

Authority of the Board of Directors

The Annual General Meeting of the Shareholders No. 2/2557 on August 13, 2014, by resolution, has granted authority of the Board of Directors as follows:

1. The Board of Directors shall have the Authority, duties and responsibilities to conduct business operations in accordance with the laws, objectives and rules of the Company, including the legitimate resolutions of the Shareholders' Meeting, with integrity while maintaining the benefits of the Company.
2. The Annual General Meeting of Shareholders shall be held within 4 months, counting from the end of the accounting period of the Company.
3. A Directors' Meeting shall be arranged at least once every three months.
4. The Board of Directors shall provide and be responsible for the preparation and the disclosure of the financial statements to show the financial position and the operating performance during the previous year and shall present to the Shareholders' Meeting for consideration and approval.
5. The Board of Directors shall set the Company's goals, directions, policies, business operation plans and budget and shall monitor and supervise the executives' administration and management to comply with the specified policies, plans and budgets with efficiency and effectiveness.
6. The Board of Directors shall establish a risk management policy and supervise the operations of the executives to comply with the policy and shall report the results to the directors. The Board of Directors shall also regularly review the system or assess the efficiency of risk management.
7. The Board of Directors shall review, verify and approve business expansion plans, large investment projects as well as investments proposed by the executives.
8. The Board of Directors shall prepare an Annual Report of the Directors and shall be responsible for the preparation and disclosure of the financial statements to show the financial position and the operating performance of the previous year and shall present to the Shareholders' Meeting for consideration and approval.
9. The Board of Directors shall supervise the administration and management of the Company and the subsidiary companies to comply with the specified policy, the law on securities and exchange, the Notification of Capital Market Supervisory Board, the requirements of the Stock Exchange of Thailand such as connected transactions and acquisition or disposal of major assets as long as they are not in conflict with other laws while providing sufficient and appropriate internal control systems and internal audit.
10. The Board of Directors shall set up the structure of administration and management and shall have the authority to appoint the Board of Directors, the Chief Executive Officer and the subcommittees as deemed appropriate such as the Audit Committee, the Nomination and

Remuneration Committee while specifying the Authority of the appointed Board of Directors, Chief Executive Officer and subcommittees.

However, such authorization within specified boundaries shall not allow the Board of Directors, the Chief Executive Officer and the subcommittees to approve transactions with conflict of interest or transactions of interested persons or those which are against any benefits of the Company or the subsidiary companies (if any) except for those transactions approved in compliance with the policy and principles approved by the Board of Directors.

11. The Board of Directors may authorize one or several directors or other individuals to conduct any operation for the Board of Directors under the supervision of the Board of Directors or may delegate the authority to such individual(s) if deemed appropriate by the Board of Directors and within a time period deemed appropriate by the Board of Directors, on the basis that such authorization may be cancelled, withdrawn, alternated or revised if deemed appropriate.

Nevertheless, such authorization shall not allow such individual(s) to consider and approve transactions with conflict of interest or transactions of interested persons or those which are against any benefits of the Company or the subsidiary companies (if any) (as defined in the Notification of Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or any other notifications of related agencies) except for approved transactions which are normal business practices in accordance with the general commercial conditions or policies and principles considered and approved by the Board of Directors under the specified principles, conditions, and methods of connected transactions and the acquired or disposed transactions of important assets of listed companies which are in compliance with the Notification of Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or notifications of other related agencies.

The Board of Directors has thus resolved to allow the Executive Committee to consider and approve ad hoc transactions or other transactions under an amount as follows:

- (a) Approval of Investment and Construction Transactions

No Budget Transactions

- Approval for investments in fixed assets such as land, buildings or edifice with a value of more than Baht 300,000,000
- Approval for other investments such as joint ventures, loans with a value of more than Baht 300,000,000

- Approval for loans from financial institutions with a purpose for construction, warehousing with a value of more than Baht 300,000,000
- Approval for loans from related companies or other companies with a purpose for construction, warehousing with a value of more than Baht 300,000,000

Authority of the Audit Committee

The Audit Committee has the Authority, recorded in writing, in accordance with the Charter of the Audit Committee, approved by the Board of Directors, which has been annually re-examined and improved as follows:

1. The Audit Committee shall re-examine the Company's financial reports for accuracy and sufficient disclosure by coordinating with external auditors and executives who are responsible for the preparation of the financial reports, including the quarterly financial reports and the annual financial report. The Audit Committee may suggest the auditors to re-examine or verify any transaction as deemed necessary and important during the financial audit of the Company.
2. The Audit Committee shall re-examine the Company's internal control system and internal audit for suitability and effectiveness and shall review the independence of the internal audit units and approve appointments, removals, terminations of the chief of the internal audit units or other units responsible for internal audit.
3. The Audit Committee shall re-examine the operations of the Company to comply with the law on securities and exchange, the requirements of the Stock Exchange and the laws related to the business of the Company.
4. The Audit Committee shall consider, select and nominate individuals who are independent to carry out the duties of auditor of the Company and propose the remuneration of such individuals by considering credibility, resource sufficiency, audit quantity of such audit office and the experience of the appointed auditors of the Company. The Audit Committee shall attend meetings with the auditors without attendance of the administration department at least once a year.
5. The Audit Committee shall review connected transactions or transactions with conflict of interest to comply with the laws and requirements of the Stock Exchange to ensure that such transactions are reasonable and provide maximum benefits for the Company.
6. The Audit Committee shall prepare the Audit Committee Reports through disclosure in the Company's Annual Report. Such reports shall be signed by the Chairman of the Audit Committee and shall consist of the following information:
 - (a) Opinions on the accuracy, completeness, credibility of the Company's financial reports
 - (b) Opinions on the sufficiency of the Company's internal control system
 - (c) Opinions on the operations in accordance with the law on securities and exchange, the requirements of the Stock Exchange or laws related to the business of the Company
 - (d) Opinions on the suitability of the auditors
 - (e) Opinions on transactions which may cause conflict of interest

- (f) The number of the Audit Committee meetings and the attendance of each Audit Committee Member
 - (g) Opinions or observances given to the Audit Committee for performing the duties in accordance with the charter
 - (h) Other transactions for the shareholders and the investors to be aware of, under the roles and responsibilities granted by the Board of Directors
7. The Audit Committee shall conduct any other operations as assigned by the Board of Directors with approval from the Audit Committee.
8. The Audit Committee shall have the authority to audit and investigate, when deemed necessary, all transactions which may significantly affect the financial position and the operating performance of the Company as follows:
- (a) Transactions with conflict of interest
 - (b) Frauds or irregularities or defects which are significant to the internal control system
 - (c) Violations of the law on securities and exchange, the requirements of the Stock Exchange of Thailand or laws related to the business of the Company

The Audit Committee shall also be authorized to seek independent opinions from any other professional consultants when deemed necessary under the payment of the Company to carry out the operations with full responsibility for complete results. Nevertheless, the Audit Committee shall report the results of the audit and investigation to the Board of the Directors for improvements within a time frame as the Audit Committee sees fit.

Authority of the Executive Committee

The Executive Committee shall have the authority, recorded in writing, in accordance with the Charter of the Executive committee, which has been approved by the Board of Directors, as follows:

1. The Executive Committee shall conduct the business operations of the Company in accordance with the objectives, rules, policies, orders, regulations and resolutions of the Directors' Meeting and/or the resolutions of the Shareholders' Meetings of the Company.
2. The Executive Committee shall screen the proposals of the Executives and present policies, goals, strategies, business operations, investments, business expansions, and budgets to the Directors' Meeting for consideration and approval.
3. The Audit Committee shall consider and approve transactions which are normal business practices in accordance with the investment budgets or budgets approved by the Board of Directors. The financial amount for each transaction shall be in accordance with that specified in the authority limit table which has been approved by the Board of Directors, but not exceeding the annual budget approved by the Board of Directors. Contracts in relation to those transactions shall also be included.
4. The Executive Committee shall monitor the operating performance of the Company to comply with the policies of the Board of Directors and the specified goals and shall supervise the operations for best quality and effectiveness.
5. The Executive Committee shall have the authority to consider and approve expenses for operations of the Company which are normal business practices in compliance with the budget approved by the Board of Directors under the authority approved by the Board of Directors of the Company.
6. The Executive Committee shall set up the structure of the organization, delegate the authority in organization management and review and adjust monthly incomes and bonuses of personnel from the Chief Executive Officer downward. The Executive Committee shall also consider and approve manpower not included in the annual budget.
7. The Executive Committee shall be authorized to grant authority to any individual or individuals to carry out any operation under the supervision of the Board of Directors or may authorize such individual(s) as deemed appropriate by the Executive Committee within a time frame deemed appropriate by the Executive Committee, on the basis that such authorization may be cancelled, withdrawn, alternated or revised by the Board of Directors if deemed appropriate.
8. The Executive Committee shall consider and approve the opening/closing of bank accounts and the use of services of related banks and shall assign authorized signatories for the bank accounts of the Company.

9. The Executive Committee shall conduct any other operations as periodically assigned by the Board of Directors.

Nevertheless, the Executive Committee's authorization and responsibilities shall not be in the manner of authorization or sub delegation that allows the individual(s) authorized by the Executive Committee to approve transactions of the authorized, individuals with conflict or interest (as defined by the Notification of Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or related agencies), interested persons or those with any other conflict of interest against the Company or the subsidiary companies and/or related companies. The Executive Committee shall have no authority to approve such operations. Such operations shall be presented to the Directors' Meetings and/or the Shareholders' Meeting (as the case may be) for further approvals except for approvals on transactions which are normal business practices under normal business and commercial conditions in compliance with the Notifications of Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or related agencies.

Authority of the Risk Management Committee

The Risk Management Committee shall have the authority, recorded in writing, in accordance with the Appointment of Risk Management Committee, which has been approved by the Board of Directors. The resolution of the Board of Directors has specified the authority of the Risk Management Committee as follows:

1. The Risk Management Committee shall assess potential risks and the effects towards the organization, including internal and external risks.
2. The Risk Management Committee shall specify the Risk Management Policy for the Company to include risks related to the operations of the Company and shall specify risk management plans to comply with the Risk Management Policy to be carried out by the Executives and shall report the operation results to the Risk Management Committee.
3. The Risk Management Committee shall develop and review the risk management system of the Company for consistent efficiency and effectiveness by regularly assessing and monitoring the risk management process in compliance with the specified policy.
4. The Risk Management Committee shall report risks and make proposals to the Board of Directors.
5. The Risk Management Committee shall carry out other duties assigned by the Board of Directors.

Authority of the Chief Executive Officer

The resolution has specified the authority of the Chief Executive Officer as follows:

1. The Chief Executive Officer shall oversee and conduct business operations and/or manage the daily operations of the Company.
2. The Chief Executive Officer shall prepare and present policies, directions, strategies, business plans, budgets, investments, the Company's management structure and business operation requirements in accordance with the economic conditions to the Executive Committee and the Board of Directors for further approvals.
3. The Chief Executive Officer shall supervise the operations or the performance of the Company to be in accordance with the policy, plans and budget, approved by the Board of Directors as well as verify and assess the Company's operating performance to be in accordance with the specified policy. The Chief Executive Officer shall also report the operation results, the results of administration and management and the operation progress to the Board of Directors, the Audit Committee and the Executive Committee.
4. The Chief Executive Officer shall consider and approve operations which are normal business practices of the Company within the investment budget or the budget approved by the Board of Directors. The financial amount of each transaction shall be in accordance with the approval limit table which has been approved by the Board of Directors, but not exceeding the annual budget which has been approved by the Board of Directors. Contracts related to such transactions shall be included.
5. The Chief Executive Officer shall be authorized to consider and approve expenses of normal business operations of the Company within the budget approved by the Board of Directors in accordance with the approval authority endorsed by the Board of Directors.
6. The Chief Executive Officer shall determine the structure of the organization and shall approve appointments, employment, removals, while determining wages, remunerations, bonuses and approving dismissals from the level of Chief Executive Officer downward.
7. The Chief Executive Officer shall be authorized to issue orders, regulations and notifications to make certain that the operations are carried out in accordance with the policy and benefits of the Company and to maintain good order and discipline for the performance within the organization.
8. The Chief Executive Officer shall be authorized to sub-delegate and/or assign other person(s) to carry out the operations for him/her through sub-delegation and/or authorization, provided that such authorization shall be carried out within the authorization boundaries in accordance with the power of attorney and/or in accordance with regulations, requirements or orders issued by the Board of Directors and/or the Company.

9. The Chief Executive Officer shall periodically perform other duties assigned by the Board of Directors or the subcommittees.

Nevertheless, the Chief Executive Officer's authorization and responsibilities shall not be in the manner of authorization or sub delegation that allows the individual(s) authorized by the Executive Committee to approve transactions of the authorized, individuals with conflict of interest (as defined by the Notification of Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or related agencies), interested persons or those with any other conflict of interest against the Company or the subsidiary companies and/or related companies. Such operations shall be presented to the Directors' Meetings and/or the Shareholders' Meeting (as the case may be) for further approvals except for approvals on transactions which are normal business practices under normal business and commercial conditions in compliance with the Notifications of Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or related agencies.