



No.009/2021

27 April 2021

Subject: Notification of the appointment the directors of the Audit Committee

To: The President
The Stock Exchange of Thailand

Attachment: Form to Report on Names of Members and Scope of Work of the Audit Committee (F24-1)

Principal Capital Public Company Limited hereby would like to inform that the Company's Board of Directors Meeting No. 4/2021 held on 26 April 2021 has appointed two independent directors to be the Audit Committee Member as follows;

1. Mrs.Unakorn Phruithithada as Independent Director and Audit Committee Member
2. Assoc. Prof. Dr. Sillapaporn Srijunpetch (Ph.D.) as Independent Director and Audit Committee Member

These appointments shall be effective from 26 April 2021 onwards.

The Audit Committee Member of The Company as follows;

1. Mrs.Unakorn Phruithithada as Audit Committee Member
2. Assoc. Prof. Dr. Sillapaporn Srijunpetch (Ph.D) as Audit Committee Member
3. Dr. Jutamas Ingpochai (Ph.D.) as Audit Committee Member

Please be informed accordingly.

Yours sincerely

-Signature-

(Miss Ritima Jirasuradate)

Corporate Secretary

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

The Audit Committee Meeting of Principal Capital Public Company Limited No. 4/2021 on 26 April 2021 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) Mrs.Unakorn Phruithithada
 , the appointment shall be effective from 26 April 2021.
- (2) Assoc. Prof. Dr. Sillapaporn Srijunetch (Ph.D.)
 , the appointment shall be effective from 26 April 2021.

The audit committee id consisted of:

1. Member of the audit committee Mrs.Unakorn Phruithithada
 The remaining term in office 3 years.
2. Member of the audit committee Assoc. Prof. Dr. Sillapaporn Srijunetch (Ph.D.) .
 The remaining term in office 3 year.
3. Member of the audit committee Dr. Jutamas Ingpochai (Ph.D.)
 The remaining term in office 1 years.

Secretary of the audit committee Ms.Ritima Jirasuradate

Certificates and Resumes of 2 members of the Audit Committee are attached hereto. The Audit Committee member who possess strong knowledge and experience in accounting and finance are memr No. 1-2

The audit committee of the company has the scope of duties and responsibilities to the Board of Director on the following matters:

1. To ensure that the Company's financial statements are accurate and adequately disclosed.
2. To ensure that the Company and Subsidiary Companies implement internal controls and internal audit systems that are appropriate and effective. In case of necessity, the Audit Committee shall hire specialists for suggestion assembled in consideration, the Company is responsible for the costs incurred, including the overall performance evaluation and the independence of the internal audit unit, while giving

consent regarding appointment, transfer, and termination of employment of the head of the internal audit or any other unit responsible for internal audit, and participate in the meeting with head of the internal audit or other unit responsible for internal audit without the Management at least 1 time per year.

3. To ensure that the Company complies with the law governing securities and exchange, regulations of the SET, and the laws applicable to the Company's business.

4. To consider selecting, nominating, and appointing an independent person to act as an auditor of the Company including to propose the remuneration and termination of such auditor, and attend meetings with the auditor without the management's presence at least once a year.

5. To consider related party transactions or transactions with likely conflicts of interest and ensure that they are conducted in accordance with the law and regulations of the SET and ensure that such transactions are reasonable and in the best interest of the Company.

6. To prepare a report relating to the performance of the Audit committee disclosed in the Company's annual report. Such report must be signed by the Chairman of the Audit committee and shall contain the following information:

- (1) The opinion on the accuracy, completeness, and reliability of the Company's financial reports.
- (2) The opinion on the sufficiency of the internal control of the Company.
- (3) The opinion on compliance with the SEC's laws and regulations of the SET, or other laws relating to the Company's business.
- (4) The opinion on the appropriateness of the auditor.
- (5) The opinion on the transactions that may give rise to conflicts of interest.
- (6) The amount of Audit committee' meetings and the attendance list of each Audit Committee
- (7) The overall opinion or remark that the Audit Committee obtained from performing its duties according to the charter.
- (8) Other transactions about which shareholders and general investors should be informed under the scope of duties and responsibilities assigned by the Board of Directors.

7. In performing the Audit committee's duties, if a transaction or action which may materially affect the Company's financial status and performance is found or suspected to occur and to get whistle blowing, the Audit committee shall report to the Board of Directors of the Company in order to remedy such affect within a period that the Audit Committee deems appropriate. Such transaction or action is as follows:

- (1) A transaction having a conflict of interest.
- (2) A fraud or irregularity or major defect on the internal control system.
- (3) Violation of the law governing securities and exchange, regulations of the SET, and the laws applicable to the Company's business.

If the board of directors or the executives do not remedy within the period set out in paragraph one, any of the Audit committee members may report that there are such transactions or actions under the first paragraph to the SEC or SET.

8. To consider and propose to amend the scope of duty, authority and responsibility of the Audit committee as it deems appropriate.

9. To perform any other acts assigned by the board of directors, with the consent of the Audit Committee.

10. To receive whistleblowing from employees in items of inappropriate Financial Statements, including other corruption issues with an independent investigation process and have proper tracking actions.

11. Review of regulations and the past year's performance at least 1 time per year.

The Company hereby certifies that

1. The Qualifications of the aforementioned 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 requirement of the Stock Exchange of Thailand

Signed.....Director
(Dr. Satit Viddayakorn)

Signed.....Director
(Mr.Veera Srichanachaichok)