




TURNKEY COMMUNICATION SERVICES PUBLIC COMPANY LIMITED

Subsidiary and Associate Company Governance Policy

P-BOD-006

	Document Revision Record		Code P-BOD-006
	Subsidiary and Associate Company Governance Policy		Page 1/1
			Revision 2

Revision	No.	Date	Page	Description/Details
1	1/2022	23/12/2022	All	Replace the Company new logo
2	1/2025	12/11/2025	1	New Add of Clause 4 The Company shall arrange for periodic reviews and reporting of the effectiveness of internal controls of its subsidiaries, and shall report the results to the Audit Committee on a regular basis.

**Subsidiary and Associate Company Governance Policy**

Turnkey Communication Services Public Company Limited

Turnkey Communication Services Public Company Limited (“the Company”) has established a management and governance structure for its subsidiaries to enable effective supervision, management control, and accountability over the operations of subsidiaries as if they were integral units of the Company. This also includes ongoing monitoring of subsidiary management in order to safeguard the Company’s investment interests. The details are as follows:

1. The Company shall appoint qualified persons with appropriate knowledge, expertise, and professional experience relevant to the subsidiaries to serve as directors or executives of such subsidiaries, in proportion to the Company’s shareholding in each subsidiary. Any such appointment must be approved by a resolution of the Company’s Board of Directors. In addition, the Company shall clearly define the scope of duties and responsibilities of the directors or executives appointed to subsidiaries.
2. The Company shall clearly prescribe the scope of authority and discretionary powers of the directors or executives appointed to subsidiaries. For matters of significance, any voting by such persons at meetings of the subsidiary’s board of directors must obtain prior approval from the Company’s Board of Directors.
3. The Company shall monitor and ensure that subsidiaries make complete, accurate, and timely disclosures of information regarding their financial position and operating results, related party transactions, and the acquisition or disposal of significant assets.
4. The Company shall arrange for periodic reviews and reporting of the effectiveness of internal controls of its subsidiaries, and shall report the results to the Audit Committee on a regular basis.
5. The Company shall oversee and ensure that directors and executives of subsidiaries perform their duties and responsibilities in compliance with applicable laws and regulations.
6. The Company has established governance mechanisms requiring the following transactions of subsidiaries to obtain prior approval from the Company’s Board of Directors or shareholders’ meeting, as the case may be:
 - (a) Related party transactions between subsidiaries and related persons;
 - (b) The acquisition or disposal of significant assets; and
 - (c) Any other significant transactions of subsidiaries.

This Subsidiary and Associate Company Governance Policy was reviewed and approved by the Board of Directors’ Meeting No. 5/2025 on November 12, 2025, and has been effective from November 12, 2025.

- Kittisak Amornchairojkul -

(MR. KITTISAK AMORNCHAIROJKUL)

Chairman of Board of Directors