



(Translation)

NO.SONIC-026/2019

8th November, 2019

Subject: Appointment of Director and Subcommittee Member

To: President

The Stock Exchange of Thailand

Attachment Form to report on names of members and scope of work of the audit committee (F24-1)

SONIC Interfreight Public Company Limited ("the Company") would like to inform that the Board of Directors' Meeting no.5/2019 on 8 November 2019 has passed resolutions to appoint a director and subcommittee member as follows:

1. Appointment of Mr. Rattawat Suksaichon as a director of the company Committee Audit Committee and Independent Director to replace ML Patcharaphon Devakula who has resigned from the position of director Audit Committee and Independent Director on 30 September 2019.

Therefore, the Audit Committee consist of:

- | | |
|---------------------------------|-------------------------|
| (1) Mrs. Kalyaporn Pan-Ma-Rerng | Chairman |
| (2) Mr. Kanawath Aran | Member of the committee |
| (3) Mr.Rattawt Suksaichol | Member of the committee |

2. Appointment of Associate Professor Kalyaporn Pan-Ma-Rerng as Chairman of the Nomination and Compensation Committee will replace ML Patcharaphon Devakula, who has resigned from the position Chairman of the Nomination and Compensation Committee on 30 September 2019.

Therefore, the members of the committee of Nomination and Remuneration will consisted of 4 members as followed:

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|---------------------------------|--|
| (1) Mrs. Kalyaporn Pan-Ma-Rerng | Chairman |
| (2) Mr. Kanawath Aran | Member of the committee of Nomination
and Remuneration |
| (3) Ph.D.Santisuk Kosiarpnant | Members of the committee of Nomination
and Remuneration |

These appointments will be effective from 8 November 2019 onwards.

Please be informed accordingly.

Your Faithfully,

Ph.D. Santisuk Kosiarpnant

Mr. Ranut Lieolertsakulchai

(Ph.D. Santisuk Kosiarpnant)

(Mr. Ranut Lieolertsakulchai)

Chief Executive Officer

Director

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

The Board of Directors meeting of Sonic Interfreight Public Company Limited No. 5/2019 held on 8 November 2019 resolved the 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.Rattawt Suksaichol Member of the Audit Committee
- (2)
- (3)

The appointment/~~renewal~~ of which shall take an effect as of 8 November 2019

- 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 Mrs. Kalyaporn Pan-Ma-Rerng remaining term in office 1 year(s)
2. Member of the audit committee Mr. Kanawath Aran remaining term in office 1 year(s)
3. Member of the audit committee Mr.Rattawt Suksaichol remaining term in office 1 year(s)

Secretary of the audit committee

Enclosed hereto is copy of the Certificate and Biography of a Member of the Audit Committee . The Audit Committee Member No . 1 to 3 have adequate expertise and experience to review creditability of the financial reports .

The Audit Committee of the company has the scope, duties and responsibilities to the Board of Directors on the following matters;

1. Review the report procedure and ensure the transparent disclosure of the financial report to be accurate, complete, adequate, and trustworthy in a timely manner by coordinating with the financial auditor and the Management who response in the financial report both quarterly and annually.
2. Review and ensure appropriation and effectiveness of the Company's internal Control.
3. Consider the Audit Report ,Auditor and Internal Audit Department's opinions and present to The Management for improvement as a suggestion including follow up those issues
4. Review the Internal Audit with the Internal Audit Supervisor especially concerned internal system control and financial managing procedure.
5. Consider, give an opinion and suggest the budget and manpower of Internal Audit and present to the Management for approval
6. Consider, select, nominate and propose remuneration to the external auditor by considering the trustworthy, sufficiency of resource of the audit and assigned personnel's experience including the performance in the past year as well as consider dismissal of the financial audit Accordingly, Audit Committee provides opinions to the Board of Directors of Directors for next approval and consideration.
7. Review the Company's compliance with Securities and Exchange Act, regulations of the Stock Exchange of Thailand and all other applicable legislation.
8. Create annual overall operation report of the Audit Committee showing lists according to regulation of the Stock Exchange of Thailand, arrange to be signed by Chairman of the Audit Committee and disclose in the Company's annual report
 - 8.1 Review the Company to support good corporate governance continuously as well as guide effective planning and give important suggestions for the companies development.
 - 8.2 Give precedence by supporting the Company's Good Corporate Governance to be one of the annual committee meeting agenda and also the annual shareholders meeting agenda.

- 8.3 Follow up with the Chairman of the Audit Committee and ensure to receive a copy of report on interest under Section 89/14 form and company secretary within 7 business days from the date on which the company has received such report.
- 8.4 Review the standard of risk management policy and ensure the efficiency and effectiveness.
- 8.5 Coordinate with Risk Management Committee and Management to consider and discuss the report and present the risk management progression to the Company
- 8.6 Review the Company's operation under the measure of anti-corruption as well as the financial report, internal control system and internal audit to ensure the effectiveness of operation, the accordance of regulations and its morality. if there are any suspicions of report or any behaviors which may affect the financial position and the Company's operation including significant corruption, the audit committee will report to the Board of Directors for progression and improvement within due time.
- 8.7 Perform other duties assigned by the Board of Directors. The Audit Committee has responsibilities to the Board of Directors while the responsibilities of entire activities to others are still belong to the Board of Directors
- 8.8 Perform duties following notice of the Stock Exchange of Thailand
- 8.9 Control the whistle blowing procedure when employees and stakeholders have inquiries or found suspicious behaviors against the regulations, laws, rules, ethics or corporate governance policies and to assure the whistle blower that the Company has an independent investigation procedure and appropriate monitoring operation.
- 8.10 Control the special investigation as deemed necessary

The Company certified that

1. All members of Audit Committee are qualified in accordance with requirements of the Stock Exchange of Thailand
2. Scopes, duties and responsibilities of Audit Committee above complies with requirements of the Stock Exchange of Thailand .

Your Faithfully,

Ph.D. Santisuk Kosiarpnanat

Mr. Ranut Lieolertsakulchai

(Ph.D. Santisuk Kosiarpnanat)

(Mr. Ranut Lieolertsakulchai)

Chief Executive Officer

Director