

(TRANSLATION)

NO. 052/2022

December 15, 2022

Subject : To appointment of Audit Committee

To : The Managing Director
The Stock Exchange of Thailand

CC : Secretary-General of the Office of the Securities and Exchange Commission

The meeting of the Board of Directors of Saha Pathanapibul Public Company Limited at the meeting # 8 (Board#29) held on December 15, 2022 has a resolution to appoint Mr. Vichit Tantianunanont to be the Audit Committee, in replacement of POL. MAJ. GEN. PANURAT MEEPIEN. The appointment is effective from December 16, 2022 onwards.

Please acknowledge accordingly,

Yours Sincerely,

Pasook Raksawonkse , Vathit Chokwatana

(Mrs. Pasook Raksawonkse , Mr. Vathit Chokwatana)
Directors

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

The Board of Directors of Saha Pathanapibul Public Company Limited at the meeting # 8 (Board#29) held on December 15, 2022 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

The name as follows: MR. VICHIT TANTIANUNANONT

The appointment/renewal of which shall take an effect as of December 16, 2022.



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

-No change-

The audit committee is consisted of :

- | | | |
|------------------------------------|-------------------|----------------|
| 1. Chairman of the audit committee | Mr. Khachornsakdi | Vanaratseath |
| remaining term in office 5 months | | |
| 2. Member of the audit committee | Mr. Wasin | Teyateeti |
| remaining term in office 5 months | | |
| 3. Member of the audit committee | Mr. Vichit | Tantianunanont |
| remaining term in office 5 months | | |

Secretary of the audit committee: Mrs. Siriwan Wongariyakavee

The audit committee number(s) 1 and 2 have been adequate expertise and experience to review creditability of the financial report.

The Audit Committee of the Company has scope of Duties and Responsibilities to the Board of Directors as follows :

1. To review and ensure correct and sufficient financial statements of the Company including information disclosure in accordance with the Financial Reporting Standard.
2. To ensure availability of appropriate and effective internal control, risk management and internal audit systems.
3. To review the comply anti-corruption policy of companies

4. To determine the independence of the internal audit unit, and to opine on appointment, appraise, transfer, termination of the head of internal audit unit or any other office responsible for internal audit operations. Supervise to ensure that chief of internal audit office has sufficient education, experiences, and training, adequate to such internal audit operations.
5. To consider and approve the internal audit department's charter.
6. To consider and approve the audit plan and monitor the complies of the internal audit department
7. To ensure that the Company complies with the laws on securities and exchange, regulations of Stock Exchange of Thailand and other laws applicable to the business of the Company.
8. To consider, select, nominate and termination independent individuals as Company's external auditors and propose the remuneration for such auditor to the Shareholders meeting for approval, and engage in a meeting with external auditors at least once a year without the participation of members of the management.
9. To review related transactions or transactions with possible conflict of interests to ensure that compliance with the laws and regulations of the Stock Exchange of Thailand is fulfilled, in order to ascertain that such transactions are reasonable and in the utmost benefits of the Company.
10. To prepare the report of the Audit Committee for disclosure in the annual report of the Company. The report must be signed by the Chairman of Audit Committee and consists of the following information as a minimum:
 - (A) The opinion on correctness, completeness and credibility of the financial statement of the Company;
 - (B) The opinion on sufficiency of the internal control system, risk management and anti-corruption of the Company;
 - (C) The opinion on compliance with the laws on securities and exchange, regulations of Stock Exchange of Thailand and other laws applicable to the business of the Company;
 - (D) The opinion on suitability of the auditors and head of internal audit unit.
 - (E) The opinion on transactions with possible conflict of interests; and
 - (F) The number of Audit Committee meetings and attendance of each member;
 - (G) The overall opinion or observation regarding the Audit Committee performance of duties under its charter; and
 - (H) Other matters which the Audit Committee believes that shareholders and investors should be aware of that are within the extent of duties and responsibilities assigned by the Board of Directors.
11. In the case where the Audit Committee finds or suspects any of the following matters, which may have significant effect on the financial status and the operation of the Company, the Audit Committee must report to the Board of Directors for suitable remedy within a timeframe deemed appropriate by the Audit Committee:

- (A) Transactions with conflict of interests;
- (B) Fraud, irregularity or significant defect of the internal control system; or
- (C) Violation of the laws on securities and exchange, regulations of Stock Exchange of Thailand and laws applicable to the business of the Company.

In the case where the Board of Directors or the responsible executives do not remedy such matter within the timeframe specified by the Audit Committee, a member of the Audit Committee may report such transaction or action to the Office of the Securities and Exchange Commission or the Stock Exchange of Thailand.

- 12. To encourage and follow up that the Company has an efficient risk management system.
- 13. Supervise to ensure that the company has an adequate channel in place to take care of complaints or tips relating to suspicious or improper items contained in the financial statements, or fraud and corruption. The committee shall provide adequate protection to the whistleblower and treat his or her information with confidentiality. At the same time, provide full assurances independence of the investigation process, together with adequate necessary follow-up on that matter.
- 14. To ensure that the company's comply with the principles of corporate governance
- 15. To review, improve and amend the Audit Committee Charter on a yearly basis and propose it to the Board of Directors for approval.
- 16. To Implement a self-assessment at least once a year
- 17. To engage in other action as assigned by the Board of Directors with mutual agreement from the Audit Committee itself under the authority in accordance with the regulations of the Company and the laws.

The company hereby certifies that

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

SignedDirector
(Mrs.Pasook Raksawonkse)

Signed.....Director
(Mr.Vathit Chokwatana)