

**Supporting Document for Item 7 : To consider the appointment of the auditor and the determination of remuneration for 2019**

1. Pursuant to 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...

Pursuant to 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 2018 Annual Ordinary General Meeting of Shareholders approved appointment of either one of Mr. Chatchai Kasemsrithanawat or Miss Siraporn Ouaanunkun or Mrs. Chonlaros Suntiasvaraporn, the auditors of EY Office Limited, as the Company's auditor, with the remuneration in the amount of not exceeding Baht 950,000 and the other expenses as actually incurred.
3. During the accounting period of 2018, the Company did not pay any non-audit service fee, while its subsidiaries used other non-audit services from EY Office Limited as required by the businesses.
4. The Company and its subsidiaries plan to use the same audit firm to ensure efficient audit process for accounting, finance, and internal control system. There is a rotation of the auditor in order to comply with the regulations of the SEC and related agencies,
5. 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, and 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. 1/2019 held on February 20, 2019, together with the management, jointly considered the qualifications of the auditor in respect of the reliability, independence, knowledge and experience in performing audit services, advising on accounting standards and providing timely certification of the financial statements, and resolved to propose this matter to the Board of Directors' Meeting to consider proposing to the Shareholders' Meeting to appoint the auditor and approve the auditor's remuneration for 2019. Based on the proposal to perform audit services by the current auditor of the Company, namely, EY Office Limited, the past reliability, capability in providing services and advices on accounting standards, and ability to certify of the financial statements in a timely manner for the year 2018, together with the amount of audit fee, it was deemed appropriate to nominate the existing auditor as the Company's auditor for 2019.

6. The Board of Directors' Meeting No. 1/2019 held on February 21, 2019 resolved to propose that the Shareholders' Meeting consider appointing the auditor and approving the remuneration as proposed by the Audit Committee, as follows:

To approve either of the auditors from EY Office Limited as listed below as the Company's auditor:

<u>Name</u>	<u>License No.</u>	<u>Number of consecutive years as the Company's auditor in the past</u>
Mr. Chatchai Kasemsrithanawat	5813	1 Year (2018)
Miss Siraporn Ouaanunkun	3844	-
Mrs. Chonlaros Suntiasvaraporn	4523	-

Any auditor appointed as the Company's auditor shall conduct an audit and sign to certify the 2019 Company's financial statements, with the remuneration in the total amount not exceeding Baht 1,000,000 and the other expenses as actually incurred.

The above 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 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. The remuneration for the auditor will be at the total amount of not exceeding Baht 1,000,000.

Description	2017	2018	2019	Difference by Increase (Decrease) 2019 compared to 2018	
				Baht	Percent
Audit fee	930,000	950,000	1,000,000	50,000	5.26

*Remark: The Company did not pay any non-audit service fees for the previous year.*

2019 remuneration for the auditor increased from that of 2018 due to the anticipated increase in workloads from auditing and reviewing the financial statements to be in compliance with many revised and new financial reporting standards, which become effective for fiscal years beginning on or after 1 January 2019. These financial reporting standards were aimed at aligning the contents with the corresponding International Financial Reporting Standards. Additionally, the Company compares the audit fee of the Company to those of other companies in the same business and with similar scale to ensure that the audit fee of the Company is reasonable and within comparable range.