Conflicts of Interest Policy and Guidelines

Leadership Development Charoen Pokphand Group Co., Ltd.

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Conflicts of Interest Policy and Guidelines

Leadership Development Charoen Pokphand Group Co., Ltd.

1. Intent

Leadership Development Charoen Pokphand Group Co. , Ltd. is committed to operating transparently in line with corporate governance principles and acting in the best interests of the company. Business activities and decision-making shall not involve conflicts of interest, including self-interests and interests of related persons. Failure to do so can result in the loss of the company's interests and lead to misconduct or corruption.

2. Scope

This Conflicts of Interest Policy and Guidelines apply to Charoen Pokphand Group (hereafter "the Group"), which includes Charoen Pokphand Group Co., Ltd., and all of its subsidiary companies. The term "company" hereafter refers to any such company individually that has adopted this Conflicts of Interest Policy and Guidelines. This document shall be reviewed at least once a year or as conditions require.

3. Objective

To provide directors, management, and staff with guidelines on protecting the company's best interest in carrying out their duties with integrity, transparency, and accountability.

4. Roles and Responsibilities

4.1 Board of Directors

4.1.1 Consider and approve the Conflicts of Interest Policy and Guidelines.

4.1.2 Oversee business operations and their compliance with related laws, rules, regulations, policies and guidelines to ensure the proper implementation and execution of this Policy and Guidelines.

4.2 Management

4.2.1 Establish rules and procedures according to the business context that are consistent with its strategy, policy and guidelines.

4.2.2 Determine the corporate structure and responsible persons with appropriate roles and responsibilities.

4.2.3 Establish relevant risk management and internal control systems.

4.2.4 Communicate the Policy and Guidelines to promote awareness for managers and staff at all levels.

4.2.5 Monitor, supervise, and support compliance with related laws, policies, guidelines, regulations, and standards.

4.2.6 Establish whistleblowing and grievance channels for reporting conflicts of interest, including whistleblower and reporter protection measures.

4.2.7 Consider conflict of interest management progress reports and identify areas for improvement.

4.3 Responsible Department/Persons

4.3.1 Assess and manage conflicts of interest risks.

4.3.2 Determine conflicts of interest procedures and preventive measures.

4.3.3 Determine conflicts of interest disclosure procedures and declarations.

4.3.4 Raise awareness and advise employees as well as stakeholders on managing conflicts of interest.

4.3.5 Prepare conflicts of interest management progress reports.

4.4 Staff

4.4.1 Read, understand, and comply with rules, regulations, policies and guidelines.

4.4.2 Immediately report any actual or potential misconduct related to this Policy and Guidelines.

5. Guidelines

5.1 Perform duties by refraining from the improper use of influence or authority that will impact the performance of other employees, other departments, and contractors, as well as preventing others from using an employee's position to seek company interests.

5.2 Protect company interests by not using company assets, which include employees and business opportunities, for personal benefit or for the benefit of related persons.

5.3 Perform duties by refraining from accepting or offering gifts and valuables, including seeking personal benefits or the benefit of related persons that may potentially cause a conflict of interest.

5.4 Discharge duties and responsibilities in the best interests of the company and not using work hours for personal benefits or the benefit of related persons.

5.5 Protect company documents and sensitive business information by never directly or indirectly disclosing or using such information for personal benefits or the benefits of related persons when working for the company and after ceasing employment.

5.6 Employees shall not have any outside employment that conflicts with the company's interests, including with other companies within the same industry or the company's competitors.

5.7 Trade securities of subsidiary companies are permitted without the use of inside information and non-public information in compliance with criteria set by the security exchange authority.

5.8 Engage in related-party transactions with subsidiary companies at an arm's length basis or on mutually-beneficial terms.

5.9 Inform the meetings of potential conflicts of interest concerning any agenda item before refraining from discussions or decision-making on the matter, and record the reported conflict of interest in the minutes.

5.10 Disclose all actual and potential conflicts of interest involving employees and their related persons on an annual basis and when there are any changes in circumstances.

6. Training

The Company shall communicate the Conflicts of Interest Policy and Guidelines through training programs, conferences, and other appropriate channels to its directors, management, and staff. The effectiveness of such training and communications programs shall be evaluated on a regular basis.

7. Whistleblowing

Report any apparent violations related to this Policy in accordance with the Whistleblowing Policy and Guidelines. All whistleblowers or reporters shall be protected from retaliation regarding their employment status, with their information to be kept confidential both during and after the investigation process.

8. Policy Guidance

If in doubt that the action may violate laws, regulations, and this Conflicts of Interest Policy and Guidelines, employees can seek guidance from their supervisor, team, or persons responsible for monitoring conflicts of interests, the Compliance Department or Legal Department before making any decision or carrying out any action.

9. Penalties

All employees must fully cooperate with internal and external authorities in the event of an investigation. Any direct and indirect violations or failure to comply with this Policy and Guidelines will be subject to disciplinary action in accordance with Company's regulations.

10. Related Laws, Regulations, and Policies

10.1 Relevant Public Company Laws

10.2 Relevant Securities Exchange Laws

10.3 Notification of the Office of the Securities and Exchange Commission

10.4 Leadership Development Charoen Pokphand Group Co., Ltd. Anti-Bribery and Anti-Corruption Policy and Guidelines

10.5 Leadership Development Charoen Pokphand Group Co., Ltd. Gifts and Benefits Policy and Guidelines

10.6 Leadership Development Charoen Pokphand Group Co., Ltd. Anti- Money Laundering Policy and Guidelines

10.7 Leadership Development Charoen Pokphand Group Co., Ltd. Whistleblowing Policy and Guidelines

11. Appendices

The following appendices are attached to this Policy and Guidelines:

11.1 Appendix A: Definitions

11.2 Appendix B: Examples of Possible Conflicts of Interest

Appendix A

Definitions

1. **Conflicts of Interest**

   Any situation, action, or inaction in which the individual in question has a personal interest that contradicts the company's interests and, as a result, may affect their ability to make decisions or discharge their responsibilities, harm the company's interests, or lead to misconduct or corruption.

2. **Related-party transaction**

   A transaction conducted between the company and other subsidiary companies, joint ventures, employees or related persons.

3. **Related person**

   A close relative, partner, or juristic person connected to the company's employees, which can be either of the following:

   (1) A close relative, which covers immediate family members with blood relations or legally recognized under local law, including fathers, mothers, full and half siblings, registered and common-law spouses, civil partners, biological and adopted children, in extension to persons with close personal relationships

   (2) Ordinary partnerships where the person as well as their spouse or underage children are partners

   (3) Limited partnership, limited company, or public company, where the person as well as their spouse or underage children collectively hold over 30% stakes in the partnership or company

   (4) Juristic person authorized to take actions on behalf of the juristic person

4. **Employees**

   Directors, management, and staff employed by the company, including advisors under full-time and part-time contracts as well as persons contracted to work for management under special contracts.

5. Employment

Accepting a position or work, including both paid and unpaid work.

6. Inside information

Any business information that is not yet revealed to the public which, if made public, would likely have a significant impact on the company's interests and business operations in the short and long term. Such disclosures are therefore illegal.

Appendix B

Examples of Possible Conflicts of Interest

1. An employee's close relative doing business with the company, with the employee being involved in the approval process.
2. Taking part in the selection, promotion, or performance evaluation process of employees who you have a personal relationship with.
3. Using property owned by the company for personal benefit.
4. Using company staff on personal work.
5. Accepting gifts or other benefits for oneself or on behalf of related persons from the company's suppliers.
6. Accepting loans, guarantees, or other benefits from the company's suppliers.
7. Accepting outside work or managing personal business during office hours.
8. Using the company's confidential information to benefit oneself and/or related persons.
9. Agreeing to a contract or business offer where the employee has a direct or indirect personal interest in the other party.
10. Accepting a position as a director, advisor, or staff at a competitor, customer or supplier.
11. Dealing personal business with the company's supplier while being involved in the selection process of that supplier.
12. A supervisor and his/her subordinate working in the same function are from the same family (spouse, children, or sibling).
13. Assisting or supporting a supplier, who the employee has a personal relationship with, over other suppliers.
14. Using one's position to favor a close relative or a close relative's company during the supplier selection process.
15. Being involved in the selection, bidding, price-setting, inspecting, or performance evaluation process of a supplier with whom they have a personal relationship.