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Preface

JAS Asset Public Company Limited, together with its joint ventures and subsidiaries, places great importance on and fully understands the objectives of conducting business for the utmost benefit of shareholders, stakeholders, and all related parties in a fair and transparent manner. The Company exercises caution in matters involving conflicts of interest and has therefore established this policy as a guideline for proper practice.

Objective


1. To establish a conflict of interest policy for JAS Asset Public Company Limited, its joint ventures, and subsidiaries to ensure a consistent approach across the organization.
2. To serve as a tool for communicating the written conflict of interest policy to all personnel at all levels of JAS Asset Public Company Limited, its joint ventures, and subsidiaries, in order to promote a common understanding.

Scope of Work

This Conflict of Interest Policy is intended for the business operations of JAS Asset Public Company Limited, its joint ventures, and subsidiaries, to prevent potential conflicts of interest and to provide guidelines for proper conduct.

Rationale

JAS Asset Public Company Limited, together with its joint ventures and subsidiaries, is committed to conducting business with honesty, integrity, rationality, and independence, while treating shareholders, stakeholders, and related parties equally in accordance with the principles of good corporate governance. This commitment fosters stable and sustainable growth for the Company. In any transactions involving parties who hold power or influence over the Company's decision-making—such as directors, major shareholders, or executives—which may lead to conflicts of interest, the Company will prioritize the best interests of the Company and treat such transactions as if they were conducted with unrelated third parties (on an arm's length basis).


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Definitions

Related parties refer to individuals or legal entities that have a relationship with directors, major shareholders, or executives in any of the following manners:

- (a) The spouse of such person.
- (b) The minor child of such person.
- (c) An ordinary partnership in which such person or the persons specified in items (a) or (b) are partners.
- (d) A limited partnership in which such person or the persons specified in items (a) or (b) are general partners, or are limited partners holding more than 30 percent of the total capital of the limited partnership.
- (e) A limited company or public limited company in which such person, or the persons specified in items (a) or (b), or the partnerships specified in items (c) or (d) collectively hold more than 30 percent of the total issued shares.
- (f) A limited company or public limited company in which such person, or the persons specified in items (a) or (b), or the partnerships specified in items (c) or (d), or the company specified in item e. collectively hold more than 30 percent of the total issued shares.
- (g) A legal entity in which such person has the authority to manage as a representative of the entity.

Conflict of interest refer performing duties that are intended to achieve outcomes or benefits in line with the Company's objectives, but instead result in advantages for oneself or others, causing the Company to not receive its rightful benefits or potentially causing harm to the Company in any manner.

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JAS Asset Public Company Limited, together with its joint ventures and subsidiaries, recognizes the importance of conducting business with honesty, transparency, and accountability, which are principles of good corporate governance and contribute to enhancing organizational efficiency. Therefore, the Company has established a policy requiring directors, executives, and employees to avoid any actions that may conflict with the interests of the Company, which may arise from:

- Engagements with the Company’s business-related parties, such as customers or business partners;
- Using Company opportunities or insider information for personal gain;
- Entering into transactions with the Company;
- Engaging in businesses that compete with the Company, etc.

Such actions may cause the Company to lose benefits. In cases where conflicts cannot be avoided, the Company will ensure that such transactions are carried out transparently and fairly, as if dealing with unrelated third parties, with due regard for the Company’s best interests and fairness to all concerned parties.


In the event that any actions potentially constituting a conflict of interest are identified, directors, executives, and employees are required to report or disclose such matters, including any complaints or whistleblowing, through the following channels:

1. **Email:** ir@jasasset.co.th
2. **Website:** <https://www.jasasset.co.th/th/investor-relations/corporate-governance/whistleblowing-form>
3. **Postal Mail:** Address to “**The Audit Committee**” at: 187, 189 J Mart Building, Ramkhamhaeng Road, Rat Phatthana Subdistrict, Saphan Sung District, Bangkok 10240, Thailand or send to: **JAS Asset Public Company Limited** 87 The Jas Ramintra Building, Room A315, 13th Floor, Lat Pla Khao Road, Anusawari Subdistrict, Bang Khen District, Bangkok 10220, Thailand

Prevention of Conflicts of Interest


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

1. Directors, executives, and employees shall refrain from engaging in any business activities that are of the same nature as, or in competition with, those of the Company or its subsidiaries, whether for personal gain or for the benefit of others, which may cause direct or indirect harm to the Company. This includes

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becoming a partner, a shareholder with decision-making power, or an executive in any business that competes with or is similar in nature to the Company or its joint ventures or subsidiaries, unless it can be demonstrated that there are mechanisms in place to ensure that such conduct will not adversely affect the Company. In such cases, measures must be established to ensure the best interests of the Company and its shareholders as a whole. Directors, executives, and employees must immediately report such matters to the Chairman of the Audit Committee.

2. Directors, executives, and employees shall refrain from holding a significant number of shares in businesses that compete with the Company, if such holding would impair their ability to perform or refrain from performing their duties, or if it could affect their performance of responsibilities. In cases where the shares were acquired prior to becoming a director, executive, or employee, or before the Company entered into that business, or if acquired through inheritance, the directors, executives, and employees must immediately report such holdings to the Company in accordance with the procedures prescribed by the Board of Directors.
3. Directors, executives, and employees shall not use the Company's confidential information or assets for their own benefit or for the benefit of others, including engaging in businesses that compete with the Company or are related to the Company's business.
4. Directors, major shareholders, and executives who have a vested interest in any particular agenda item must refrain from voting or attending the meeting during the consideration of such agenda, where they and/or their related persons have a conflict of interest or a vested interest in the transaction that may result in a conflict of interest with the Company.
5. Directors, major shareholders, executives, and employees are required to disclose any business activities or enterprises conducted personally, with family members, relatives, or dependents, that may potentially cause a conflict of interest with the Company or its subsidiaries. The Company Secretary shall be responsible for coordinating the preparation of documentation for the disclosure of both direct and indirect interests on an annual basis, or when there are significant changes to the previously disclosed information. The Company Secretary shall compile and report such disclosures to the Board of Directors at least once a year. The disclosures shall include, but are not limited to, the following:
 - 5.1. Joint investments or interests with suppliers or customers of the Company.
 - 5.2. Holding any position or serving as an advisor to suppliers or customers of the Company.
 - 5.3. Trading goods or providing services to the Company or its subsidiaries directly or indirectly through others.

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6. The Board of Directors shall oversee the Company's compliance with the Securities and Exchange Act, regulations, announcements, orders, or rules issued by the Stock Exchange of Thailand (SET), the Office of the Securities and Exchange Commission (SEC), and the Capital Market Supervisory Board. In addition, the Company must disclose information regarding related party transactions in various reports in accordance with the rules and regulations of the SET and other relevant regulatory authorities.
7. Directors, executives, and employees of the Company must make business decisions in the best interests of the Company.
8. Directors, executives, and employees of the Company must perform their duties full-time to the best of their abilities and must not engage in any personal business that interferes with the performance of their duties or working hours for the Company.
9. Directors, executives, and employees of the Company must not engage in any actions that constitute managing or operating in a way that undermines the Company's interests or benefits any individual or legal entity, whether for personal gain or for the benefit of others.
10. Directors, executives, and employees of the Company must avoid having any financial and/or personal relationships with external parties that could result in the Company losing benefits, cause a conflict of interest, or hinder effective performance of duties.

The policy shall be effective from December 19, 2023 onwards.



The approver of the Conflict of Interest Policy

Mr. Sukon Kanjanahattakit

Chairman of the Board of Directors

