



**บริษัท เมโทรซิสเต็มส์คอร์ปอเรชั่น จำกัด (มหาชน)**  
**Metro Systems Corporation Public Company Limited**  
400 ถนนพหลโยธิน แขวงคลองจั่น เขตปทุมธานี กรุงเทพมหานคร 10250 โทร: +662 089 4000 แฟกซ์: +662 726 2630  
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SCO 014/2023

March 30, 2023

Subject: Appointment of the New Independent Director and Audit Committee  
To: Director and Manager  
The Stock Exchange of Thailand  
Attachment: Form of Name list and Scope of Work of the Audit Committee (F24-1)

The Annual General Meeting of Metro Systems Corporation Public Company Limited No.28/2023, held on March 30, 2023, resolved the resolution to approve the appointment of Mr. Prayootd Tansrisuwarn as an Independent Director and Audit Committee.

The renewal shall become effective as of March 30, 2023

Please be informed accordingly.

Sincerely yours,

(Miss. Sumateta Jitsiripol)

Corporate Secretary

Metro Systems Corporation Public Company Limited

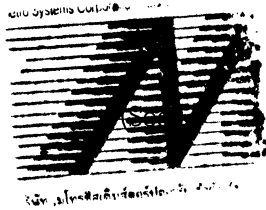


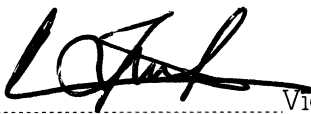
5. Consider annual audit plan of Internal Audit Department and review the audit results, recommendations of both Certified Public Accountant and the Internal Audit Department; as well as follow up to ensure that the Management has taken adequate measures for the recommendations.
6. Review the policies and processes related to other non-audit services of auditing firm; and approve the usage of such services to ensure that it does not affect the independence of the auditor (if any).
7. Consider the connected transactions, acquisition or disposition of assets, or transactions that may lead to conflicts of interest to follow the laws and regulations of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.
8. Consider the independence of Internal Audit Department; as well as approve the consideration of nomination, transfer, and termination of the Internal Audit Manager and the secretary of the Audit Committee.
9. Consider, select, and nominate independent individuals to perform duties as the Company's auditors; propose remuneration of the individuals by taking into consideration credibility, resource adequacy, workload, experience, and performance of the past year as well as consider removal of the auditors.
10. Have the authority to hire consultants or outsiders according to the Company's regulations for opinion or advice as necessary.
11. Prepare the Audit Committee Report and disclose it in the Annual Report of the Company. The Report must be signed by Chairman of the Audit Committee and at least consists of the following information:
  - Opinion on the accuracy, completeness, and reliability of the Company's financial report
  - Opinion on the adequacy of the internal control system of the Company
  - Opinion on the compliance with Securities and Exchange Act, requirements of the Stock Exchange of Thailand, or laws related to the Company's business.
  - Opinion on the suitability of the auditors
  - Opinion on the transactions that may lead to conflicts of interest.
  - Number of Audit Committee Meetings and attendances of each member
  - Overall opinion or remark due to the duties of the Audit Committee under this Charter.
  - Other issues deemed that shareholders and other investors should acknowledge under the scope of duties and responsibilities assigned by the Board of Director.
12. Audit Committee must report the preliminary results to the Office of the Securities and Exchange Commission and a certified public accountant within 30 days from the date of being notified by the certified public accountant about suspected behavior, which a director, manager, or person responsible for the Company's operations has committed an offense concerning corrupt and fraudulent administration.
13. Audit Committee annually reviews the charter and propose to the Board of Directors for approval.
14. Perform any other tasks as assigned from the Board of Directors by the period time.

In its performance of duties under the first paragraph, the audit committee must be directly responsible to the Company's board of directors, while the Company's board of directors shall remain responsible to third parties for the operations of the Company.

The Company hereby certifies that:

1. The qualifications of the aforementioned members meet all the requirements of the Stock Exchange of Thailand; and
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  Vice Chairman  
( Mr.Kiiti Techataveekijkul )

Signed  Director  
( Mr.Tavit Charuvajana )