



ESTAR/BKK/LEGAL/128/2564

11 November 2021

Subject : Notifying the resolutions of the Board of Directors Meeting of the Company.

To : Director and Manager,  
The Stock Exchange of Thailand.

We, Eastern Star Real Estate Public Company Limited (the “Company”), wish to notify the resolutions on the important agenda of the Board of Directors Meeting of the Company No. 9/2021, held on 11 November 2021, as follows:

1. Resolved for appointment of Mrs.Wanna Thamsirisup as the Independent Director in place of Mr. Preecha Oonchitti who had passed away.
2. Resolved for appointment of Mrs.Sunanta Tiasuwan as the Chairman of Audit Committee.
3. Resolved for appointment of Mrs.Wanna Thamsirisup as the Audit Committee and the Nomination and Remuneration Committee.

Effective from 1 December 2021 onwards.

Please be informed accordingly.

Sincerely yours,

A handwritten signature in blue ink, appearing to read "Dr. Torsak Lertsrisakulrat".

(Dr. Torsak Lertsrisakulrat)

Managing Director

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

The Board of Directors meeting/shareholders meeting of Eastern Star Real Estate Public Company Limited No. 9/2564 held on 11 November 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 is **Mrs. Sunanta Tiasuwan**

✓ Member of the audit committee is **Mrs. Wanna Thamsirisup**

, the appointment/renewal of which shall take an effect as of 1 December 2021.

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 **Mrs. Sunanta Tiasuwan** The term in office is equal to the term in office of the Company's director.
2. Member of the audit committee **Mr. Jessada Promjart** The term in office is equal to the term in office of the Company's director.
3. Member of the audit committee **Mrs. Wanna Thamsirisup** The term in office is equal to the term in office of the Company's director.

Secretary of the audit committee **Miss Poonsri Pholpanitcharoen**

Enclosed hereto is 1 copie of the certificate and biography of the audit committee. The audit committee number(s) 1-3 has/have 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. Audit the company to ensure that financial reports are correct and adequate and perform special audits on significant accounting policy changes and lists of auditor recommendations for improvements.
2. Audit the company to ensure the presence of an internal control system and perform internal audits as appropriate and effective.
3. Audit the company to ensure compliance with laws governing securities and the stock exchange, stock exchange regulations and all other laws related to the company's business activities.
4. Consider, select and nominate for the appointment of and propose remuneration for the company's auditors with considerations based on auditor independence such as in auditing other services with the auditors' companies and rotation of company auditors.
5. Audit with auditors concerning issues that might impact the reliability of financial reports such as significant complications or conflicts found by auditors during work, facts and differences of opinions between auditors and management, effectiveness of the internal control system, faults encountered in each accounting period, and those that might be found in subsequent accounting periods.
6. Hold meetings with auditors without the attendance of management and hold meetings with the people in charge of internal control without the attendance of management at least once annually.
7. Audit risks and risk assessment methods of internal auditors and audit to ensure that the board of directors and high-ranking executives recognize significant risks and operations risks.
8. Evaluate disclosures of company information whenever connected transactions or transactions with potential conflict of interest occur in order to ensure correctness and completeness, and give opinions to the board of directors regarding connected transactions or transactions with potential conflict of interest before the company conducts said transactions in line with the requirements of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission.
9. Audit and acknowledge the ethical and moral activities of executives and employees and corporate governance.
10. Create the business oversight reports of the Audit Committee and disclose them in the company's annual reports. These reports must be signed by the Chairman of the Audit Committee and contain at least the following information:
  - 10.1 Opinions about the correctness, completeness and reliability of the company's financial reports.
  - 10.2 Opinions about the adequacy of the company's internal control system.
  - 10.3 Opinions about compliance to laws governing securities and exchange, stock market requirements or other laws related to the company's business activities.
  - 10.4 Opinions deemed appropriate by auditors.

10.5 Opinions about transactions with potential conflict of interest.

10.6 Number of meetings held by the Audit Committee and attendances by each Audit Committee director.

10.7 Overall opinions or observations of the Audit Committee based on performing its duties in accordance with its charter.

10.8 Other transactions that the committee deems worthy of acknowledgement by shareholders and investors within the scope of duties and responsibilities defined by the board of directors.

11. Audit and approve the charter of the internal audit agency and ensure that the charter of the internal audit agency is reviewed at least once annually.

12. Consider and approval annual internal audit plans, prioritize importance based on risks, audit internal audit reports, and make joint considerations with management in significant faults that are encountered and management responses.

13. Give approvals in the appointments, transfers and dismissals of persons in charge of internal audit and judge the independence of said agency.

14. Consider the employment of or obtainment of assistance from specialists in performing audit and reviews as deemed fitting by the Audit Committee.

15. If the board of directors or management fails to apply corrections or does commit actions that might significantly impact financial position or performance of the company, the Audit Committee may report such instances to the Office of the Securities and Exchange Commission.

16. Take any other actions as assigned by the board of directors without hindering the independence 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 *[Signature]* ..... Director  
 ( )

Signed *[Signature]* ..... Director  
 ( )

