

Scope of Authority of Subcommittee

Audit Committee

The Audit Committee must consist of not less than 4 members. The Audit Committee is to select one of its members to be the Chairman of the Audit Committee who is qualified as independent director and another 3 will be appointed as audit committee must be qualified as the independent director, at least 3 of whom must possess sufficient knowledge and experience in order to perform his/her/their duties of reviewing the credibility of the financial statements.

Scope of Duties

1. To review the appropriateness of the financial reporting system for the Company and subsidiaries and disclosure of information in its financial statements in accordance with the legally defined Financial Reporting Standards and promote the development of financial reporting systems in compliance with International Financial Reporting Standards.

2. To review the Company's internal control and internal audit systems and ensure that they are suitable and effective and to attend the meeting with the chief of internal audit without management team at least 1 time a year as well as to approve the appointment, transfer, dismissal, performance appraisal and remuneration and to approve the annual internal audit plan;

3. To review that the Company complies with the requirements of the Securities and Exchange Commission, SET, and all laws relating to its business;

4. To review the overall performance of the external auditors and recommend to the Board on the proposal to shareholders on the appointment, reappointment or removal of the external auditors and the auditor's remuneration as well as to hold a meeting with the external auditor without management in attendance, at least once a year;

5. To review all connected transactions and possible conflicts of interests to ensure they are in compliance with the laws and regulations of SET to ensure that all transaction is reasonable and beneficial to the Company and all its stakeholders;

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 information required by SET;

7. To perform other duties as assigned by the Board of Directors of the Company with the consent of the Audit Committee

8. To report on any matters as deemed appropriate for the shareholders and investors under the scope and responsibilities assigned by the Board of Director;

9. To continue report on activities and responsibilities to Board of Directors;

10. To report the discussion and/or decision of the Audit Committee at its meetings and make recommendation as necessary to the Board of Directors at least four times a year. In its performance of duties, if it is found or suspected that there is a transaction or any of the following acts, which may materially affect the Company's financial condition and operating results, the Audit Committee shall report it to the Board of Directors for rectification within the period of time that the Audit Committee thinks fit:

- (1) Any transaction which causes any conflict of interest; or
- (2) Any fraud, irregularity, or material defect in an internal control system; or
- (3) Any infringement of the law on securities and exchange, SET's regulations, or any law relating to the Company's business.

If the Company's Board of Directors or management fails to make a rectification within the period of time under the first paragraph, any Audit Committee member may report on the transaction or act under the first paragraph to the Office of the Securities and Exchange Commission or SET;

11. Other scopes and responsibilities

- 11.1 Perform any duties or further duties as prescribed by law;
- 11.2 Perform other duties as assigned by the Board of Directors of the Company in written with the consent of the Audit Committee;
- 11.3 Review the charter annually and propose to the Board of Directors for approval if changes are needed; and
- 11.4 Evaluate the scope of the performance of the Audit Committee on an annual basis.

Nomination and Remuneration Committee

Nomination and Remuneration Committee consists of 2 independent directors and 1 managing director. Independent director will be the Chairman of the Nomination and Remuneration Committee.

Scope of Duties

1. To set up the policy and selection criteria for the Board of Directors, Sub-Committee, Chief Executive Officer and Managing Director.
2. To set up the policy and remuneration payment criteria
3. To select the person who qualified as prescribed in the regulations and propose the Board of Directors for their approval for the following position:
 - (a) Board of Directors
 - (b) Sub-Committee
 - (c) Managing Director
4. To consider the suitable person with qualifications thoroughly for utmost benefits of the Company and propose to the Board for approval.
5. To propose the Board of Director to appoint the new director replacing director who retires by term as prescribed in the Article of Association.
6. To set up the policy and remuneration payment criteria for the Board of Directors, Sub-Committee, Managing Director.
7. To set up criteria and methods for appraising the performance of the Board of Directors, Sub-Committee, Chief Executive Officer, Chief Operating Officer and Managing Director.
8. To disclose the selection criteria and policy as well as the system and payment of remuneration and prepare the report the determination of remuneration which the comments of nomination and remuneration committee shall be included in the annual report.
9. To perform other duties as assigned by the Board of Directors

Risk Management Committee

Risk Management Committee consists of 2 independent directors and 1 managing director. Independent director will be the Chairman of the Risk Management Committee.

Scope of Duties

1. Determine the overall risk such as risk on investment, business operation, management, finance, operation, data securities, law and propose the security method and manage such risks to be maintained acceptable risk levels, including provide suggestion to Board of Directors in connection to risk management.
2. Determine the overall risk management policy for the Company
3. Control and measure risk emphasizing each factor of risk for the best decision. The risk management committee is responsible to follow and appraise the risk management result of the Company ensuring that the Company strictly follow the policy as well as making an amendment of the plan to decrease the risk.
4. To regularly update the Board regarding results of risk appraisal and operation plan to decrease risk and to report on risk exposure to Board of Director immediately for significantly effect to the Company.

5. To perform other duties as assigned by the Board of Directors other duties as assigned by the Board of Directors

Executive Committee

Executive Committee consists of 4 independent directors, in which 3 of them must be managing directors and one must be executive.

Scope of Duties

Executive Committee has duties, authorization, and responsibility to manage the regular business operation of and to administrate the company. Executive Committee has to establish policies, business plans, a budget, structure and authorization of management, business procedure and guidelines to operate the business in line with the current economic situation. After completion, this information will be presented to Board of Directors for approval. To summarize, duties and responsibilities of the Executive Committee are listed as follows:

1. To arrange the Company's vision, business strategy, operational policy as well as budget of the Company and subsidiaries before proposing the Board of Directors to consider approving.

2. To monitor, examine and follow up management policy and guideline implementation by the Company to ensure that they are in compliance with the assignment of the Board of Directors.

3. To have authority to consider approving some cases or operations regarded as regular business of the Company under financial limit or annual budget approved by the Board of Directors and to perform any action as specified above subject to the regulations from SEC, SET and other related government agencies regarding the connected transaction, the acquisition and disposal of asset and the table of authority as prescribed by the Board of Directors.

4. To consider and propose the profit and loss and the interim dividend payment to Board of Director for approval

5. To consider and propose the annual dividend payment to the Board of Directors and further Shareholders' Meeting for approval.

6. To authorize one or more directors or other persons to perform a particular assignment under a control of Executive Committee, or to assign the person as mentioned to have a certain authorization for a period of time which Executive Committee considers as appropriate. Executive Committee may terminate, make any necessary changes upon appointment of that person(s). The Executive Committee may cancel, revoke, amend the authorized person as deemed appropriate.

In connection with the consideration by the executive committee, such authorization must not appoint to a person who has conflict (according to the definition of SEC, SET or the related government agency) or having conflict of interest with the Company. Such authorization is required to propose to the Board of Directors' Meeting or the Shareholders' Meeting for approval unless such transaction is a regular business.

7. To perform other duties as assigned by the Board of Directors