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Preface


Investments in subsidiaries and/or associated companies carry risks that may arise from operating results that do not align with the strategies, objectives, and targets as initially planned, or from operating losses, which could impact the Company's overall performance. Therefore, it is necessary to supervise the operations of subsidiaries and/or associated companies. The Company has established a policy on the supervision of operations in subsidiaries and/or associated companies to ensure that executives, employees, and relevant parties adhere to and implement the policy accordingly.

Objective

1. To establish a policy for the supervision of operations in subsidiaries and/or associated companies of JMT Network Services Public Company Limited, ensuring that subsidiaries and associated companies operate in alignment with a unified approach.
2. To serve as a tool for formally communicating the supervision policy for operations in subsidiaries and/or associated companies, ensuring a shared understanding among personnel of JMT Network Services Public Company Limited, its subsidiaries, and associated companies.

Scope of Work


This policy on the Supervisory of Subsidiaries and Associate Companies is applicable to the business operations of JMT Network Services Public Company Limited, including its subsidiaries and associated companies, and is intended to cover the relevant policies and operational guidelines.

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JMT Network Services Public Company Limited, including its subsidiaries and associated companies, has established an investment policy for subsidiaries and/or associates. However, there may be risks arising from operations that do not align with the defined strategies, objectives, goals, or plans, or from operating losses, which could affect the Company's overall performance. Therefore, the Company has set forth a policy on the supervision of operations in subsidiaries and/or associated companies to ensure that they comply with the specified measures and mechanisms as if they were internal units of the Company, as follows:

1. Appoint representatives of the Company to serve as directors or executives in subsidiaries and/or associated companies in proportion to the Company's shareholding, in order to participate in supervising and overseeing the operations of such companies in accordance with the Company's policies, applicable laws, good corporate governance practices, and other relevant policies of the Company. However, the appointment of Company representatives as directors, executives, or persons with controlling authority in each subsidiary and/or associated company must be considered and approved by the Company's Board of Directors, taking into account the appropriateness of each case.
2. Define the scope of duties and responsibilities of the directors and executives appointed under Clause 1, which shall include the following:
 - 2.1. Establishing clear boundaries for the exercise of discretion, whereby any significant matters requiring resolutions at the board meetings of subsidiaries and/or associated companies must first be approved by the Board of Directors of the Company.
 - 2.2. Monitoring and ensuring that subsidiaries and/or associated companies disclose information regarding their financial position and performance, related party transactions, and the acquisition or disposal of material assets accurately and completely in accordance with the requirements of relevant regulatory authorities.
 - 2.3. Overseeing that the directors and executives of subsidiaries and/or associated companies perform their duties and responsibilities in compliance with applicable laws.
3. In cases where any transaction or action undertaken by a subsidiary falls under, or may be deemed as, an acquisition or disposal of assets in accordance with the Notification on Acquisition or Disposal of Assets, or a connected transaction under the relevant notifications on connected transactions, which requires prior approval from the Company's Board of Directors and/or the shareholders' meeting and/or relevant

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regulatory authorities pursuant to applicable laws — such transaction or action shall only be executed by the subsidiary after all necessary approvals have been duly obtained from the Company's Board of Directors, the shareholders' meeting, and/or relevant authorities, as the case may be.

4. In addition, if there are any connected transactions between the Company, its subsidiaries, and associated companies, such transactions must be based on valid business reasons and conducted at market prices that are reasonable and clearly supported by appropriate principles and justification. In the event that an incident occurs within a subsidiary that triggers the Company's obligation to disclose information to the Stock Exchange of Thailand in accordance with relevant regulations and notifications issued by the Securities and Exchange Commission or the Stock Exchange of Thailand, the director, executive, or controlling person who represents the Company in such subsidiary shall be responsible for immediately notifying the Company's management upon becoming aware of the subsidiary's intention to enter into such transaction or upon the occurrence of such event.
5. Establish regular monitoring of the performance of subsidiaries and/or associated companies, along with clear guidelines for the persons appointed by the Company to serve as directors or executives in such companies to follow.
6. Ensure that the business operations of subsidiaries and/or associated companies are conducted in accordance with the approved business policies, objectives, operational plans, strategies, and budgets.
7. Require the organizational structure and management of subsidiaries and/or associated companies to be reviewed to ensure effectiveness and alignment with the business environment.
8. Consider and approve expenditures for investments or other operations, transactions involving acquisition or disposal of assets, borrowing or obtaining loans from financial institutions, lending of funds, capital increase, capital reduction, and dissolution of subsidiaries and/or associated companies that have a significant impact on their business operations.
9. Assign the Audit Committee to review the accuracy and reliability of financial reports, internal control systems, internal audits, connected transactions, compliance with applicable laws and regulations, as well as the oversight of operations of subsidiaries and/or associated companies.
10. Ensure ongoing performance monitoring of subsidiaries and/or associated companies to support the formulation of strategies, operational planning, target setting, and governance oversight.

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The policy shall be effective from December 8, 2023 onwards.




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The approver of the Supervisory of Subsidiaries and
Associate Companies Policy

Mr. Adisak Sukumvitaya

Chairman of the Board of Directors

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Records of Revision

Revision No.	Responsible Department	Date of Review	Effective Date	Description of Revision
REV00	Investor Relations	At the Board of Directors' Meeting No. 9/2023 held on December 7, 2023	December 8, 2023	Update the content to reflect current circumstances
REV00	Investor Relations	At the Board of Directors' Meeting No. 5/2024 held on November 8, 2024	December 8, 2023	Following the annual review for the year 2024, no amendments have been made. The current policy shall remain in force until it is revised.