

# MCOT Public Company Limited

63/1 Rama IX Road, Huaykwang  
Bangkok 10310 Thailand  
Phone +66 (0) 2201 6000  
Fax +66 (0) 2245 1435  
E-mail Contact@mcot.net

[www.mcot.net](http://www.mcot.net)



Ref: MCOT/ 6165(3) / 1625  
April 21, 2017

The Stock Exchange of Thailand  
Attn: President

Re: Appointment of Members of Audit Committee  
Dear Madam,

With regard to the retirement from Director and Chairman of the Audit Committee of Mrs. Patareeya Benjapolchai, MCOT Public Company Limited organized the 2017 Annual General Meeting of Shareholders on April 21, 2017, at 13.30 hrs. at Ballroom Hall A, Queen Sirikit National Convention Center, 60 Ratchadapisek Road, Klongtoey, Bangkok 10110. The 2017 Annual General Meeting of Shareholders approved the re-appointment of Mrs. Patareeya Benjapolchai to the Company's directorship for another term.

The Board of Director's Meeting No.7/2017 at 17.30 hrs. at V.I.P. 2, Queen Sirikit National Convention Center, 60 Ratchadapisek Road, Klongtoey, Bangkok 10110 therefore has appointed Mrs. Patareeya Benjapolchai as Chairman of the Audit Committee for another term. As a consequence, the Audit Committee currently comprises the following members:

- |  |           |
|--|-----------|
| 1. Mrs. Patareeya Benjapolchai                     | Chairman  |
| 2. Professor Parichart Sthapitanonda               | Member    |
| 3. Mr. Suvit Nakpeerayuth                          | Member    |
| 4. Senior Vice President, Office of Internal Audit | Secretary |

The scope of duties and responsibilities of the Audit Committee remains unchanged as stipulated in the Internal Audit Charter.

Sincerely yours,

(Miss Thanaporn Thaweepanich)  
Vice President, Corporate Secretary Department  
MCOT Public Company Limited  
Authorized to sign on behalf of the company

Corporate Secretary Department  
Tel. 0 2201 6454, 0 2201 6664  
Fax 0 2245 1854

At MCOT, we all work together towards a common goal of promoting transparency  
and anti-corruption to achieve sustainable development.

MCOT has adopted an anti-corruption policy against all forms of corruption, which applies to any action taken by MCOT employees.  
For more information, please visit [www.mcot.net/ir](http://www.mcot.net/ir) > good governance > corporate governance > anti-corruption policy.

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

The Board of Directors meeting/shareholders meeting of MCOT Plc No. 7/2017 held on April 21, 2017  
 .....resolved the meeting's resolutions in the following manners:

- Appointment of the audit committee
- Chairman of the audit committee       Member of the audit committee

As follows:

**Mrs.Patareeya Benjapolchai** ..... **Chairman of the audit committee**

the appointment/renewal of which shall take an effect as of **April 24, 2017**

The audit committee is consisted of:

1. Chairman of the audit committee **Mrs.Patareeya Benjapolchai** remaining term in office **3 years**
2. Member of the audit committee **Professor Parichart Sthapitanonda** remaining term in office **1 year**
3. Member of the audit committee **Mr. Suvit Nakpeerayuth** remaining term in office **1 year**
4. Secretary of the audit committee **Senior Vice President, Internal Audit Office**

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

In compliance with the Audit Committee Charter of MCOT Public Company Limited (MCOT), the Audit Committee has authority to conduct any matters within the scope of responsibility as follows:

1. To review the financial statements to ensure accuracy and reliability
2. To review effectiveness of internal control, corporate governance, risk management procedures, other procedures related to anti-corruption measures and internal audit system, to consider independence of the Office of Internal Audit and propose to the Board of Directors approval of appointment, transfer, discharge and remuneration of members of the Audit Committee as well as to consider rewarding of the Head of the Internal Audit Office
3. To review whether the Company is in compliance with laws, rules, regulations, guidelines, Cabinet's resolutions, notifications or order related to the Company's business operations
4. To consider, nominate, appoint the Company's auditor and to propose remuneration of the auditor
5. To study connected transactions or transactions that may cause conflicts of interest or corruption and affect the Company's operations
6. To disclose the Audit Committee's Annual Report and remuneration of the Internal Auditor, which are already certified and signed by the Chairman of the Audit Committee, in the Company's Annual Report
7. To prepare the Audit Committee Charter within the scope of operational responsibilities of the Company to be approved by the Board of Directors, to review appropriateness of the Charter at least once a year and to review and approve the Charter, verification plan and budget of the Internal Audit Office
8. To resolve any disagreement between the Management and the Internal Audit on financial reporting
9. To ensure that the Company is in compliance with relevant laws, regulations, orders and other policies and to regularly meet with the Management, Auditor, Internal Auditor and external consultant
10. To perform other duties as specified by laws or assigned by the Board of Directors with approval from the Audit Committee

The company hereby certifies that

1. The qualifications of the members of the Audit Committee meet all the requirements of the Stock Exchange of Thailand
2. The aforementioned scope of responsibility of the Audit Committee meet all the requirements of the Stock Exchange of Thailand

Signed



**President, MCOT Plc.**

**(Mr.Kematat Paladesh)**