

Misconduct Prevention Policy

EASY BUY Public Company Limited

1. Purpose and Scope

1.1 Misconduct Prevention Policy ("this Policy") is set up to prevent any types of misconducts on business or private transactions executed by EASY BUY Public Company Limited ("Company") and its all directors, executives and employees.

1.2 This Policy shall be consistent with the Company's Code of Business Conduct, Corporate Governance Policy as well as applicable laws and regulations.

1.3 This Policy applies to all directors, executives and employees, counterparties and the third-parties of the Company.

2. Definitions

2.1 Anything of Value means any benefit that satisfies a person's demands or desires, including but not limited to

(1) Property benefits, presenting money or goods such as commissions, remuneration, tips, donations or facilitation payment which is giving to Public Official regardless of the name thereof, and/or giving preferential treatment on transactional conditions.

(2) Entertainment with eating and drinking.

(3) Employment of an acquaintance or family member.

2.2 Bribery and Corruption means offering, promising or giving as well as demanding or accepting any advantage directly or indirectly in order to obtain, retain or direct business to a particular enterprise or to secure any other improper advantage.

2.3 Conflict of Interest means any actions that seek for personal interests and/or partisan interests by transferring the Company's interests to oneself and/or partisan with abuse of power. Conflicts of interest may include such as the following transactions;

(1) Conducting any other business that affects their performance, duties and working hours in the Company.

(2) Participating in any other business which is in competition with the Company regardless of whether they directly or indirectly benefit from that business.

(3) Transactions with related party prescribed by SEC (Security Exchange Commission)

(4) Contracts with counterparties and/or third-parties where directors, executives or employees of the Company can get personal interests through transactions based on their particular relationship (e.g. family member, friend)

(5) Employment of an acquaintance or family member using particular relationship with directors, executives or employees of the Company.

2.4 Counterparty means a person who is a party to a contract.

2.5 Executive means a person who takes a position of Executive Vice-President or above.

2.6 Misconducts means any type of unfair activities or undesirable behaviors under the Code of business Conduct such as the followings;

- (1) Conflict of Interest
- (2) Security trading with insider information
- (3) Fraud, Bribery and/or Corruption

2.7 Public Official means means a government, regional and district official regardless of domestic or foreign.

2.8 Pre-Clearance means pre-check before approval and performing activity.

2.9 Third Party means a contractor, an agent, a representative or any person who acts for or on behalf of the Company, whether they have the authority in such matter or not.

3. Basic Principle

3.1 All directors, executives and employees shall not conduct any form of Misconducts regardless of whether it is direct or indirect, and shall comply with the applicable laws and regulations related to preventing Misconducts.

3.2 All directors, executives and employees shall recognize that any business transactions considered as Misconducts may cause the reputational risk for the Company. In this regard, the Company shall conduct appropriate risk assessment and set up effective and transparent process to prevent Misconducts.

3.3 The Company shall not use Charitable contributions, Donations and Sponsorships as a form of Bribery and Corruption. And The Company shall not make direct or indirect contributions to political parties, political party officials, candidates, organizations or individuals engaged in politics.

3.4 Recruitment, promotion, training, and performance evaluation shall be fair. No employees will suffer from demotion, penalty or other disadvantages for refusing actions which may cause Misconducts.

4. Basic Practices

4.1 Risk Assessment

Corporate Governance Department shall conduct periodic assessment for the risks of Misconducts based on the followings.

- (1) Establishment, revision or abolition of relevant laws and regulations
- (2) Business development and operations of the Company
- (3) Other internal and/or external environments related to the Company's business and practices

4.2 Pre-Clearance

Corporate Governance Department shall conduct Pre-Clearance for the below operations and/or transactions to avoid improper situation to receive Anything of Value.

- (1) Entertainment and gift
- (2) Outsourcing

- (3) Transactions which may cause Conflict of Interest
- (4) Investments and business collaborations
- (5) Charitable contributions, Donations and Sponsorships
- (6) Employment
- (7) Procurement

4.3 Reviewing potential transaction under special relationship

4.3.1 Before the company is intend to make transaction with a Counterparty and/or third-party which any director is involved or has special relationship with them, the director shall disclose this fact in accordance with the Company's procedures.

4.3.2 Corporate Governance Department shall seek consultation to Audit Committee to review whether potential transaction is acceptable or not in case disclosure of relationship mentioned in above 4.3.1.

4.3.3 After consultation with Audit Committee, Corporate Governance Department shall seek approval of the Board of Directors for this potential transaction.

5. Duties and Responsibilities

5.1 Board of Directors

The Board of Directors shall ensure that the required process has been developed and implemented effectively, its reviewed periodically and appropriate corrective action is taken as necessary.

5.2 Audit Committee

The Audit Committee shall independently assess-the adequacy of the process and report its findings to Board of Directors if any.

5.3 Corporate Governance Department

Corporate Governance Department shall monitor and periodically review the suitability, adequacy and effectiveness of process, and then report its results to the Audit Committee and the Board of Directors.

Supplementary

Date of Enforcement

This Policy was considered and approved by the Board of Directors dated 28 November 2024 and shall come into force on 1 January 2025.