Conflict of Interest Prevention Policy

Contents

Subject	Page
Introduction	3
Objectives	3
Scope of Work	3
Principles and Rationale	3
Definitions	4
Conflict of Interest Policy	5-7
Revision History	8

Introduction

JMT Network Services Public Company Limited and its associated companies and subsidiaries ,recognize and understand the purpose of conducting business in the best interests of shareholders stakeholders, and related parties in a fair and transparent manner. Particular care is taken in matters involving .conflicts of interest. The Company has therefore established this policy as a guideline for practice

Objectives

1. To establish a conflict of interest policy for JMT Network Services Public Company Limited and its associated companies and subsidiaries to follow consistently.
2. To serve as a written means of communicating the conflict of interest policy to personnel at all levels of JMT Network Services Public Company Limited and its associated companies and subsidiaries to ensure a common understanding.

Scope of Work

This conflict of interest policy applies to the business operations of JMT Network Services Public Company Limited and its associated companies and subsidiaries and provides guidelines for preventing conflicts .of interest

Principles and Rationale

JMT Network Services Public Company Limited and its associated companies and subsidiaries are committed to conducting business with integrity, sound judgment, and independence, and to treating shareholders, stakeholders, and related parties equally in accordance with good corporate governance principles, supporting stable and sustainable growth. For any transaction with persons who have authority over or can control the Company’s decisions, such as directors, major shareholders, or executives, which may give rise to a conflict of interest, the Company will prioritize its best interests, on the same basis as transactions with independent third parties (arm’s length basis).

Definitions

Related Persons means individuals or legal entities related to a director, major shareholder, or executive in any of the following ways:

(a) The spouse of such person.

(b) A minor child of such person.

(c) An ordinary partnership in which such person or a person under items (a) or (b) is a partner.

(d) A limited partnership in which such person or a person under items (a) or (b) is an unlimited liability partner, or a limited liability partner holding, in aggregate, more than 30 percent of the total interests in that limited partnership.

(e) A limited company or public limited company in which such person, persons under items (a) or (b), or partnerships under items (c) or (d) hold, in aggregate, more than 30 percent of the total issued shares of that company.

(f) A limited company or public limited company in which such person, persons under items (a) or (b), partnerships under items (c) or (d), or companies under item (e) hold, in aggregate, more than 30 percent of the total issued shares of that company.

(g) A legal entity over which such person has management authority as its representative.

Conflict of Interest means performing duties that should produce results or benefits in line with the Company's objectives, but instead benefiting oneself or others, thereby depriving the Company of benefits it should rightfully receive or potentially causing damage to the Company in any way.

Conflict of Interest Policy

JMT Network Services Public Company Limited and its associated companies and subsidiaries recognize the importance of conducting business with integrity, transparency, and accountability, which are principles of good corporate governance and contribute to organizational efficiency. The Company has therefore established a policy requiring directors, executives, and employees to avoid any action that may conflict with the Company's interests, including the following:

- Dealing with the Company's business contacts, such as customers and business partners.
- Using the Company's business opportunities or inside information for personal gain.
- Entering into transactions with the Company.
- Conducting business that competes with the Company, etc.

These activities may cause the Company to lose benefits. Where a transaction is necessary and cannot be avoided, the Company will ensure that it is conducted transparently and fairly, on the same basis as transactions with independent third parties, taking into account the Company's best interests and fairness to the parties concerned.

If an action that may constitute a conflict of interest with the Company is identified, directors, executives, and employees may report it, provide information, or submit a complaint through the following channels:

1. Email : ir@jmtnetwork.co.th, whistleblowing@jmtnetwork.co.th
2. Website : https://www.jaymart.co.th/th/investor-relations/whistleblowing-and-complaint-form
3. Post : Addressed to the "Audit Committee", 187, 189 Jaymart Building, Ramkhamhaeng Road, Rat Phatthana Sub-district, Saphan Sung District, Bangkok 10240.
4. Suggestion box : Reception counter, Jaymart Building A.

As specified in the Company's Whistleblowing and Complaint Policy.

Prevention of Conflicts of Interest

The Company has established the following guidelines to prevent conflicts of interest:

1. Directors, executives, and employees should refrain from conducting business of the same nature as, and in competition with, the Company or its subsidiaries, whether for their own benefit or that of others, which

may directly or indirectly harm the Company. They should also refrain from becoming a partner, a shareholder with decision-making authority, or an executive in a business that competes with or is of the same nature as the Company or its associated companies or subsidiaries, unless they can demonstrate that mechanisms are in place to ensure that such activities will not affect the Company, together with measures that serve the best interests of the Company and its shareholders as a whole. In such cases, directors, executives, and employees must immediately report the matter to the Chairman of the Audit Committee.

2. Directors, executives, and employees should refrain from holding a significant number of shares in the Company's competitors if doing so would prevent them from performing actions required by their duties, cause them to omit such actions, or affect the performance of their duties. If such shares were acquired before becoming a director, executive, or employee, before the Company entered that business, or through inheritance, they must immediately report the matter to the Company in accordance with the procedures prescribed by the Board of Directors.
3. Directors, executives, and employees must not use the Company's confidential information or assets to benefit themselves or others, including conducting business that competes with the Company or related business activities.
4. Directors, major shareholders, and executives with an interest in any meeting agenda item must abstain from voting or refrain from attending the meeting for that item where they and/or their related persons have a conflict of interest or an interest in a transaction that may give rise to a conflict of interest with the Company.
5. Directors, major shareholders, executives, and employees are required to disclose business transactions or businesses undertaken personally or with family members, relatives, or dependants that may give rise to a business conflict of interest with the Company or its subsidiaries. The Company Secretary is responsible for coordinating the preparation of disclosures of direct and indirect interests annually, or whenever there is a significant change to previously disclosed information, covering the following matters. The Company Secretary will compile and report the information to the Board of Directors at least once a year.
   5.1. Joint investments or interests with vendors doing business with the Company or with the Company's customers.
   5.2. Holding any position, including serving as an adviser, with vendors doing business with the Company or with the Company's customers.
   5.3. Selling goods or providing services to the Company or its subsidiaries, directly or through others.

6. The Board of Directors must oversee the Company's compliance with securities and exchange laws and the regulations, notifications, orders, or rules of the Stock Exchange of Thailand, the Securities and Exchange Commission, and the Capital Market Supervisory Board. The Company must also disclose connected transactions in its disclosures in accordance with the rules of the Stock Exchange of Thailand and relevant authorities.
7. The Company's directors, executives, and employees must make decisions regarding the Company's business operations in the best interests of the Company.
8. The Company's directors, executives, and employees must devote their full working time and best efforts to their duties and must not conduct any personal business that affects the performance of their duties or the Company's working time.
9. The Company's directors, executives, and employees must not engage in any management or administrative activities that undermine the Company's interests or benefit any individual or legal entity, whether for their own benefit or that of others.
10. The Company's directors, executives, and employees must avoid financial involvement and/or relationships with outside parties that would cause the Company to lose benefits, create a conflict of interest, or hinder the effective performance of their duties.

Announced to take effect from November 11, 2025 onwards.



.....

Approver of the Conflict of Interest Policy

Mr. Adisak Sukumvitaya

Chairman of the Board of Directors

Revision History

Revision No.	Responsible Department	Review Date	Effective Date	Description of Revision
REV00	Investor Relations	December 4, 2023	December 8, 2023	Initial issue
REV00	Investor Relations	At the Board of Directors Meeting No. 5/2024 held on November 8, 2024	December 8, 2024	Annual policy review for 2024. No content changes. The existing policy remains in effect until revised.
REV00	Investor Relations	At the Board of Directors Meeting No. 7/2025 held on November 11, 2025	November 11, 2025	Annual policy review for 2025. No content changes. The existing policy remains in effect until revised.