

5: Conflict of Interest

The Company aims to avoid the conflict of interest between the personal interest and corporate interest in dealing with suppliers and outside parties. As such, the following policies are set:

1. Usage of Internal Information

The Company has set the following measures to prevent directors and management from inside trading and misusing the Company's information for their own or other benefits.

- Directors and employees must at all time observe the rules and regulations issued by the SET, the Securities and Exchange Commission (SEC), and other governing laws which include the equitable disclosure to shareholders and the public.
- Directors and employees will not use inside information wrongly or in a way that will damage the Company.
- Any information disclosure to the public that would affect the business and the Company's stock must be approved by the President. Only the President or the assigned staff member is authorized to disclose such information.
- Directors and employees who have the inside information relating to financial statements should refrain from their own security trading within 45 days before and 24 hours after a disclosure date. For other significant inside information, Management and employees should refrain from security trading from the day of acknowledgement until 24 hours after disclosure to public.
- If intended to trade their Company's shares, directors and Management including their spouses as well as their minor children are required to inform their share trade to the Corporate Secretary at least one day before the trade

2. Conflict of Interest

The Company has set the policy in the Code of Conduct for Directors and Employees to avoid the conflicts between the personal interest and the corporate interest as follows.

- Directors and employees shall not be engaged as directors or advisors of other companies, organizations, and associations that may conflict with the interest and the business of the Company. Acknowledgment by the Board of Directors must be sought before taking such engagement.
- Directors will promptly notify the Board when any of the conflict of interest occurs and must consider whether to refrain from participating in the debate and/or voting on the matter,

whether to be absent from discussion of the matter, whether to arrange that the relevant board papers are not sent, or, in an extreme case, whether to resign from the Board.

- The list of major shareholders is disclosed. Directors and designated Management will report the change in their security holding to the regulatory body. The Corporate Secretary is assigned to report the security holdings of directors and management to the Board at every meeting.
- Employees should not borrow money from the Company's customers/suppliers or from individuals or firms having business dealings other than financial institutions as it may influence the way they handle Company business.
- Transaction that may induce the conflict of interest shall be reported to the Board of Directors for consideration. The details of such transaction such as transaction price, contractors, and rationale are to be disclosed in compliance with the requirements of the SEC and SET. The Corporate Secretary Division will review the type of transaction and the approval authority and will submit the reports on connected transactions and any conflict of interests to the Audit Committee for acknowledgement on every half-year. This report is carefully prepared and in compliance with the regulations of the SET which specifies that these issues must be reported and disclosed quarterly as well as in the annual report and annual registration form (Form 56-1).

3. Disclosure of Interest in EGCO's Business

The Board sets the guidelines that directors and Management discloses to the Board whether they have a material interest in any transaction or matter affecting EGCO to ensure transparency and to prevent conflicts of interest.

Directors and Management

Directors and Management will promptly notify EGCO when they or their family member is a partner or shareholder of any entity which may incur benefits or conflicts of interest with EGCO, acquire a direct or indirect interest in any contract made with EGCO or hold shares or debentures of EGCO or any affiliate. The guidelines are as follows:

1. Related persons:

Definition of related persons in the report should be the same as the definition under Section 89/1 of the Securities Act as prescribed below:

1. a person having control over the company and in case of a juristic person including the board of directors of the said juristic person.

2. the spouse, a minor child or an adopted minor child of the director, the executive of the person under (1)
3. a juristic person over which the person under (1) or (2) has control.

2. Juristic persons

Juristic persons to be reported should be the ones that had or might have the business with the Company or the subsidiaries as required under Section 89/14 of the Securities Act.

3. Reporting Schedule

The Corporate Secretary shall submit the form to directors and executives on a quarterly basis. Directors and executives should submit the form to the Corporate Secretary within 7 business days after the end of each quarter or within 7 business days after being notified of any change.

4. Form Filing

The Corporate Secretary would keep the original reports and send the copies to the Chairman and the Chairman of the Audit Committee within 7 business days from the date on which the Company had received such report.

Employees

If an employee or a family member is engaged in activities that create or even appear to create a conflict of interest, s/he shall immediately inform the President/Managing Director in writing.