related to the Company's Operations

In compliance with this Conflict of Interest Prevention Policy and the regulations concerning the reporting of interests of Directors, Executives, and/or Related Persons under the Securities and Exchange Act, and the announcements and requirements of the Securities and Exchange Commission (SEC), the Company mandates that Directors, Executives, and Employees who are Interested Persons or have connected transactions related to the Company's operations must provide reports as follows:

4.1 Types of Connected Transactions – Under this Announcement

The reporting of connected transactions between Directors, Executives, Employees, and/or Connected Persons with the Company refers to transactions where such Directors, Executives, Employees, and/or Connected Persons buy/sell goods and/or services with the Company.

If the value of the connected transaction under this announcement meets the criteria for the size of the transaction according to the announcements of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand concerning the principles for entering into transactions and the disclosure of connected transaction information, the Company's policy and guidelines on connected transactions shall be followed.

4.2 Reporting Guidelines

4.2.1 Directors and Executives must prepare a report of their interests and those of their Related Persons, and the connected transactions entered into between the Company and themselves or their Related Persons, and inform the Company as follows:

Report of Interests, using the Report Form for Interests of Directors and Executives, submitted to the Company Secretary according to the following timeframes:

- **Initial Report:** Report within 30 days from the date of appointment.
- **Report of Change:** Report within 15 days from the date of change.

Report of Connected Transactions between the Company and themselves or their Related Persons, using the Report Form for Transactions with Connected Persons, submitted to the Company Secretary according to the following timeframes:

- **Report before entering into the transaction:** Report when the connected transaction is about to be entered into.
- **Quarterly Report:** Within 15 days from the date of the end of each quarterly accounting period.

4.2.2 Employees must prepare a report of their interests and those of their Related Persons, and the connected transactions entered into between the Company and themselves or their Related Persons, using the Report Form for Transactions with Connected Persons, submitted to the Company Secretary as follows:

- **Report before entering into the transaction:** Report when the connected transaction is about to be entered into.

4.2.3 The Company Secretary shall submit copies of the reports under clauses 4.1 – 4.2 to the Chairman of the Board and the Chairman of the Audit Committee within 7 days from the date of receipt of the information.

4.2.4 For the consideration of any agenda item in which a Director, Executive, or Employee is an Interested Person, that person must not attend the meeting and must abstain from voting on that matter, to allow other attendees to consider the matter free from the influence of the Interested Person.

5. Related Policies / Announcements

To define the nature of acts or operations that may give rise to a conflict of interest, by requiring persons involved or having an interest in the transaction under consideration to inform the Company of their relationship or interest in such transaction, and to not participate in the consideration, and to not have the authority to approve such transaction.

5.1. Policy and Guidelines on Connected Transactions

5.2. Insider Trading and Reporting of the Company's Securities Holdings

5.3. Reporting of Interests and Connected Transactions Related to the Company's Operations

This policy shall be effective from February 26, 2026, onwards.

Mr. Chatchaval Jiaravanon

Chairman of ASTRA Enterprise

Public Company Limited