

## Policy on Conflicts of Interest Prevention

### SCG Decor Public Company Limited

The Board of Directors' Meeting No. 200 (4/2022) on December 1, 2022, resolved to approve the policy regarding prevention of conflicts of interest for the first time. Later, a resolution was passed in the Board of Directors' Meeting No. 1/2023 on June 9, 2023, certifying the continued use of the policy after the conversion to a public limited company.

SCG Decor Public Company Limited (“the Company”) pays attention to doing business fairly, transparently, and auditable, therefore, the Company deems it important to consider transactions that may lead to conflicts of interest, connected transactions, or related transactions as well as to establish clear shareholding structure and prevent cross-shareholding with major shareholders to avoid causing conflicts of interest for any party. Therefore, a resolution was passed to establish a Prevention of Conflicts of Interest Policy to control and prevent conflicts of interest and ensure that the Directors, executives and employees of the Company understand and adhere to the law and related criteria on such matters for compliance with the Company’s Code of Conduct and maximum benefit of the company.

Terms used in this policy shall mean the same as those stipulated in the Public Limited Company Act B.E. 2535 (and its amendments) (“PLC Act”), Securities and Exchange Act B.E. 2535 (and its amendments) and the regulations, notifications and orders of the Office of the Securities and Exchange Commission (“Office of SEC”) and the Stock Exchange of Thailand (“SET”) (all together to be called “**Securities Laws**”). The Directors, executives and employees of the Company must comply with the rules and regulations as follows:

1. The Directors, executives and employees of the Company must file a report stating their own and their related persons’ interests in the management of the Company or its subsidiaries to the Company Secretary. The Company Secretary shall deliver a copy of such a report to the Chairman of the Board and the Chairman of the Audit Committee within seven days upon the receipt of the report so as to immediately notify them of any relation and transaction with the Company and its subsidiaries, which may lead to conflicts of interest, beforehand. In addition, the Company has assigned the Company Secretary to conducting an annual interest survey of Directors, top executives and/or their related persons, and related employees, at the end of each year. The aforementioned survey shall also be proposed for the Audit Committee and the Board of Directors’ acknowledgement at least once a year.
2. Directors, executives and employees of the Company must refrain from doing any transaction related to oneself and/or related persons, which may lead to conflicts of interest with the Company and its subsidiaries, must avoid any action which leads to conflicts of interest with the Company or its subsidiaries or aims for

benefits of their own and/or related persons, and must strictly comply with the Company's Code of Conduct.

3. In case any director has a vested interest or conflict of interest, both directly and indirectly, in any agenda item under consideration, such a director must not attend the meeting and must abstain from voting and sharing opinions on such an agenda item. This is to ensure that the Board and executives make decisions in a fair manner for the utmost benefit of shareholders. The minutes of the meeting must also be recorded in writing. However, if that director has more insightful knowledge on the matter of that meeting than others and if other directors requested so, that director may be present to answer questions and provide additional information to the Board of Directors, but must not be present at the meeting while the Board of Directors resolves the matter to ensure that the Board of Directors can independently use their discretion for the best interest of the company.

In case of doubt, directors should assume that they have an interest first to prevent legal problems in the case where there is a final opinion as to whether that director has an interest or not.

4. The following acts giving the Directors, executives or related persons more financial benefits than a normal course of business or incurring damage to the Company or its subsidiaries are deemed to have significant conflicts of interest with the Company and its subsidiaries:
  - (a) The transactions between the Company or its subsidiaries and the Directors, executives or related persons made outside of the rules on connected transactions;
  - (b) The use of information of the Company or its subsidiaries unless it has been already disclosed publicly;
  - (c) The use of assets or business opportunities of the Company or its subsidiaries contravening to the rules or regulations prescribed by the Capital Market Supervisory Board.
5. The Management shall submit quarterly reports to the Audit Committee and the Board of Directors of the Company for their acknowledgement and giving opinion in regard to the normal business transactions made with general trading conditions as a reasonable person would agree with any unrelated party under similar circumstance on the basis of commercial negotiation and without any dependent interest resulted from the status of the director, executive or related person as approved in principle by the Board of Directors of the Company.
6. The Audit Committee shall consider and give opinion in regard to the necessity and appropriateness of price before the Company's entering into the connected transactions that are not categorized as normal business transactions and the Company shall comply with applicable rules concerning connected transactions under the Securities Laws and the connected transaction policy of the Company.
7. The Board of Directors must oversee that the Company and its subsidiaries comply with Securities Laws and other applicable laws as well as disclose information according to rules and regulations prescribed by SET and other relevant agencies.
8. The Management must establish a clear system to assure that subsidiaries of the Company have sufficient system for disclosing material transactions consistently and trustworthy and provide channels that the Board

of Directors and executives of the Company could receive information of the subsidiaries efficiently regarding their operating and financial performances, connected transactions made with the directors and executives, and material transactions. Moreover, the Management must set up a mechanism for auditing such system in the subsidiaries that independent directors, audit committee members and internal auditors could directly access said information and report the audit results to the directors, audit committee members and executives for their acknowledgement in order to assure that the subsidiaries have implemented the established system consistently.

9. The Directors, executives as well as employees of the Company should avoid holding shares, positions as the directors, executives, or advisors in other companies doing business having similar nature of the Company or its subsidiaries or the business competing commercially with the Company or its subsidiaries. Holding shares and positions as the directors, executives, or advisors in other companies could be done in the event that such holding shares and positions have neither conflict of interest with the Company nor their duties in the Company or its subsidiaries and complies with rules prescribed in the Securities Laws.

This policy shall be effective from June 9, 2023.