

**Supporting Document for Item 7 : To consider the appointment of the auditor
and the determination of remuneration for
2018**

1. Article 45 of the Articles of Association prescribes that business to be transacted at the annual ordinary general meeting are at least as follows:...(5) Consideration of the appointment of an auditor and fixing of audit fee...

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. The 2017 Annual Ordinary General Meeting of Shareholders approved appointment of either Miss Waraporn Prapasirikul or Miss Supanee Triyanantakul or Miss Sirirat Sricharoensup, auditors of EY Office Limited as the Company's auditor, with the remuneration in the amount not exceeding Baht 930,000 and other expenses actually incurred.

During the accounting period of the previous year, the Company did not incur any non-audit service fee, while its subsidiaries used the service of certification of the BOI application form from EY Office Limited.

3. The Company and its subsidiaries still plan to use the same auditor for convenient supervision and management of accounting and finance, and the internal control system with efficiency, by way of auditor rotation every five years in case where the existing auditor has audited or reviewed and provided opinions on the Company's financial statements for five consecutive accounting years, to ensure independent performance of duties of the auditor. The auditor rotation shall be in accordance with the following rules:

- (a) The Company may appoint a new auditor from the same audit office as the existing auditor;

- (b) The Company may appoint the auditor who retired by auditor rotation as the Company's auditor upon a lapse of at least two accounting years from the retirement date of such auditor.

4. Clause 7 (4) of the Notification of the Stock Exchange of Thailand Re: Qualifications and Scope of Work of the Audit Committee B.E. 2558 (2015) requires the Audit Committee to have the duties to consider, select, nominate, appoint, dismiss an independent person to be the Company's auditor, and to propose the remuneration for the Company's auditor.

The Audit Committee's Meeting No. 1/2018 held on February 27, 2018, 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 then resolved to propose this matter to the Board of Directors' Meeting to consider scrutinizing and proposing that the Ordinary General Meeting of Shareholders appoint the auditor and fix the remuneration therefor for 2018, by considering the proposal for audit services of the current auditor of the Company, namely, 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 2017, including the audit fee, and it was deemed appropriate to nominate the existing auditor as the Company's auditor for 2018.

5. The Board of Directors' Meeting No. 1/2018 held on February 27, 2018 resolved to propose that the 2018 Annual Ordinary General Meeting of Shareholders consider appointing the auditor and fix the remuneration as proposed by the Audit Committee, as follows:

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>
Mr. Chatchai Kasemsrithanawat	5813
Miss Siraporn Ouuanunkun	3844
Mrs. Chonlaros Suntiasvaraporn	4523

Any auditor appointed as the Company's auditor shall conduct an audit and sign to certify the Company's financial statements for 2018, with the remuneration in the total amount not exceeding Baht 950,000 and other expenses actually incurred.

Such nominated auditors are the auditors who have been approved by the Office of the Securities and Exchange Commission and have neither relationship with nor interest in the Company or its subsidiaries, executives, major shareholders or their related persons.

Additionally, such auditor of EY Office Limited shall also serve as auditor of the subsidiaries, namely, SouthEast Asia Energy Limited, Nam Ngum 2 Power Company Limited, Bangpa-in Cogeneration Limited and Bangkhenchai Company Limited, to enable the Company to efficiently and closely monitor and monitor the subsidiaries' financial management and investment in accordance with the Control Policy and Governance Mechanisms as if they were the Company's units.

6. Remuneration for the auditor be fixed in the total amount not exceeding Baht 950,000, consisting of:

Description	2016	2017	2018	Difference by Increase (Decrease) 2017 compared to 2016	
				Baht	Percent
Audit fee	930,000	930,000	950,000	20,000	2.15
Non-audit service fee	-	-	-	-	-
Total	930,000	930,000	950,000	20,000	2.15

Remuneration for the auditor for 2018 increased from that for 2017, due to the fact that in 2018, an increase in workloads from the service provision of the Shared Service Center has been considered to determine the audit fee which covers the scope of duties. Therefore, the scope of audit work for 2018 has been expected to increase from that of 2017. The Company also considers fixing the remuneration for the Company's auditor based on data of audit fee rates of companies which operate business of same nature and similar scale, whereby such fixed remuneration is reasonable and comparable.