



**บริษัท เมโทรซิสเต็มส์คอร์ปอเรชั่น จำกัด (มหาชน)**  
**Metro Systems Corporation Public Company Limited**  
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SCO 013/2023

March 21, 2023

Subject: Extension of the term of the 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 Board of Director Meeting of Metro Systems Corporation Public Company Limited No.2/2023, held on February 20, 2023, resolved the resolution to extend the term of the Audit Committee from 2 years to 3 years as follows:

1. Dr. Virach Aphimeteetamrong Chairman of Audit Committee
2. Assoc. Prof. Phornsiri Thivavarnvongs Audit Committee

The renewal shall become effective as of February 20, 2023

Please be informed accordingly.

Sincerely yours,

(Miss. Sumateta Jitsiripol)

Corporate Secretary

Metro Systems Corporation Public Company Limited

**Form to Report on Names of Members and Scope of Work of the Audit Committee**

The Board of Directors meeting of Metro Systems Corporation Public Company Limited No2/2023 held on February 20, 2023, resolved the meeting's resolutions in the following manners:

~~Appointment~~ / Renewal for the term of audit committee:

Chairman of the audit committee                       Member of the audit committee

As follows:

- |    |                                       |                             |
|----|---------------------------------------|-----------------------------|
| 1. | Dr. Virach Aphimeteetamrong           | Chairman of Audit Committee |
| 2. | Assoc. Prof. Phornsiri Thivavarnvongs | Audit Committee             |

The ~~Appointment~~/renewal of which shall take an effect as of February 20, 2023

~~Determination~~ / Change in the scope of duties and responsibilities of the audit committee with the following details:

**4. Scope of Duties and Responsibilities**

- **Correction of text in item 4.8 to cover more clearly as follows:**

**Item 4.8** 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.**

- **Delete of text in item 4.11 (primary)**

**Item 4.11** Report the performance of Audit Committee to the Board at least 4 times a year.

- **Correction of text in item 4.14 to cover more clearly as follows:**

**Item 4.14** Perform any other tasks as assigned from time to time by the Board of Directors.

The determination/change of which shall take an effect as of February 20, 2023

**The audit committee is consisted of:**

- |   |   |
|---|---|
| 1. Chairman of the Audit Committee                                  | Dr. Virach Aphimeteetamrong<br>Remaining term in office 2 years 6 months.           |
| 2. Member of the Audit Committee                                    | Assoc. Prof. Phornsiri Thivavarnvongs<br>Remaining term in office 2 years 6 months. |
| Secretary of the Audit Committee: Miss Varangkana Sadudeeprasertsud |   |

Enclosed hereto are - copies of the certificate and biography of the Audit Committee. The Audit Committee numbers 1 and 2 have adequate expertise and experience to review creditability of the financial reports.

**The audit committee of the company has the scope of duties and responsibilities to the Board of Director on the following matters:**

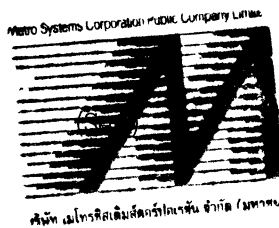
1. Review to ensure that the Company has accurate and reliable financial report with sufficient information disclosure.
2. Review to ensure that the Company has risk management procedure, work process, control process, and supervision regarding operations, information technology and information security, and effective communication networks in compliance with international standards.
3. Review summary of the corruption and internal preventive measures, including review of the Company's internal processes regarding whistleblowing and complaints.
4. Review to ensure that the Company has control process and compliance corresponding to Securities and Exchange Act as well as other rules, regulations, and laws related to the Company's.
5. Consider annual audit plan of Internal Audit Department and review the audit results, recommendations of both auditors 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 time to time by the Board of Directors.

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 )