



Policy for the Investment and Supervision of Subsidiaries and Associates

Srithai Superware Public Company Limited

Srithai Superware Public Company Limited (“the Company”) has established an investment and supervision policy for subsidiaries and associates, with details as follows:

1. Policy for the Investment in Subsidiaries and Associates

The Company has a policy to invest in businesses that align with its vision, mission, and strategic growth plans, aiming to enhance the Company’s profitability or invest in businesses that create synergy and strengthen competitiveness. The Company’s investment strategy includes expanding into business sectors that support, complement, or enhance existing business operations. This applies to both subsidiaries and associates that engage in business activities contributing to the Company’s growth by creating value, expanding operations, or strengthening business opportunities within the group. All investments in subsidiaries and associates must be approved by the Board of Directors, relevant Board Committees, or Shareholders’ Meeting (if required). Furthermore, investment decisions must undergo a thorough evaluation of financial feasibility, investment risks, and return on investment to ensure strategic alignment and financial stability.

The Company will continuously monitor and evaluate its investments in subsidiaries and associates to ensure they remain aligned with business objectives, financial performance, and regulatory compliance. The Company also commits to adhering to all regulations set forth by the Stock Exchange of Thailand (SET), the Securities and Exchange Commission (SEC), and other governing bodies.

2. Policy of Supervision of Subsidiaries and Associates

The Company has established a governance and management policy for its subsidiaries and associates, with the objective of setting out measures and mechanisms, both direct and indirect, to enable the company to oversee and manage the operations of its subsidiaries and associates effectively. This includes ensuring that subsidiaries and joint ventures comply with the prescribed measures and mechanisms as if they were business units of the Company itself, in alignment with the Company’s policies.

Additionally, the Company ensures compliance with the Public Limited Companies Act, the Civil and Commercial Code, securities laws, and other applicable laws, as well as the regulations, notifications, and guidelines issued by the Capital Market Supervisory Board, the Securities and Exchange Commission, and the Stock Exchange of Thailand. This policy aims to safeguard the Company’s investment interests in its subsidiaries and joint ventures, as outlined in the following details :

2.1 The company shall appoint representatives to serve as directors in each subsidiary and/or associates in proportion to its shareholding. These representatives will be responsible for overseeing the subsidiaries and/or associates to ensure compliance with applicable laws, good corporate governance policies, and other policies of the Company. However, the appointment of Company representatives as directors in each subsidiary and/or associates must be reviewed and approved by the Company’s Board of Directors, taking into account the appropriateness of each entity.



2.2 In cases where a subsidiary enters into a transaction or conducts any action that qualifies as an acquisition or disposal of assets under the relevant regulations on asset acquisition and disposal transactions, or as a related-party transaction under the relevant regulations on related-party transactions resulting in an obligation for the Company to seek approval from the Board of Directors and/or the Shareholders' Meeting, or obtain prior approval from the relevant regulatory authorities as required by law the subsidiary shall proceed with the transaction or action only after receiving such approvals from the Company's Board of Directors, Shareholders' Meeting, and/or relevant authorities, as applicable.

2.3 The Company has a policy requiring its subsidiaries and/or associates to establish an adequate and stringent internal control system to prevent potential fraud. This system serves as a channel for the directors and executives to access information regarding the subsidiaries and/or associates, enabling effective monitoring of their financial position and operational performance, transactions between subsidiaries and/or associates and their directors and executives, as well as significant transactions undertaken by the subsidiaries and/or associates.

Additionally, subsidiaries and/or associates must implement mechanisms for auditing these systems. The Company's internal audit team and independent directors must have direct access to relevant information, ensuring transparency. The findings from such audits must be reported to the directors and executives to ensure that the subsidiaries and/or joint ventures consistently adhere to the established systems and procedures.

2.4 The Board of Directors and executives of each subsidiary and/or associates shall have key powers, duties, and responsibilities in accordance with relevant laws. These include disclosing financial status and operating results to the Company, in compliance with the relevant announcements of the Capital Market Supervisory Board and the Stock Exchange of Thailand by analogy. Additionally, they must disclose and submit information regarding their interests and those of related persons to the Board of Directors to provide transparency on relationships and transactions with the Company, subsidiaries, and/or associates that may give rise to conflicts of interest. They must also avoid any transactions that could lead to such conflicts.

2.5 The Company shall establish necessary plans and actions to ensure that subsidiaries and/or associates disclose information regarding their financial position and operating results to the parent company. Additionally, the company shall take necessary steps and monitor subsidiaries and/or associates to ensure they have adequate and appropriate disclosure systems and internal control mechanisms for conducting business effectively.

The Company will consider the investment proportion, expected profits, potential risks, and its financial position by conducting a thorough investment analysis before making any investment decisions. Any such investment decision must be reviewed and approved by the Board of Directors or the Shareholders' Meeting, as the case may be. Furthermore, the approval of such investments must comply with the regulations and guidelines set forth by the Capital Market Supervisory Board and the Stock Exchange of Thailand. This includes compliance with regulations on asset acquisitions or disposals, connected transactions, and information disclosure. Additionally, the Company has a policy to monitor the management of its subsidiaries and/or associates to safeguard its investment interests. The company requires subsidiaries and/or associates to submit monthly operational reports and quarterly financial statements reviewed by a certified public accountant, along with supporting information for the preparation of such financial statements.

Furthermore, subsidiaries and/or associates must consent to the Company's use of this information for the preparation of consolidated financial statements or periodic financial reports, whether on a quarterly or annual basis, as applicable.



Subsidiaries and/or associates are also required to report any significant financial issues to the Company as soon as they are identified or upon request for investigation and reporting. Additionally, they must ensure the completeness and accuracy of transactions with related parties, asset acquisitions or disposals, and any other transactions involving the company.

Approved by the Board of Directors at the Board of Directors Meeting No. 6/2564 on November 11, 2021.

(Mr. Sanan Angubolkul)
Chairman and President