



F I N A N S A

Asian Merchant Banking

No. For.11/2019

May 10, 2019

Subject: Renewal for the term of 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)

Finansa Public Company Limited held Board of Director Meeting No. 3/2019 on May 10, 2019 at No. 48/48, 20 Floor, Tisco Tower, North Sathorn Road, Bangkok. The Meeting has approved to re-appoint the members of the Audit Committee who retired by the rotation as the Audit Committee of the Company for another term with the following details :

- | | |
|----------------------------|---------------------------------|
| (1) Mr. Akarat Na Ranong | Chairman of the Audit Committee |
| (2) Mr. Nuttawut Phowborom | Member of the Audit committee |
| (3) Mr. Chanmanu Sumawong | Member of the Audit committee |

The Audit Committee will have the same duties and responsibilities for 1 year term (from June 19, 2019 to June 18, 2020).

Please be informed accordingly.

Yours sincerely,

Finansa Public Company Limited

(Mr. Vorasit Pokachaiyapat)

Managing Director

FINANSA PUBLIC COMPANY LIMITED

Registered No. 0107545000080

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

The Board of Director Meeting of Finansa Public Company Limited No. 3/2019 held on May 10, 2019 resolved the meeting's resolution as follows :

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. Akarat Na Ranong

(2) Mr. Nuttawut Phowborom

(3) Mr. Chanmanu Sumawong

The appointment/renewal for which shall take an effect as of June 19, 2019

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

..... None of change

.....,the determination/change of which shall take an effect as of-

The audit committee is consisted of :

- | | | | |
|------------------------------------|------------------------|--------------------------|-----------------|
| 1. Chairman of the audit committee | Mr. Akarat Na Ranong | remaining term in office | 1 months 8 days |
| 2. Member of the audit committee | Mr. Nuttawut Phowborom | remaining term in office | 1 months 8 days |
| 3. Member of the audit committee | Mr. Chanmanu Sumawong | remaining term in office | 1 months 8 days |
| Secretary of the audit committee | Ms. Wipa Nilsophon | | |

Enclosed hereto is ... copies of the certificate and biography of the audit committee. The audit committee number(s) ...2...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) To review the Company's financial reporting process to ensure that it is accurate and adequate.
- 2) To review the Company's internal control system and internal audit system to ensure that they are suitable and efficient, to determine an internal audit unit's independence, as well as to approve the appointment, transfer and dismissal of the chief of an internal audit unit or any other unit in charge of an internal audit.
- 3) Revising the Anti-corruption Policy, reconsidering the appropriateness of any change in Anti-corruption Policy, verifying the report of internal control system and carry out risk assessment and receiving reports about staffs violating the Anti-corruption Policy and investigating the report.

- 4) To review the Company's compliance with the law on securities and exchange, the Exchange's regulations, and the laws relating to the Company's business.
- 5) To consider, select and nominate an independent person to be the Company's auditor, and to propose such person's remuneration, as well as to attend a non-management meeting with an auditor at least once a year.
- 6) To review connected transactions or transactions that may lead to conflicts of interests, to ensure that they are in compliance with the laws and the Exchange's regulations, and are reasonable and for the highest benefit of the Company.
- 7) 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 following information:
 - (a) an opinion on the accuracy, completeness and creditability of the Company's financial report,
 - (b) an opinion on the adequacy of the Company's internal control system,
 - (c) an opinion on the compliance with the law on securities and exchange, the Exchange's regulations, or the laws relating to the Company's business,
 - (d) an opinion on the suitability of the auditor,
 - (e) an opinion on transactions that may lead to conflicts of interests,
 - (f) the number of Audit Committee meetings, and the attendance at such meetings by each committee member,
 - (g) an opinion or overview comment received by the Audit Committee from its performance of duties in accordance with the charter, and
 - (h) other transactions which, according to the Audit Committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Company's board of directors; and
- 8) To perform any other act as assigned by the Company's 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.
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. Vorasit Pokachaiyapat)

(Seal)

Signed..... Director

(Mr. Eugene S.Davis)