

Supporting Document for Item 7 : To consider the appointment of the auditor and determination of remuneration for 2015

1. Article 45 of the Articles of Association prescribes that the auditor shall be appointed and remuneration shall be fixed at every annual ordinary general meeting of shareholders, and Article 53 prescribes that a retiring auditor is eligible for re-election, and the Notification of the Stock Exchange of Thailand prescribes that the Audit Committee shall have the duty to consider selecting and proposing the appointment of an independent person to perform duties as the Company's auditor and the remuneration for the Company's auditor.
2. In 2014, the Annual Ordinary General Meeting of Shareholders approved to appoint either Miss Siraporn Ouuanunkun or Miss Waraporn Prapasirikul or Miss Supanee Triyanantakul of EY Office Limited as the Company's auditor, with the remuneration in the amount not exceeding Baht 900,000.
3. Clause 7 (4) of the Notification of the Stock Exchange of Thailand Re: Qualifications and Scope of Work of the Audit Committee B.E. 2551 (2008) requires the Audit Committee to have the duties to consider, select, nominate, appoint an independent person to be the Company's auditor, and to propose the remuneration for the Company's auditor.

The Audit Committee's Meeting, and the Management, jointly considered the qualifications of the auditor in respect of the reliability, independence, knowledge and experience in audit services, advice on accounting standards and certification of the financial statements in a timely manner and resolved to propose this matter to the Board of Directors' Meeting to consider proposing the 2015 Annual Ordinary General Meeting of Shareholders appoint the auditor and fix the remuneration therefor for 2015, by considering the proposal for audit services of the current auditor of the Company, EY Office Limited, together with the reliability, ability in provision of services and advice on accounting standards and certification of the financial statements in a timely manner in 2014, including the auditing fee, and it was deemed appropriate to nominate the existing auditor as the Company's auditor for 2015.

4. The Board of Directors' Meeting resolved to propose the 2015 Annual Ordinary General Meeting of Shareholders consider appointing the auditor and fix the remuneration as proposed by the Audit Committee, as follows:
 - 1) Either of the auditors from EY Office Limited as listed below be appointed as the Company's auditor:

| <u>Name</u> | <u>License No.</u> | <u>Audit Year (s) for the Company</u> |
|----------------------------|--------------------|---------------------------------------|
| Miss Siraporn Ouuanunkun | 3844 | 4 years (2011-2014) |
| Miss Waraporn Prapasirikul | 4579 | - |
| Miss Supanee Triyanantakul | 4498 | - |

Any auditor appointed as the Company's auditor shall conduct an audit and sign to certify the Company's financial statements for 2015. Additionally, the auditors as named above shall also serve as the auditor of the subsidiaries, namely, SouthEast Asia Energy Limited, Nam Ngum 2 Power Company Limited,

Bangpa-in Cogeneration Company Limited and Bangkhenchai Co., Ltd., to enable the Company to efficiently control and monitor the subsidiaries' financial management in accordance with the Control Policy and Governance Mechanisms.

The proposed auditors have neither relationship with nor interest in the Company, its subsidiaries, executives, major shareholders or their related persons.

2) Auditing fee be fixed in the amount not exceeding Baht 900,000, consisting of:

| | <u>2015</u> | <u>2014</u> | <u>Increase</u> |
|---|----------------|----------------|-----------------|
| | | | Unit : Baht |
| 1. Fee for auditing the annual financial statements | 495,000 | 495,000 | - |
| 2. Fee for reviewing three quarterly financial statements | <u>405,000</u> | <u>405,000</u> | - |
| Total | <u>900,000</u> | <u>900,000</u> | - |

Auditing fee for 2015 is equal to that for 2014 because it is expected that there will be no significant additional auditing service provided. The Company also considers fixing the remuneration based on data of auditing fee rates of companies which operate business of same nature and similar scale, whereby such fixed remuneration is reasonable and comparable.

In the 2014 accounting period, the Company and its subsidiaries incurred non-audit service fee from EY Office Limited or business related to the auditor and EY Office Limited in an amount of Baht 260,000.