

(Translation)

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

The Board of Directors meeting of Bangkok Expressway and Metro Public Company Limited No. 4/2019 held on April 26, 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) General Sampao Choosri Member of the audit committee
.....
(2)
(3)
(4)

, the appointment/renewal of which shall take an effect as of April 26, 2019

The audit committee is consisted of:

- | | | | |
|------------------------------------|--------------------------------|-----------------------------------|----------|
| 1. Chairman of the audit committee | Mr. Vitoon Tejatussanasoontorn | remaining term in office | 1 years. |
| 2. Member of the audit committee | General Chetta Thanajaro | remaining term in office | 1 years. |
| 3. Member of the audit committee | General Sampao Choosri | remaining term in office | 3 years. |
| 4. Member of the audit committee | Dr. Annop Tanlamai | remaining term in office | 2 years. |
| Secretary of the audit committee | Miss Vasana Wattananukulchai | General Manager of Internal Audit | |

Enclosed hereto is ...1... copies of the certificate and biography of the audit committee. The audit committee numbers 1 and 4 ...have 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. Reviewing to ensure that the Company's financial reports are accurate and adequate.
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2. Reviewing to ensure that the Company's internal control system and internal audit system are suitable
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and effective, considering the independence of the internal audit unit as well as granting approval on
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consideration for appointment, transfer, termination of employment of head of the internal audit unit
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or any other unit responsible for the internal audit.
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3. Reviewing to ensure the Company's performance in compliance with the securities and exchange law, requirements of the Stock Exchange and the laws relating to the Company's business.
4. Considering, selecting, submitting for appointment of a person who is independent to serve as the Company's auditor, and proposing remuneration and termination of employment of such person as well as meeting with the auditor without management at least once a year.
5. Considering connected transactions or transactions which may involve a conflict of interests in compliance with the laws and requirements of the Stock Exchange in order to ensure that such transactions are justified and of the utmost benefit to the Company.
6. Preparing a report of the Audit Committee to be disclosed in the Company's Annual Report. Such report must be signed by the Audit Committee Chairman and comprise at least the following information:
 - (a) Opinions on correctness, completeness, and reliability of the Company's financial reports;
 - (b) Opinions on the adequacy of the Company's internal control system;
 - (c) Opinions on compliance with the securities and exchange law, requirements of the Stock Exchange or laws relating to the Company's business;
 - (d) Opinions on the appropriateness of the auditor;
 - (e) Opinions on transactions which may involve a conflict of interests;
 - (f) Number of meetings of the Audit Committee and attendance of each Audit Committee member;
 - (g) Overall opinions or observations by the Audit Committee from the performance of duties in accordance with the Charter;
 - (h) Other matters that should be informed to shareholders and general investors within the scope of the duties and responsibilities assigned by the Board of Directors.
7. Supervising and monitoring the internal audit tasks by reviewing missions, scope of works, independence and development plan and providing internal audit personnel training to catch up with the business changes and develop themselves on a continual basis, in order to accommodate the direction of the Company's operations and international standards, including consideration and approval of annual internal audit plans.

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8. Performing any other activities as assigned by the Board of Directors to independently provide
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opinions and suggestions in line with the requirements and the best practice guidelines
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for the audit committee of the Stock Exchange.
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9. In performing its duties, should the Audit Committee find or should there be any doubt as to whether
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or not the following transactions or actions may have a material impact on the Company's financial
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position and operational results, the Audit Committee will report on its findings to the Board
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of Directors in order to improve and rectify the same within the time as the Audit Committee deems
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appropriate:
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- (a) Any transactions giving rise to a conflict of interests;
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- (b) Corruption or unusual occurrence or material fault in the internal audit system;
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- (c) Violation of the securities and exchange law, requirements of the Stock Exchange or laws
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related to the Company's business.
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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

Signed - Signature - Director

(Mr. Supong Chayutsahakij)

Signed - Signature - Director

(Mrs. Payao Marittanaporn)