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Conflict of Interest Policy

Prima Marine Public Company Limited

2022 Revised Edition

Conflict of Interest Policy

Prima Marine Public Company Limited (the “Company”) and its subsidiary recognize the significance of corporate governance and expect its directors, executives, and staffs to perform his/her duty with efficient, transparency, and accountability to benefit of the Company and trust building for customers and all stakeholders as a result. The company therefore establishes Conflict of Interest Policy (the “Policy”) and mainly take into account the utmost interest of the Company and its shareholders, as well as conflict of interest avoidance.

The Company defines Conflict of Interest as follow; a situation in which directors, executives, and staffs whose duty is to consider, make a decision, or an order for an issue which may cause a result, or benefit that relevant to the Company’s objectives, and the benefit may be at an advantage to himself/herself or related persons, thus the directors, executives, or staffs shall be regarded as involving or taking an interest in the transaction in attention.

In addition, the Company specify that affiliated entities or related parties to a questionable transaction in attention must inform the Company his/her relationship or engagement to the transaction as well as shall not be involved in the decision-making process and refrain from approval such transactions. The core principles of the Policy are as followed.

1. The company shall avoid conflict of interests in transactions with integrity, reasonableness, and independence under the corporate governance, as well as disclose completeness of information for the utmost benefit of the Company and its customers.
2. The Company shall adhere the Business Code of Conduct, and responsible to drive its operation regards transparency, strive to protect the Company's properties, as well as maintain its good reputation, and adhere the fairness of all business-related parties in decision-making.
3. The Board of Directors shall be cautious, reasonable, and independent in overseeing the procedures in practice. The practices of transaction also shall be performed in an act of transparency with the utmost benefit of the Company in mind and comply with the criteria rules of the Securities and Exchange Commission and the Stock Exchange of Thailand.

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4. The directors and executives shall declare of his/her engagement or connected transactions which could be a conflict of interest and shall not involve in decision-making process of such transaction. In every Board of Directors Meetings, the chairman shall request the meeting for all directors' cooperation to comply with the Policy and refrain from opining or voting in such transaction related agenda.
5. The Board of Directors oversees the Company and the management to correctly and fully disclose information of transactions that may have the conflict of interests in the Form 56-1 One Report.
6. The staffs shall comply with the Code of Conduct without seeking personal interests that conflict with interests of the Company, or customers, as well as not be distracted by his/her personal benefit, or his/her family benefit, and only consider the Company and its customers' utmost benefit.
7. The Company has a policy to establish the organization structure by separating departments and staffs who have duties or responsibilities that may cause the conflict of interests.
8. The Company has a policy that the access or the acknowledgement of information by the departments and employees must be based on the need-to-know basis to perform his/her duties and shall not cause any conflict of interests.
9. The Staffs is prohibited from discovering internal information both directly and indirectly, except the discovery is approved by an authority.
10. The Company assigns each department head to be responsible for manage and supervise operations in the department to be in accordance with the Policy.
11. The Company appoints Internal Audit Department and Company Secretary and Compliance Department to monitor, review, supervise, and assess the adequacy of operational control and internal control system of each department to be in accordance with the Policy.

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12. The Company appoints the Corporate Secretary and Compliance Department and Internal Audit Department to review and revise the Policy as necessity and adequacy at least once a year, and present to the Nomination, Remuneration, Corporate Governance, and Sustainable Development Committee for approval.

This Policy is effective from 15th August 2022 onwards.

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(Mr. Bowon Vongsinudom)

Chairman of the Board

Prima Marine Public Company Limited