



## **Policy to Prevent Conflicts of Interest Shera Public Company Limited**

The Board of Directors sets a policy on preventing conflicts of interest on the principle that any decision in entering into any transaction or transaction of the Company or its subsidiaries must be for the best interest of the company and shareholders of the company, and should avoid actions that may cause conflicts of interest by requiring the person who is involved or having a conflict of interest with the transaction to be considered must notify the company the relationship or having their own interest in such transactions. Such person must not participate in the meeting or having no authority to approve such transactions with the following principles.

1. Directors, executives and employees should refrain from doing business with the same characteristics as the company or competing with the business of the company or subsidiaries, whether for personal benefits or others, which may cause damage to the company directly or indirectly, or becoming a partner or shareholders with decision-making power or directors or executives in a business that is competitive or have the same characteristics as the company or subsidiary. Unless the directors, executives and employees have undertaken such business before taking positions as directors, executives and employees of the company, in this case, directors, executives and employees must report the information to the company secretary immediately.
2. Directors, executives and employees should refrain from holding shares in the Company's competitors which is a significant amount, particularly if such action will cause the directors, executives and employees to not perform their duties appropriately and will cause negative effect to the company. In the case that the directors, executives and employees have obtained such shares before being directors, executives and employees or before the company entering into that business, or being acquired by inheritance, directors, executives and employees must report the information to the company secretary immediately.
3. The company requires the directors, executives, and all employees to report their interest in management of their own companies and related persons that may cause conflicts of interest with the company or subsidiaries such as:



- Joint investment or benefits with the company's business partners or customers.
- Holding any position or even being a consultant of the company's business partners or customers.
- Doing business or providing services directly or indirectly to the company or subsidiaries.

If there is such a case, the directors, executives, and employees shall report to the company secretary in advance, not less than 7 days before the meeting for consideration of that agenda and the conflicts of interests shall be recorded in the minutes of the Board of Directors' Meeting

- 4 . Directors, executives and employees will not seek benefits for themselves or others, by using the confidential information of the company or subsidiaries such as business plans, revenues, meeting resolutions, business projection, auction, for personal benefits, whether it will cause damage to the company or not. Additionally, directors, executives, and employees must strictly comply with the company's insider trading policy.