



CONFLICTS OF INTEREST POLICY AND GUIDELINES



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Conflicts of Interest Policy and Guidelines

1. Intent

Charoen Pokphand Group is committed to doing business with integrity and honesty by adhering to principles of good corporate governance. Driving Business through transparent and careful decision-making, as a result, can maximize value for the company.

2. Objective

For directors, management and staff to realize their roles, responsibilities and practices and to avoid conflicts where personal interests can interfere with the interests of the company.

3. Roles and Responsibilities

3.1. Board of Directors

- 3.1.1. Ensure that the Conflicts of Interest Policy and Guidelines ("Policy and Guidelines) are in place.
- 3.1.2. Monitor overall performance to ensure that the Policy and Guidelines are being implemented.

3.2. Management

- 3.2.1. Establish rules and procedures to suit the nature of business, while remaining consistent with the Policy and Guidelines of Charoen Pokphand Group.
- 3.2.2. Ensure there is an organizational structure and related functions in place, including the responsible department/persons.
- 3.2.3. Monitor the implementation to ensure compliance of policy, guidelines, and regulations.

3.3. Responsible Department/Persons

- 3.3.1. Communicate and provide guidance for employees to ensure policy compliance.
- 3.3.2. Implement supporting measures in operations in accordance with procedures.
- 3.3.3. Compile and maintain reports related to conflicts of interest.



- 3.3.4. Promptly report results of policy compliance to the Board of Directors or management and send to the Compliance Office at least once annually.

3.4. Staff

- 3.4.1. Comply with the policy, guidelines and regulations related to Conflicts of Interest.
- 3.4.2. Report to the responsible department/persons, or report through the available whistleblowing channels whenever any evidence of actual or possible conflicts of interest violations are discovered.

4. Guidelines

- 4.1. Directors and employees must avoid engaging in any activities that may cause conflicts of interest with Charoen Pokphand Group, and must not engage in situations that conflicts with the interest of Charoen Pokphand Group for self-benefit or to benefit others.
- 4.2. Do not abuse or allow others to abuse your position, whether directly or indirectly, to claim benefits from Charoen Pokphand Group.
- 4.3. Do not exploit or use confidential or inside information for self-benefit or to benefit others.
- 4.4. In the event where any director, employee or relative is involved or is a shareholder in any business that they derive benefit from or cause a conflict of interest to the company, inform the responsible department/persons in writing (examples of possible conflicts of interest are included in the Appendix.)
- 4.5. If any violation regarding conflicts of interest is discovered, directors and employees can submit a report at the following website: www.cpgroupglobal.com/suspicious/

5. Training

Charoen Pokphand Group shall establish Conflicts of Interest training as part of the Code of Conduct training curriculum.

6. Related Policies

- 6.1. Anti-Bribery and Anti-Corruption Policy and Guidelines
- 6.2. Gifts and Benefits Policy and Guidelines
- 6.3. Whistleblowing Policy and Guidelines



7. Review of Policy

The Corporate Governance department and Compliance department of the Sustainability, Good Governance and Corporate Communications Office, in addition to Internal Audit department, Human Resources department and other related departments shall review this policy at least once annually.



Appendix: Examples of Possible Conflicts of Interest

1. Accepting gifts or other benefits for personal gain from Charoen Pokphand Group suppliers.
2. Using Charoen Pokphand Group's confidential information for self-benefit or to benefit others.
3. Using property owned by Charoen Pokphand Group (such as information, computers, software) for personal benefit.
4. Assigning personal work to staff of Charoen Pokphand Group.
5. Accepting outside work or engaging in personal work during office hours.
6. Agreeing to a contract or doing business where the employee has a personal stake with that company, whether directly or indirectly.
7. Taking a directorship, advisory or employment position at a rival company, customer or supplier.
8. Doing personal business with a Charoen Pokphand Group supplier, while also taking a position of selecting suppliers for the C.P. Group company.
9. Taking part in the selection, promotion, or performance evaluation process of employees who you have a personal or financial relationship with.
10. Employee doing business with a close family member, with the said employee being involved in the contract process.
11. Offering or accepting a proposal to provide a personal loan, guarantee, discount or other benefits from a supplier or a competitor.