

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

The Board of Directors meeting/~~shareholders meeting~~ of TV Direct Public Company Limited No. 2/2017 held on February 23, 2017 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) Mr. Tada Charukitpaisarn
- (2) Asst. Prof. Anucha Chintakanond
- (3) Mr. Suthep Suebsantiwongse

, the expired date of the Audit Committee's term will be extended from April 19, 2017 to April 19, 2019.

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

.....

, the determination/change of which shall take an effect as of(date).....

The audit committee is consisted of:

1. Chairman of the audit committee

Mr. Tada Charukitpaisarn remaining term in office 2 years since April 19, 2017

2. Member of the audit committee

Asst. Prof. Anucha Chintakanond remaining term in office 2 years since April 19, 2017

3. Member of the audit committee

Mr. Suthep Suebsantiwongse remaining term in office 2 years since April 19, 2017

Secretary of the audit committee Mr. Wichian Manapongpun

The audit committee number 2 has 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. Review and ensure the accuracy and sufficiency of the Company's Financial Report.
2. Review the internal control and internal audit system as to ensure their appropriateness and effectiveness. Consider the independence of the Internal Audit Division. Giving an opinion on the appointment, rotation, termination of the Head of Internal Audit Division or Internal Audit Unit.
3. Ensure that the Company is in compliance with the rules or regulations prescribed by the Stock Exchange of Thailand and any other laws related to its business.
4. Consider and recommend the appointment of the auditor and the proposed audit fee. Attend the Meeting with the auditor without Management at least once a year.
5. Review the related parties transactions or the conflict of interest transactions to ensure that those transactions are reasonable and maximize benefit to the Company.
6. Prepare the Audit Committee report. The report must be signed by the Chairman of the Audit Committee and disclosed in the Company's Annual Report with the minimum information as follows:-
 - (a) Opinion on the accuracy, completeness and creditability of the Company's Financial Report.
 - (b) Opinion on the sufficiency of the Internal Control system.
 - (c) Opinion on the compliance to the Securities and Exchange Commission and the Stock Exchange of Thailand's regulations or any other laws related to the Company's business.
 - (d) Opinion on the appropriateness of the auditor.
 - (e) Opinion on the conflict of interest transactions.
 - (f) No. of the Audit Committee's Meeting and the attendance list.
 - (g) Opinion or notice of the Audit Committee from their functions according to the Audit Committee's Charter.
 - (h) Any other transactions that the shareholder and investors should be informed of which must be in scope that assigned by the Board of Directors.
7. Review of anti-corruption measures on regular basis.
8. Consider any other matters as assigned by the Board of Directors and agreed by the Audit Committee.

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 Director
(Mr. Pisut Chalakornkul)

Signed Director
(Mr. Wirasack Wirojwattanakul)