



CPL GROUP PUBLIC COMPANY LIMITED.

聯 誠 股 份 有 限 公 司

ทะเบียนเลขที่ 0107537000289

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October 12, 2016

Subject: Appointment of Independent of Director and Member of Audit Committee

To: President
The Stock Exchange of Thailand

CPL Group Public Co.,Ltd would like to inform that the Company's Board of Director at the meeting No.7/2016 held October 12, 2016 has approved resolution Mr. Supapat Ongsangkoon to be the member of the Audit Committee.

The Company has, the enclosed herewith is the form to report on name and Scope of Work of the Audit Committee (F24-1).

Please be informed accordingly.

Sincerely Yours,
(Mr. Suwatchai Wongcharoensin)
Director and Company Secretary



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

The Board of Directors meeting of CPL Group Public Co.,Ltd No.7/2016 held on October 12,2016 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

- Mr. Supapat Ongsangkoon

The appointment of the member of the audit committee is effect as of October 12, 2016

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

-No Change were made.

The audit committee is consisted of:

1. Chairman of the audit committee Mr. Ruth Banomyong remaining term in office 1 year
2. Member of the audit committee Mr. .Supapat Ongsangkoon remaining term in office 1 year
3. Member of the audit committee Mr .Mongkon Laoworapong remaining term in office 1 year

Secretary of the audit committee Ms. Arjaree Suphasinwongchai

Enclosed herewith is a copy of the certificate and biography of the audit committee. The audit committee number(s) 1 and 3 have adequate expertise and experience to review creditability of the financial reports.

The body of the Audit Committee

The Company appointed the audit committee which consists of 3 independent directors who are not in executive positions and qualified in accordance with the regulations of the Stock Exchange of Thailand (SET). One of these must have the understanding and experience in accounting and finance. The audit committee will be in the office for indefinite term, unless otherwise terminated by retirement or discharged by the Board of Directors of relieved from the directorship.

Scope of authorities of the Audit Committee

1. To review the Company's financial statement for their accurate and adequate disclosure.
2. To review the Company's internal control system and internal audit system to ensure that they are suitable and efficient, to determine an internal audit unit's independence, as well as to approve the appointment, transfer and dismissal of the chief of the internal audit unit or any other unit in charge of an internal audit unit.
3. To review the Company's compliance with the Security and Exchange, the Exchange's regulations, and the laws relating to the Company's business.



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4. To determine, select, nominate, an independent person to be the Company's auditor, and to propose such person's remuneration, as well as to attend a non-management meeting with an auditor at least once a year.
5. To review the connected transaction, or the transactions that may lead to conflicts of interests, to ensure that they are in compliance with the laws and the Exchange's regulations, and are reasonable and for the highest benefit of the Company.
6. 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.
 - a. an opinion on the accuracy, completeness and creditability of the Company's financial report.
 - b. an opinion on the adequacy of the Company's internal control system.
 - c. 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.
 - d. an opinion on the suitability of an auditor.
 - e. an opinion on the transactions that may lead to conflicts of interests.
 - f. the number of audit committee meetings, and the attendance of such meetings by each committee member.
 - g. an opinion or overview comment received by the audit committee from its performance of duties in accordance with the charter; and
 - h. 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.
7. To prepare any other act as assigned by the Company's board of directors, with the approval of the audit committee.

The company hereby certifies that

1. The Audit Committee's members have all qualifications described by the regulations of the Stock Exchange of Thailand; and
2. The above scope of duties and responsibilities of the Audit.

Signed.....Director

(Mr. Suwatchai Wongcharoensin)

Signed.....Director

(Mr. Lai Chi Hsiang)