

MAX MYANMAR GROUP

Conflict of Interest Policy

PURPOSE

Our Group Conflict of Interest Policy refers to any case where an employee's personal interest might contradict the interest of the company they work for.

- To ensure that Board Members observe the highest standards of behavior and conduct and avoid any activity or interest that might reflect unfavorably on their own individual integrity and reputation, or upon the integrity and reputation of the Organization.
- To promote a culture where conflicts of interest are properly identified, disclosed and resolved or managed in a transparent, accountable and timely manner.

SCOPE

This company conflict of interest policy applies to all prospective or current directors of the company.

POLICY

It is the Policy of Max Myanmar Group to ensure that individual interests that may result in a real or perceived conflict with the interests of the organization are identified and managed so that they do not affect the services, activities or decisions of the Board in representing the best interests of the organization.

It is the policy of Max Myanmar Group that Board Members:

- Act impartially and without prejudice
- Do not allow a conflict of interest to compromise their position.
- Declare any potential or actual conflict of interest
- Not accept gifts or benefits that could influence a decision.
- Avoid acting simultaneously for other parties in potentially conflicting situations without informing all parties in advance that this is their intention

Group Conflicts of Interest include:

- When a Board member, or their immediate family or business interests, or the organization that is their employer, stands to gain financially from any business dealings, programs or services of Max Myanmar Group.
- When a Board member stands to gain personally or professionally from any insider knowledge if that knowledge is used for personal or professional advantage.

Declaring Conflicts of Interest

- Following the Annual General Meeting or Special Board Meeting, all board members review their conflicts of interest. At the first Board meeting following the AGM, each new or continuing Board Member must consider and declare any conflicts of interest by completing the Conflict of Interest Declaration.
- Conflicts declared previously do not need to be declared again unless specifics have changed.
- If a Board Member is unsure whether a particular situation constitutes a conflict of interest, they seek the advice of the Chairman or Group CEO.
- While the responsibility for declaration of a conflict of interest rests with the individual member, any Board members aware of a real or potential conflict of interest of another Board member, have a responsibility to bring this to the notice of the Board if it remains undeclared.

Managing Declared Conflicts

The Board reviews the details of declared conflicts and determines appropriate actions to manage them. Actions may include:

- The Board Member be absent from the meeting room when the Board discusses or votes on the matter,
- The Board Member not take part in discussions concerning the matter;
- The Board Member not vote in relation to the matter;
- Reassigning actions to a different Board Member