



Ref. MFEC/CSOT/014/2019

16 August 2019

Subject: Notification of the renew term of the Audit Committee, appointing the additional director of the Nomination Committee, and changing the Company secretary

Attention: Directors and Managers of the Stock Exchange of Thailand

The Board of Directors Meeting No. 3/2019, held on 13th August 2019, passed the following resolutions:

1. Renewing the term of all 3 independent directors for 2 consecutive years as Audit Committee, whose names are as follows:
 - 1) Mr. Suchart Thammapitagkul Chairman of Audit Committee
 - 2) Prof. Dr. Uthai Tanlamai Director of Audit Committee
 - 3) Assoc. Dr. Kamales Santivejkul Director of Audit Committee
2. Appointing Mr. Kiyotaka Nakamura to be an additional director of the Nomination and Remuneration Committee, with a list of 5 directors of the Nomination and Remuneration Committee;
 - 1) Mr. Anant Leetrakul Chairman of The Nomination and Remuneration Committee
 - 2) Mr. Siriwat Vongjarukorn Director of The Nomination and Remuneration Committee
 - 3) Assoc. Dr. Kamales Santivejkul Director of The Nomination and Remuneration Committee
 - 4) Dr. Charn Tharawas Director of The Nomination and Remuneration Committee
 - 5) Mr. Kiyotaka Nakamura Director of The Nomination and Remuneration Committee
3. Since Mrs. Varaporn Wisedsang has resigned from the position of the Company secretary, effectively 30th September 2019 onwards, therefore, resolved to appoint Ms. Orawan Hnuntaku to be the Company secretary, effectively 1st October 2019 onwards instead of the previous Company secretary who resigned.

Please be informed accordingly.

Faithfully Yours,

Sirisak Thirawattanangkul

(Mr. Sirisak Thirawattanangkul)

Chairman

Form to Report on Names of Members and Scope of Work of the Audit Committee

The Board of Directors meeting/shareholders meeting of MFEC Public Company Limited. No. 3/2019 held on August 13th,2019 resolved the meeting’s resolutions in the following manners:

~~Appointment of the audit committee~~/Renewal for the term of audit committee:

Chairman of the audit committee Member of the audit committee

- As follows: (1) Mr. Suchart Thammapitagkul Chairman of Audit Committee
 (2) Prof.Dr. Uthai Tanlamai Director of Audit Committee
 (3) Assoc. Dr. Kamales Santivejkul Director of Audit Committee

, ~~the appointment~~/renewal of which shall take an effect as of 15 March,2016.

Determination/Change in the scope of duties and responsibilities of the audit committee with the following details:

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, the determination or change of which shall take an effect as of

The audit committee is consisted of:

1. Chairman of the audit committee, Mr.Suchart Thammapitagkul remaining term in office 2 years
2. Director of the audit committee, Mr.Anna Leetrakul remaining term in office 2 years
3. Director of the audit committee, Assoc. Prof.Kamales Santivejkul, Ph.D. remaining term in office 2 years

Secretary of the audit committee: Mrs.Varaporn Wisedsang

Enclosed hereto is 1 copy of the certificate and biography of the audit committee. The audit committee number(s) 2,3 has adequate expertise and experience to review creditability of the financial reports.

The audit committee of the company has the scope of duties and responsibilities to the Board of Director on the following matters:

1. The Audit Committee shall review of any issues with respect to the quality and integrity of the Company’s financial statements, the Company’s compliance with the Generally Accepted Accounting Principles, and substantiated disclosure of quarterly and annual financial statements to be complete and reliable prior to forwarding them to the Board of Director for review.



2. The Audit Committee shall review any issues with respect to the performance of the internal control and internal audit system to be efficient and effective and the independence of the internal audit department which directly report to the Audit Committee, give approval to the appointment, removal, rotation or termination of the management executives of the internal audit department, and evaluate the substantiation of the Company's internal control system on the annual basis.

3. The Audit Committee shall review the Company's performance to be compliance with the applicable laws pertinent to the Securities and the Stock Exchange of Thailand, the rules and regulations of the Stock Exchange of Thailand and other laws related to the Company's businesses.

4. The Audit Committee shall screen and nominate auditors who are independent to be the Company's auditors and approve the annual fees of the auditors, participate in an annual meeting with the auditors without attendance of any management.

5. The Audit Committee shall communicate with the Company's auditors, the Board of Directors and the internal audit department to follow the same direction.

6. The Audit Committee shall review and disclose interrelated transactions or transactions that may have any conflicts of interest to be in line with the rules and regulations to ensure the Company's optimal benefits.

7. The Audit Committee shall prepare the Audit Committee report required by the rules of the Stock Exchange of Thailand. The report shall be disclosed in the Company's annual report.

8. The Audit Committee shall review the committee's charter regularly and recommend any proposed changes to be compliance with the Securities and Exchange Act and the rules and regulations of the Stock Exchange of Thailand.

9. The Audit Committee shall approve the annual audit plan of the internal audit department.

10. The Audit Committee shall supervise the internal audit department to audit business units in any important issues, propose the solutions and suggestions to the management to proceed on, and monitor the solutions to be done in the specified period.

11. The Audit Committee shall approve the internal audit department's budget and workforce.

12. The Audit Committee shall report the performance of the Audit Committee to the Board of Directors at least four (4) times a year.

13. The Audit Committee, under its scope of authority and duties, shall have authority to request the Company's administration, management or employees to discuss any matters, attend a meeting or deliver necessary or related documents.

14. The Audit Committee shall search for independent opinions from any professional consultants as deemed necessary for the Company's expenses.

15. The Audit Committee shall perform any duties as assigned by the Board of Directors with agreement of the Audit Committee. Examples include review of the financial management policy and risk management.

16. The Audit Committee shall evaluate its performance for improvement annually.



The company hereby certifies that

1. The qualifications of the aforementioned members meet all the requirements of the Stock Exchange of Thailand; and
2. The scope of duties and responsibilities of the audit committee as stated above meet all the requirements of the Stock Exchange of Thailand



Siriwat Vongjarukorn

Signed Director

(Mr. Siriwat Vongjarukorn)

Thanakorn Charlee

Signed Director

(Mr. Thanakorn Charlee)