

## Audit Committee

### Duties and Responsibilities of the Audit Committee

The Audit Committee has duties and responsibilities as assigned by the Board of Directors as follows:

#### Duties of the Audit Committee

1. To review the Company's financial reporting to ensure that it is accurate and adequate and also to review the unusual items, the important accounting policy changing and the auditor's adjustment transactions.
2. To review to ensure that the Company has an appropriate and effective internal control system and internal audit.
3. To review to ensure that the Company complies with the Securities and Exchange Act and the Stock Exchange of Thailand's regulations related to the business of the Company.
4. To consider, select, and nominate the Company's auditor, and to propose the auditing fee by considering the auditors' independence e.g. reviewing the other services provided to the Company by the audit firm, the rotation of the auditors, etc.
5. To review with the auditor the material matters which may affect the reliability of the financial statement e.g. issues or conflicts the auditor may face in performing his duty, differences of opinion between the auditor and the management, the efficiency of internal control systems, and some weak point which occurred during this period and may continue in the next period, etc.
6. To attend a non-management meeting with an auditor at least once a year.
7. To review the risk level and risk assessment method of the internal auditor and to assess the awareness of the Board of Directors and the management with regard to significant risk and operational risk.
8. To review and acknowledge the Company's compliance with the business code of conduct, ethics and corporate governance.
9. To prepare, and to disclose in the Company's annual report, an audit committee's report which must be signed by the audit committee's chairman and consist of at least the following information:
  - 9.1 an opinion on the accuracy, completeness and creditability of the Company's financial report,
  - 9.2 an opinion on the adequacy of the Company's internal control system,
  - 9.3 an opinion on the compliance with the law on Securities and Exchange, the Exchange's regulations, or the laws relating to the Company's business,
  - 9.4 an opinion on the suitability of an auditor,
  - 9.5 an opinion on the transactions that may lead to conflicts of interests,
  - 9.6 the number of the audit committee meetings, and the attendance of such meetings by each committee member,

- 9.7 an opinion or overview comment received by the audit committee from its performance of duties in accordance with the Charter, and
  - 9.8 other transactions which, according to the audit committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Company's board of directors.
10. To approve the Charter of the internal audit function and review it at least once a year.
  11. To consider and approve the annual internal audit plan and prioritize it according to risk level. To review the internal audit report and consider with the management the Company's weak points or failings and get responses from management. To meet with the Head of Compliance department and Head of Internal Audit department without management in attendance at least once a year.
  12. To approve the appointment, transfer and dismissal of the Head of Compliance department and Head of Internal Audit department, to consider the appropriateness of the number of staff members of the Compliance and Internal Audit Department, as well as to determine the independence of such function.
  13. To review the Charter of the Audit Committee at least once a year and propose the review to the Board of Directors.
  14. If the Board of Directors or the management unreasonably ignores the recommendations made in the Audit Committee's report or the committee is suspicious of a transaction that might have a material impact on the financial condition or operational results of the company, the Audit Committee will report such finding to the Office of Securities and Exchange Commission or the SET.
  15. The responsibilities of the Audit Committee regarding the countering bribery are as follows:
    - 15.1 To review the Company's self-evaluation form for countering bribery.
    - 15.2 To consider the Company's Anti-Corruption Policy in order to assure that such policy is consistent with the business model, environment and culture of the firm and then propose to the Board of Directors for approval.
    - 15.3 To review the audit report about internal control system and risk assessment related to the countering bribery, according to the proposal of the Compliance and Internal Audit Department in order to ensure that such system is conducted in an appropriate manner, able to reduce the risk to an acceptable level and consistent with the Company's business.
    - 15.4 To receive the whistle-blowing complaint regarding the violation of laws and regulations, wrong doings or bad business practices of directors and staffs, an improper financial report, failure of internal control system or any matter that may effect to the benefit or the reputation of the Company. Such whistle-blowing complaint will be handled pursuant to the Company procedure and then be reported to the Board of Directors.
  16. To perform any other act as assigned by the Company's board of directors by which such assignment shall be performed with independence of the Audit Committee.

## **Responsibilities of the Audit Committee**

The Audit Committee is responsible for the Board of Directors according to the duties and responsibilities assigned by the Board of Directors, while the responsibilities for all activities of the company towards third parties are still vested in the entire Board of Director.