

noble

Information Disclosure Policy

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Information Disclosure Policy

Noble Development Public Company Limited (the “Company”) is promptly to make immediate public disclosure of all material information concerning affairs of the Company to its investors with accurate, adequate, timely, and are carried out according to the specified reasonable procedures to ensure its investors and all stakeholders have equal access to sufficient information.

The Company determines the Information Disclosure Policy is desirable to provide the practical guidance to promote investors and to ensure all stakeholders’ confidence in the integrity of the Company.

Principles of Disclosure of Information

1. Disclosure of material information shall comply with applicable legal and regulatory requirements.
2. Disclosure of material information must be aware of disclosing information with accuracy, completeness, adequacy, in timely manner, and consistency.
3. Disclosure of sensitive, non-public, and material information shall be done in a manner which ensure fair and equitable access by all stakeholders.
4. Disclosure of material information shall consider the protection of business information and confidentiality.

Scope

1. This policy applies to all executives, employees of the Company and its subsidiaries, as well as those authorized spokespersons.
2. This policy covers disclosures in documents filed with the SET, financial and non-financial disclosures, management discussion and analysis (MD&A), written statement published in the Company’s annual report, new releases, letters to shareholders, presentations by senior management, and all information posted on the Company’s website or disseminated through other electronic communication.
3. This policy extends to oral statements made in meetings and telephone conversations with analyst, investors, financial institutions, teleconferences, and interviews with the media, as well as public speeches, press conferences, the Company’s website, and other social networks.
4. Public relations disclosures e.g., CSR activities, product or service brochure, ESG or events are excluded from this policy, as they are part of daily business promotional activity.

Roles and Responsibilities and Authorized Spokesperson

1. **Chief Executive Officer (CEO)** shall be responsible for the implementing and monitoring this policy to ensure that the Company complies with its disclosure obligations. The CEO is the ultimate decision-maker on whether or not to disclose any particular information.
2. **Chief Financial Officer (CFO)** the director of accounting shall be responsible for supporting to the CEO regarding to related information to ensure that information disclosed to stakeholders including investors, analysts, financial and public community is accurate, complete, adequate, and in timely manner.
3. **Chief Financial Officer/Head of Investor Relations and Company Secretary** shall be responsible for supporting to CEO to ensure that the Company complies with its disclosure obligations.
4. **Chief Executive Officer/Chief Financial Officer/Head of Investor Relations, and Company Secretary** shall be responsible for information disclosure as required by the Stock Exchange of Thailand (SET) and/or the Securities and Exchange Commission (SEC) such as financial statement, MD&A, annual report, establishment of new subsidiary, and issuing debentures as well as other information in accordance with legal and regulatory requirements related to the disclosure of information to SET and/or SEC.
5. **Chief Executive Officer, Chief Financial Officer, Head of Investor Relations and other assigned person by the Chief Executive Officer** are designed as the Company's authorized spokespersons to provide the material information to all stakeholders include media, analysts, investors, and financial institutions as well.

Disclosure of any insider or non-public information which might affect the price of the Company's securities or investment decision, shall be approved by CEO.

6. None of executives and employees are permitted to disclose material non-public information at any time unless designated by CEO. Any requests for information by investors, shareholders, or media, shall be sent to the Investor Relations department or Company Secretary department, who shall be responsible for providing an answer.

Information Disclosure Procedures

1. Definition of Material Information

Material information is defined as any information related the Company's operation that might affect the power to transact business effectively or share price, stakeholders including their investment decisions. Generally, it includes information as follows:

- 1) Financial statements, i.e., statement of financial position, statement of comprehensive income, cash flow statement, statement of changes in shareholders' equity, notes to financial statements, and significant changes in accounting policies.
- 2) Consolidation, significant acquisitions or disposal of subsidiaries /associated companies and may affect or change the business structure of the Company. (This is required to comply with relevant laws and rules of SET and/or SEC in respect of the disclosure of information).
- 3) Acquisitions or disposal of securities or investment projects having significant value.
- 4) The declaration or omission of dividends or a change in dividend policy.
- 5) The change of major shareholders, controlling persons or key management.
- 6) Significant litigation
- 7) Significant operation or business's shutdown as well as significant development or investment strategy.
- 8) The Company's policies or business strategy.
- 9) Other information that might affect the stock prices or investment decision by investors following Regulation of SET; (Bor.Jor/Por 11-00) Re: Rules, Conditions and Procedures Governing the Disclosure of Information and Other Acts of a Listed Company.

2. Channel of Disclosure

- 1) Electronics system of SET or relevant regulatory bodies
- 2) The Company's website (www.noblehome.com) i.e., Analyst, Investor Presentation both quarterly and annually.
- 3) Disclosure report on additional information (Form 56-1) (One Report) and annual report (Form 56-2).
- 4) Public media such as newspaper, magazine, television, radio, document, printed media as well as social media.
- 5) Information provided to investors, analysts, and visitors of the visit and meeting with management.
- 6) Domestic and international roadshow.
- 7) Investor relations' activities e.g., opportunity day

- 8) Submitting of the notice calling for the annual general meeting of shareholders together with supporting documents through the Company's website and by post.

3. Release of Information to SET and General Public

- 1) The Company must not publicly disclose material price-sensitive information until getting approval from board of directors and received an acknowledgement that the information has been released to SET. Then the information disclosed should be posted on the Company's website.
- 2) The Company must not make any disclosures of information during the period between 9.00 - 12.30 hrs. and 13.30 - 17.00 hrs. This is to provide investors sufficient amount of time to comprehend the information prior to each of SET trading hours.
- 3) Postponement disclosure of information
In case the Company has insider information which the facts are in a stage of flux, the Company may temporarily refrain from publicly disclosing material information. The Company, therefore, shall closely follow the situation, disclosure should then be made if the information is material, such as:
 - Matters which are in the courses of a negotiation or disclosure may affect the result of negotiation.
 - Matters which are in the process of seeking an approval from others that may mislead investors.

4. Market Rumors or False Markets

The Company's policy is not to comment on market rumors or speculation, particularly when it is clear, the Company is not to source of the rumor.

By the way, the Company may respond to rumors or speculation under certain circumstance, such as a request from SET or if the Company determined appropriate.

5. Trading Halts

In case that the Company is about to make a disclosure of material information, it may be necessary to request a halt in trading of the Company's securities to release all the information to the market in a fair and transparent manner.

CEO or other assigned person by CEO will make all decision in relation to trading halts.

Maintaining Confidentiality

The authorized persons to access the Company's material non-public information are as follows:

1. The Board of Directors, all sub-committees, and executives
2. Authorized Spokespersons
3. A member of Corporate Finance & IR group who is responsible for information preparation and issuance.
4. A member of Accounting & Finance group who is responsible for information preparation and issuance.
5. Persons assigned by the CEO

In case the Company takes risks upon the leak of insider information prior to the confirmation of truth and related impact, the Company shall disclose preliminary information as follows:

- Facts concerning affairs as much as possible
- Explain and determine the reason if the entire material information cannot be disclosed
- Procedures and expected timeframe for preliminary conclusion

If the Company cannot disclose such preliminary information through the SET, or considered that such information should not be disclosed, the Company shall consult with SET and may ask for circuit breaker as deem appropriate.

The directors, executives, employees, and advisors of the Company including all relevant person who are assumed to know or possess inside information related to the Securities and Exchange Act are prohibited from disclosing information to third parties and shall not abuse their authority in the Company or use any inside knowledge or other information which was made known to them or which they have come to know in the course of their performing duties for the Company, and which has not been disclosed to the public, to illegally seek benefits, or disclose to third parties for their personal gain or for the benefit of others, whether directly or indirectly, regardless of whether or not they gain benefits in return.

The Company requires that directors, executives, and employees holding an management position at the division manager level and above in the Corporate Finance & IR Group and Accounting Group, and all relevant persons who are assumed to know or possess inside information related to the Securities and Exchange Act, or are aware of material inside information that will affect the price or value of the securities, **be prohibited from trading, making trade offers to trade the securities, soliciting others to trade or make trade offers to trade the securities of the Company whether directly or indirectly, during the period prior to the disclosure of the Company's financial statements or information relating to its financial position and status to the public, or the embargo period, being the one month period before the Company discloses the information to the public**

Maintenance and Promotion

The Company Secretary Department shall review this policy and related procedures on an annual basis and report to the Corporate Governance Committee and Board of Directors accordingly. The team shall coordinate with Human Resources Group to arrange training programs to ensure that all directors, executives, and employees are aware of the disclosure obligations and all other requirements under this policy.

Inquires of the policy

If there are any inquiries concerning the information disclosure, please consult superior or Company Secretary. Failure to comply with this policy **is a violation of the Company's code of conduct.**

Penalty

The Company stipulates disciplinary penalties for executives and employees of the Company and its subsidiaries. If there is a violation of the policy or insider trading, the Company shall issue a written warning, wage cut, temporary suspension without pays or disciplinary layoff, respectively. The punishment will be determined based on the intention and the severity of the offense.

This policy has been approved by the meetings of Corporate Governance Committee No.2/2021 held on July 26, 2021, and the Board of Directors No.5/2021 held on August 11, 2021.

-Signature-

(Ms.Punnee Chaiyakul)
Chairwoman of the Board

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