

**Connected Transaction Policy and Inter-Currency Item
Prevention of Conflict of Interest and Reporting of Interest**

Stecon Group Public Company Limited (the "Company") has established a policy on related transaction and connected transactions of the Company and its subsidiaries which may cause a conflict of interest in conducting business activity. It is to ensure that the Company and its subsidiaries conduct transaction accurately and appropriately in accordance with the Securities and Exchange Act and the regulation, announcement, order or requirement of the Capital Market and Stock Exchange Commission of Thailand including compliance with the requirements on the disclosure of information on connected transaction and other relevant rules.

Inter-Currency Item, Connected Item, Person who may have conflict, Connected person and other relevant definitions will be in accordance with the Securities and Exchange Act as well as the announcement, rule and Regulation as well as relevant rule and regulation of the Securities and Exchange Commission The Capital Market Supervisory Commission and the SEC and/or the Stock Exchange of Thailand.

**1. Procedure for Approval of Connected Transaction and Connected Transaction Participation Policy
Transaction and Conflict of Interest**

The Company is aware of the interest of shareholders and is fair to all shareholders in order to prevent conflict of interest and to ensure that the operation is transparent and verifiable. Therefore, the Company has a clear policy on entering into connected transaction in order to strengthen the confidence of shareholder, investor and stakeholders of the Company, if it is a connected transaction or a significant connected transaction, it must be approved by the Executive Committee and the Audit Committee to propose to the Board of Directors for approval. The Company will proceed in accordance with the rule, term and procedure in accordance with the Notification of the Stock Exchange of Thailand on Disclosure and Conduct of Listed Companies in Connected Transactions B.E. 2546 (2003) or to be amended in the future.

For Connected Transaction of the Company and its subsidiaries, the Company will comply with the Company's Articles of Association. The Securities and Exchange Act B.E. 2535 (as amended) ("the Securities Act") as well as the regulation, notice, order or requirement of the Securities and Exchange Commission, the Capital Market and Stock Exchange Commission of Thailand ("SET") including comply with the requirement regarding the disclosure of information on connected transactions in accordance with the rule set forth under the regulation such notice, order or requirement including financial reporting standard set by the Federation of Accounting Profession under the Royal Patronage ("Accounting Profession Council") other relevant rules and the Company's Article of Association. Thus, interested party will not have the right to vote on the agenda related to the transaction.

The Company or its subsidiaries will conduct connected transaction with the directors, executives or related persons can only do so if the transaction is approved in accordance with the criteria set by the SET and the SEC unless it is a transaction that is a commercial agreement in the same manner as a general party in the same situation with commercial bargaining power without influence in his status as a director. It is a commercial agreement approved by the Board of Directors or in accordance with the principles approved by the Board of Directors.

In case that the law requires the connected transaction in which must be approved by the Board of Directors and/or the shareholders' meeting. The Company will hold a meeting of the Audit Committee to consider and give opinion on the necessity of the transaction and the reasonableness of the transaction before the Board of Directors meeting and/or the shareholders' meeting. The consideration and approval of the transaction of the connected transaction with the major shareholders referee, executives or persons who may have conflict or person who is connected to the Company or its subsidiaries. Interested directors and/or connected directors will not attend the meeting and will not have the right to vote in the consideration and approval of the transaction. This is to ensure that the transaction will not be a transfer or transfer of the interests of the Company or its subsidiaries but a transaction that takes into account the best interests of the Company, subsidiaries and shareholders are important.

In entering into ordinary business transaction or ordinary business support transaction which are commercial agreement with general trade condition and connected transaction that are other transaction, the following principles will be followed:

- 1) **Entering into a connected transaction that is a normal business or a normal business support transaction that is a commercial agreement with general terms of trade.**

The Board of Directors has the authority to approve in principle the management in order to approve the connected transaction which is a normal business or a normal business support transaction which is a commercial agreement with general commercial conditions between the Company and/or its subsidiaries and the directors. Executives, major shareholders or connected persons of the Company. It is considered that the transaction is a commercial agreement in the same manner as a person would be able to enter into a general party in the same situation. The Company must not cause a transfer of benefits and/or be able to demonstrate that the transaction has a reasonable or fair both price and condition. Hence, the Company will compile and prepare a summary report on such transaction and report to the Audit Committee and Board of Directors meeting every quarter.

In the case of a connected transaction that is under the authority of the management, the management will make a decision. The relevant persons or relevant executives are responsible for considering and making transaction in accordance with the approval procedure in the Code of Conduct and in accordance with the Company's and its subsidiaries' operational authority. After the management considers and approves, it must be presented to the Audit Committee in order to review the reasonableness of the transaction and disclose the transaction in the Company's Annual Registration Statement and Form 56-1 One Report.

2) Connected transaction that is not commercial agreement with general trade condition.

Connected transaction that is not commercial agreement with general term of trade, the Audit Committee will consider and give an opinion on the condition regarding the necessity and reasonableness of such transaction before the Company or its subsidiaries make a presentation to the Board of Directors and/or the shareholders' meeting (as the case may be) for further approval. In this regard, the Company's Articles of Association will be complied with Securities and Regulation, announcement, order or requirement of the Securities and Exchange Commission, the Capital Market Supervisory Commission and the Stock Exchange of Thailand (SET) will comply with the requirement regarding the disclosure of information on connected transactions in accordance with the rule set forth under the regulation such notice, order or requirement including financial reporting standard established by the Federation of Accounting Profession, other relevant rules and article of association.

In case that the Audit Committee does not have the expertise to consider connected transaction that may occur, the Company will arrange for a person with special knowledge and expertise such as an independent auditor or appraiser in order to provide opinion on the connected transaction for information accompanying the decision of the Audit Committee and the Board of Directors and/or shareholders (as the case may be) to ensure that the transaction is reasonable and take into account the interests of the company. Anyway, the Company will disclose the connected transaction accurately, complete the relevant rule and regulation in the annual Registration Statement (Form 56-1 One Report) and the note to the financial statement that is audited by the auditor in accordance with the requirement of the Company's Financial Reporting Standard and/or any other reporting forms (as the case may be).

However, The Company has clearly established guideline for considering and approving connected transaction or inter-party transactions, the transaction will be in accordance with the nature of normal trading operation which can compare the price incurred with third party, reasonableness including procedure that comply with the Company's regulation in all respects.

The Company has established guideline for directors. Executives and employees in order to prevent conflict of interest as following

- 1) Director, executives and employees must perform their duties with transparency and honesty. Taking into account the best interests of the Company and shareholders. Do not take any action that causes a conflict of interest with the Company.
- 2) The Company will designate the Director, Executives and employees avoid transaction that may cause conflict of interest with the Company. If there is a need to make a connected transaction for the benefit of the Company, it must be in accordance with the approval procedure according to the Company's regulation.
- 3) Consideration and approval of connected transaction, Directors or executives of the Company who have an interest in the transaction cannot vote to approve the transaction.
- 4) Do not use the undisclosed inside information of the Company or its subsidiaries for personal benefit or other person whether directly or indirectly.
- 5) Director, executives and employees and their own stakeholders and those related to the law Company must report its interests in accordance with the Company's policy and the law.

2. Future Connected Transaction Policy

In case of a connected transaction in the future, the Company will comply with the Company's Articles of Association, the Securities and Exchange Act, regulation, announcement, order or requirement of the Securities and Exchange Commission, the Capital Market and Stock Exchange Supervisory Commission and the Company's Articles of Association. However, the transaction must not be a transfer or transfer of the Group's interests and the transaction must take into account the best interest of the Company and all shareholders. However, interested party will not have the right to vote on the agenda related to the transaction.

In the case of a normal business transaction or a normal business support transaction and it is a transaction that is expected to occur continuously in the future. The Company or its subsidiaries will operate in accordance with the rule and guideline for general trading by referring to reasonable and fair price and condition. It is reasonable, verifiable, and presented to the Audit Committee for opinion and approval by the Board of Directors as a framework for the management to conduct such transaction. The Company will collect and prepare a summary report of such transactions to be reported at the Audit Committee meeting and the Board of Directors

meeting every quarter. The subsidiaries will apply the policy on the participation in connected transactions of this company in a mutatis manner.

3. Equity Report

To provide the Company with information to support the implementation of the requirement related to connected transactions. This is a transaction that may cause a conflict of interest and may lead to the transfer of interests of the Company and its subsidiaries. In addition, the Company's directors and executives must perform their duties with caution and integrity (Fiduciary Duties) which must make decision without direct or indirect interest in the matters decided. Therefore, the Board of Directors has a policy to require directors and executives to report to the Company their interests, including their spouses and minor children in order to comply with the Securities and Exchange Act B.E. 2535 (1992) and its amendment.

Disclosure Policy on Connected Transaction, inter-Currency Item, prevention of conflict of Interest and reporting of Interest Approved by the Board of Directors' Meeting No. 2/2024 on February 27, 2024 and will take effect from February 27th, 2024 onwards. The Company's Connected Transaction Policy will be effective when the Company's shares have been listed on the Stock Exchange of Thailand.

The subsidiaries will apply the policy on the participation in connected transactions of this company in a mutatis manner.

Promulgated on 27th February 2024

(Mr. Vallop Rungkijvorasathien)

Chairman of the Board of Directors
Stecon Group Public Company Limited