



-Translation-

KCE 06/2562

December 9, 2019

Re: Notification on the member of Audit Committee resignation and  
the appointment of a new Director

To: President of the Stock Exchange of Thailand

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

The Board of Directors' Meeting of KCE Electronics Public Company Limited No. 12/2019 held on December 6, 2019,  
passed a resolution as follows;

1. Acknowledged the resignation of Lt. Gen. Suprija Mokkhavesa, MD, from the position of Independent Director and Member of the Audit Committee, due to health matter that cause him to be unable to fully perform duties, with effect from December 31, 2019
2. Approved the appointment of Dr. Sutee Mokkhavesa, holding the position as Independent Director and the Audit Committee member, to replace the vacancy, with effect from January 1, 2020 onward.

Please be informed accordingly,

Sincerely Yours

(Mrs.Voraluksana Ongkosit)

Executive Vice Chairperson



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

The Board of Directors meeting of KCE Electronics Public Company Limited No.12/2019 held on December 6, 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:

Audit Committee Member      Dr. Sutee Mokkhavesa

,the appointment of which shall take an effective as of January 1, 2020

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.....

The audit committee is consisted of:

- |                                    |                       |  |
|------------------------------------|-----------------------|--|
| 1. Chairman of the audit committee | Mr. Paitoon Taveebhol | Remaining term in office 1 year 5 months |
| 2. Member of the audit committee   | Mr. Kanchit Bunajinda | Remaining term in office 2 year 5 months |
| 3. Member of the audit committee   | Dr. Sutee Mokkhavesa  | Remaining term in office 1 year 4 months |

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

1. Conduct an audit to ensure that the Company has prepared accurate and adequate financial reports .
2. Conduct an audit to ensure that the Company has proper and effective systems of internal control and internal audit, review the independence of the Internal Audit Unit, and approve the appointment, transfer or termination of employment of the Chief of the Internal Audit Unit or other units which are responsible for internal audit.
3. Conduct an audit to ensure that the Company complies with the laws governing securities and exchange, the requirements of the Stock Exchange of Thailand and the laws relating to the Company's business.

4. Review, select and nominate independent persons to act as the Company's auditors and propose the determination of remuneration for such persons, as well as have a meeting with the auditors, without the attendance of the management, at least once a year.
5. Review and manage connected transactions or transactions which may cause conflicts of interest to comply with the laws and the requirements of the Stock Exchange of Thailand, in order to ensure that such transactions are reasonable and for the best benefit of the Company.
6. Prepare the report of the Audit Committee to be disclosed in the Company annual report. The report of the Audit Committee shall be undersigned by the Chairman of the Audit Committee and shall include at least the following contents:
  - (a) Opinion on the accuracy, completeness and reliability of the Company's financial reports;
  - (b) Opinion on the adequacy of the Company's internal control system;
  - (c) Opinion on the compliance with the laws governing securities and exchange, the requirements of Stock and Exchange of Thailand or the laws related to the Company's business;
  - (d) Opinion on the appropriateness of the auditors;
  - (e) Opinion on the transactions which may cause conflicts of interest;
  - (f) Number of the Audit Committee Meetings and the attendance record of each member of the Committee;
  - (g) Overall opinions or remarks obtained by the Audit Committee in performing duties under the Charter;
  - (h) Other matters viewed by the shareholders and general investors to be disclosed under the scope of duties and responsibilities assigned by the Board of Directors;
7. Take any other actions as assigned by the Board of Directors, with the approval of 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  ..... Executive Vice Chairperson  
( Mrs.Voraluksana Ongkosit )