

Peace and Living Public Company Limited

Related Party Transaction Policy

Peace and Living Public Company Limited (the "Company") has established the Related Party Transaction Policy to protect investors in the event of related party transactions between the Company and its subsidiaries and persons who may have conflicts of interest. The Company will operate by primarily considering its best interests. To ensure that all related party transactions of the Company are transparent and free from conflicts of interest, the Company will seek approval for entering into related party transactions in accordance with the criteria of the Securities and Exchange Act B.E. 2535 (including its amendments), the relevant regulations of the Capital Market Supervisory Board and/or the Securities and Exchange Commission, and the Stock Exchange of Thailand. It will also comply with the requirements regarding the disclosure of related party transactions in the notes to the financial statements audited and/or reviewed by the Company's auditor, and the Annual Registration Statement (Form 56-1). In conducting such transactions, the Company will examine and oversee the occurring transactions, ensuring that no stakeholders involved in such interests participate in the decision-making process regarding those related party transactions.

The Board of Directors has established procedures for the approval of related party transactions within a good ethical framework, primarily considering the interests of the Company and its shareholders. It also ensures compliance with the criteria of the Capital Market Supervisory Board, the Securities and Exchange Commission, and the Stock Exchange of Thailand, as well as considers the public disclosure of related party transactions to be accurate and complete. The principles for entering into related party transactions are as follows:

Related Party Transactions with General Commercial Terms

For related party transactions that are commercial agreements with general commercial terms, and are normal business transactions or transactions supporting the normal business of the Company that may occur continuously in the future, if the Board of Directors resolves to approve the framework for such transactions as a general principle, the Company's management can immediately execute transactions that align with the defined framework without needing to propose them for the Board of Directors' approval again. Such transactions must involve commercial agreements in the same manner as a reasonable person would enter into with a general counterparty in the same situation, utilizing commercial bargaining power free from the influence of their status as a director, executive, or related person, and must not cause a transfer of benefits. Furthermore, it must be demonstrable that such transactions have reasonable or fair pricing or conditions.

In this regard, the Company will prepare a summary report of the related party transactions to be presented at the Company's Audit Committee meeting and the Board of Directors' meeting every quarter. This is to comply with the securities and exchange laws, regulations, notifications, orders, or requirements of the Office of the Securities and Exchange Commission, the Capital Market Supervisory Board, and the Stock Exchange of Thailand.

Related Party Transactions with Non-General Commercial Terms

If there is an entry into a related party transaction that is a commercial agreement with non-general commercial terms or other transactions, the Company must propose it to the Audit Committee to provide an opinion on the appropriateness of the price and the reasonableness of the transaction before proposing it to the Board of Directors and/or the shareholders' meeting (as the case may be) for consideration and approval. In the event that the Audit Committee lacks the expertise to consider the occurring connected transactions, the Company will arrange for a person with specialized knowledge and expertise such as an independent expert, auditor, or independent property appraiser to provide an opinion on such connected transactions to support the consideration of the Board of Directors or shareholders, as the case may be. Persons who may have a conflict of interest or vested interest in the transaction will have no right to vote in the consideration of the connected transaction's approval. This ensures that entering into such a transaction will not lead to a diversion or transfer of the Company's benefits, but rather a transaction that primarily considers the best interests of the Company and all shareholders.

The Company will comply with the securities and exchange laws, as well as the regulations, notifications, orders, or requirements of the Capital Market Supervisory Board and the Stock Exchange of Thailand. This includes complying with the requirements regarding the disclosure of connected transactions and the Company's articles of association, and disclosing related party transactions in the notes to the financial statements audited/reviewed by the Company's auditor, the Annual Registration Statement (Form 56-1), and the Annual Report (Form 56-2) as prescribed by the securities and exchange laws.

Policy on Future Related Party Transactions

In the future, if the Company and/or its subsidiaries need to enter into a related party transaction, the Company must proceed in accordance with the measures and approval procedures for related party transactions specified by the Company. Directors with a vested interest will not be able to participate in the approval of such transactions to ensure that the decision to enter into the transaction does not cause a conflict of interest and is for the maximum benefit of all shareholders. Furthermore, in the event of a related party transaction between the Company or its subsidiaries and a person who may have a conflict of interest, the Company will establish criteria and practical guidelines in line with general commercial practices. These will be referenced against appropriate, fair, and reasonable prices and conditions that are verifiable, and will be proposed to the Audit Committee to provide an opinion on the necessity and appropriateness of the transaction. The Company will comply with the laws on securities and exchange supervision, as well as the regulations, notifications, orders, or requirements of the Stock Exchange of Thailand, including compliance with requirements regarding the disclosure of connected transactions and the acquisition or disposition of significant assets of the Company or its subsidiaries. It will also disclose related party transactions in the notes to the financial statements audited and/or reviewed by the Company's auditor.

Nevertheless, the Company will conduct the aforementioned transactions with transparency and strictly adhere to the Company's Related Party Transaction Policy, in accordance with the regulations of the SEC, the Stock Exchange of Thailand, and other relevant agencies.

This Related Party Transaction Policy is effective from 14 May 2021 onwards.



(Mr. Sumet Techakraisri)
Chairperson of the Board of Directors

This Policy was reviewed by the Board of Directors at Meeting No. 2/2026, held on 26 February 2026, and is effective onwards.