Directors, Executives and Staffs' Securities Trading Policy

Prima Marine Public Company Limited

2021 Revised Edition

PRIMA MARINE
PUBLIC COMPANY LIMITED

Directors, Executives and Staffs' Securities Trading Policy

Prima Marine Public Company Limited (the "**Company**") recognizes the significant of the Company and its subsidiary's internal information protection. Therefore, the Company determines Directors, Executives and Staffs' Securities Trading Policy (the "**Policy**") to prevent its directors, executives, and staffs to disclose confidential information of the Company and/or its Subsidiary or use it to seek for his/her own or others' benefit whether directly or indirectly and gaining benefit or not. The Policy also prevent directors, executives, and staffs from treading the Company and its subsidiary's securities by using internal information (Insider Trading). The Company establishes a confidential information protection framework as follow.

1. Objective

1.1 To establish framework and regulation as regard the securities trading of directors, executives, and staffs of the Company and its subsidiary.

1.2 To direct the Company and its subsidiary's directors, executives, and staffs to adhere to the prohibition defined in *Securities and Exchange Act B.E. 2535 (1992) (and the further amendment)* on the Insider Trading.

1.3 To maintain the Company's shareholders and investors' trust in the Company's securities.

2. Scope

2.1 The Policy covers the person who lives and cohabits together as husband and wife, of all directors, executives, and staffs of the Company, as well as any juristic person of the said person, spouse or person who lives and cohabits together as husband and wife, and the underage child, that hold the shares of more than 30 percent of total voting rights and have the maximum shareholding proportion in the said juristic person.

2.2 The Policy covers the trading of the Company's securities which is listed in the Stock Exchange of Thailand.

3. Definition

The following meanings of any statements or words used in this Policy are given, unless otherwise stated or described by such statements.

“Company” means Prima Marine Public Company Limited

"Securities" means securities as defined in Securities and Exchange Act.

"Futures Contract" means contract of trading in advance as defined in The Derivatives Act.

"Trading" means legal purchase, procurement, or transfer benefits of securities, as well as an exercise in rights of stocks trading, or rights as defined in Derivative Warrants of trading stocks or debenture.

"Confidential Information" means information that is not disclosed to the public and is essential for a change of value of stocks' price.

Examples of confidential information are as follow.

a) Joint venture, merger, or business acquisition

b) Declaration of dividend payment, non-payment, or profit and loss

c) Change of par value or payment of stock dividend

d) Acquisition and loss of an essential commercial contract

e) Launching new essential products or services, important development about properties, technologies, products, and market, or important discovery about natural resource

f) Change of an operational control or a significant change of the Board of Directors and executives

g) A securities redemption call

h) Loan in the number that has a significant impact on finances and performance

i) Increase of capital in significant number of shares that will be public offering

j) A significant legal dispute

k) A highly valuable asset trading

l) A significant change of investment structure

m) A change of company objectives

n) An important dispute of labor, subcontractor, vendors

o) A tender offering of other company

p) A significant change of financial policy

"**Designated Persons**" means persons in a position or duty who perceives or obtains the Company and its subsidiary's information (as well as his/her cohabiting as husband and wife as well as any juristic person of the said person, spouse or person who lives and cohabits together as husband and wife, and the underage child, that hold the shares of more than 30 percent of total voting rights and have the maximum shareholding proportion in the said juristic person). Consisting of.

(a) Directors

(b) Executives

(c) Staffs and employees of the Company and its subsidiary in departments that responsible for or accessible to confidential information which are Project Investment and Quality Management Department, Commercial Department, Finance Department, Accounting Department, Investor Relations Department, Company Secretary and Compliance Department, Internal Audit Department, Legal Department, and Chief Executive Office

(d) All staffs and employees who attend to the Board of Directors Meeting and/or subcommittees' meeting

(e) Other designated persons

4. Duties and Responsibilities

4.1 The Nomination, Remuneration, Corporate Governance, and Sustainable Development Committee is appointed to oversee the Policy in order to ensure that all directors, executives, and staffs comply to the Company's rules and framework of securities trading.

4.2 The Company Secretary and Compliance Department is responsible for applying the Policy, monitoring the effectiveness, and giving advice, answering questions, interpretating, communicating, training, knowledge sharing to directors, executives, and staffs to comply with the Policy. Then presenting a summary of the Policy compliance to The Nomination, Remuneration, Corporate Governance, and Sustainable Development Committee.

4.3 All executives are responsible for ensuring that all of his/her subordinates realize the importance and understand the Policy.

4.4 All directors, executives, and staffs adhere the Policy in the Company's securities trading, as well as communicate the Policy to his/her cohabiting as husband and wife as well as any juristic person of the said person, spouse or person who lives and cohabits together as husband and wife, and the underage child, that hold the shares of more than 30 percent of total voting rights and have the maximum shareholding proportion in the said juristic person.

5. Framework

5.1 Prohibition of Insider Trading

5.1.1 All directors, executives, and staffs shall adhere the Prohibition of Insider Trading that is defined in *Securities and Exchange Act B.E. 2535 (and the further amendment)*.

5.1.2 Prohibit directors, executives, and staffs who perceive or obtain the Company and/or its subsidiary's information from performing the following list.

(1) Stock trading or biding a Futures Contract which relates to stock of the Company whether for himself/herself or others, except it is allowed according to law.

(2) To disclose confidential information to others directly or indirectly and by any approach with acknowledgement or ought to knowing that the recipient may use the information to seek benefit from the Company's stock trading, or binding himself/herself to a trading of futures contract which relating to the Company's stock exchange, whether for himself/herself or for others, except it is a performance that don't exploit others or as defined by announcement from the committee of Securities and Exchange Commission.

5.1.2 Designated Persons

5.2.1 Assuming by default that the designated persons acknowledge or obtain the Company or its subsidiary' information and comply with procedure no. 5.1.2.

5.2.2 The Corporate Security and Compliance Department is responsible for maintaining the registered designated persons list and informing to them when they are listed or unlisted from the registration list.

5.3 Blackout Period

5.3.1 To prohibit designated persons from trading the Company's securities within 30 days prior to quarter or annual financial budget disclosing and other period as defined by the Company.

However, in case of using the Company and/or its subsidiary's information to perform securities trading, whether in the Blackout Period or not. The persons who perform such action is guilty as defined by *Securities and Exchange Act B.E. 2535 (1992) (and the further amendment)*.

5.3.2 In a special case, the designated persons may perform the Company's securities trading during blackout period when in situations such as a great financial hardship, or complying with legal regulations, or under judicial order. Such performances shall be recorded its rational and send for approval from the following persons.

(1) Chairman of the Board of Directors (in case the trader is directors, executives, or corporate secretary.)

(2) Audit Committee (in case the trader is the Chairman of the Board of Director.)

(3) Chief Executive Officer (in case the trader is designated persons who is not directors, executives, or corporate secretary.)

A copy of recorded request shall be sending to the corporate secretary in addition.

5.3.3 Corporate Secretary and Compliance Department announces the blackout period in advance in order to notice designated persons to comply with the framework.

5.4 Reporting of Securities and Futures Contract Holding

5.4.1 The first reporting

The designated persons shall report securities holding or futures contract that is related to the corporate secretary (including any juristic person of the said person, spouse or person who lives and cohabits together as husband and wife, and the underage child, that hold the shares of more than 30 percent of total voting rights and have the maximum shareholding proportion in the said juristic person). The report of these cases shall be sent to corporate secretary as following conditions.

(1) In case of directors and executives, sending a report as written in *Form of Directors and Executives Interest Form* (Form 89/14) within 7 business days since the position assigning date.

(2) In case of designated persons except directors and executives, sending a report within 7 business days since the position assigning date as defined in no.5.2.2 as written in *the Form of Report of securities holding in Company (Form 59-1)* (Attached Document 1).

5.4.2 Reporting when Change Occurred

Designated persons shall report the change in the Company's holding of securities or futures contract which related to the Company's securities (including any juristic person of the said person, spouse or person who lives and cohabits together as husband and wife, and the underage child, that hold

the shares of more than 30 percent of total voting rights and have the maximum shareholding proportion in the said juristic person) within 3 business days since the securities trading day. The reports as following shall be sent to the corporate secretary.

(1) In case of the directors and executives, use *Form of Report of Changes in Directors' and Executives' Interests and Personal Information* (Form 89/14-1).

(2) In case of designated persons who is not directors and executives, use *Form of Report of Changes in Securities Holding* (Attached Document 2).

5.4.3 The directors and executives is responsible for documenting and sending a report of change of the Company's securities holding or futures contract which belong to him/her, his/her spouse or person who lives and cohabits together as husband and wife, and the underage child, as well as any juristic person which himself/herself and spouse or person who lives and cohabits together as husband and wife, and the underage child, that hold the shares of more than 30 percent of total voting rights and have the maximum shareholding proportion in the said juristic person to committee of Securities and Exchange Commission as defined in *Securities and Exchange Act B.E. 2535 (1992), section 59 (and the further amendment)* and related announcement.

5.4.4 The corporate secretary shall document a copy of report in 5.4.1 and 5.4.2 and send it to the chairman of the Board of Directors, the chairman of Audit Committee, and the Chief Executive Officer within 7 business days since the day the reporting day, and report to the Board of Director in the next meeting.

5.4.5 The change of securities or futures contract holding as the following list, except it is allowed to not report information in 5.4.2.

(1) To obtaining securities from the right offering

(2) To obtaining securities from a dividend stock

(3) To exercise the rights according to convertible securities

(4) To obtain securities or futures contract by legacy

(5) To obtain securities from an offer for sale of new issued securities due to Employee Stock Option Plan (ESOP)

(6) To obtain securities from attending Employee Joint Investment Program (EJIP)

(7) The Change of securities holding due to securities due to borrowing or lending transections from Securities Borrowing and Lending Business Licensee or Securities Depository Center

(8) To insure or receive an insurance by conveyance of insured securities to the recipient

5.5 Other limitation in securities trading

5.5.1 The company supports designated persons to invest in the Company's securities in a long term. However, the designated person should not trade the Company's securities in short term or speculate the profit from such securities. The short term refers to less than or equal to a quarter.

5.2.2 The designated persons avoid performing the following transactions.

(1) Short sales the Company securities in which possible to send signal to the Stock Exchange of Thailand that the sellers have no trust in the Company

(2) Derivatives trading (such as Futures and Options) related to the Company securities in which may cause an insider trading

(3) Holding the Company securities in a margin account which such securities may be forced by a securities company to sell the securities without consent in case of incapable of increasing more security

6. In case of questioning

In case any the directors, executives, or staffs is in question about the Policy, or unsure whether the confidential information was disclosed, or in which situation the securities could be traded, consults the corporate secretary.

7. Violation of the Policy

Any directors, executives, or staffs violates the Policy shall possibly be punished by disciplinary action or termination of employment, as well as be penalty or civil liability punished according to Securities and Exchange Act B.E. 2535 (1992).

8. Related Policy

All directors, executives, and staffs shall read and comprehend the Policy, as well as other policies and handbooks of the Company as follow.

(1) Corporate Governance Policy

(2) Code of Conduct

(3) Regulation and Procedure of Directors and Executives' Interest

9. Policy Review

The corporate secretary reviews the Policy regularly, and present to The Nomination, Remuneration, Corporate Governance, and Sustainable Development Committee and the Board of Directors in case of any change.

This Policy is effective from 23 December 2021 onwards.

-Signature-

(Mr. Bowon Vongsinudom)

Chairman of the Board

Prima Marine Public Company Limited