



Audit Committee Charter

Objective

The Board of Directors approved the establishment of an Audit Committee to perform its duties and provide independent opinions and recommendations regarding good corporate governance. Focusing on sustainable development, reviewing the accuracy and reliability of financial reports, internal control, risk management, internal audit, compliance with relevant laws and regulations to ensure that the Company's operations are efficient, effective, and transparent.

Component

The Board of directors or shareholders appoint the chairman of the Audit Committee and Audit Committee members in accordance with the principles, conditions and regulations of the Stock Exchange of Thailand.

1. The Audit Committee consists of at least 3 members, which must consist of people with knowledge and at least 1 person has sufficient experience in performing the duty of reviewing financial statements.
2. The manager of the internal audit department is the secretary of the Audit Committee.

Qualifications

Being an independent director in accordance with the criteria, conditions, and regulations set by the Stock Exchange of Thailand, and able to provide opinions or report on job performance independently as assigned duties, as well as being able to perform duties adequately as an Audit Committee member.

Term of office

1. Chairman of the Audit Committee and member of the Audit Committee There is a term of office for 3 years at a time.
2. In the event that there is a cause causing the Audit Committee member to leave his position. As a result, the number of the Audit Committee is incomplete. As specified in this charter The Board of Directors must appoint a new Audit Committee member to complete the number within a period of 3 months from the date the number of Audit Committee members is incomplete.

Meeting

1. The Audit Committee shall hold at least 4 meetings per year, with the possibility of additional meetings as deemed necessary. There must be at least 1 meeting per year between the Audit Committee and the internal audit department to exchange ideas and discuss the internal audit plans and manpower of



- internal audit department, as well as review the department's performance and evaluate its work results.
2. Quorum of the Audit Committee meeting consisting of not less than half of the directors attending each meeting of the total number of directors this will constitute a quorum. All members of the Audit Committee must attend the meeting. The Audit Committee must not be less than three-quarters of the number of times it meets in that year.
 3. The Audit Committee may invite management or related persons to attend meetings, give opinions or submit documents as necessary
 4. The Audit Committee member who has a vested interest in any matter will abstain from attending the meeting or expressing opinions on the matter.

Duties and responsibilities

1. Internal control

- 1.1 Review the Company's internal processes regarding receiving notifications and receiving complaints including review Policy and internal control of the risk assessment process to ensure that there is a framework for the process Enterprise risk management.
- 1.2 Review to ensure that the Company has an appropriate and effective internal control system and internal audit system.
- 1.3 Review the Company's work processes. Risk management, control, technology governance Information and data security and effective communication network system
- 1.4 Review the Audit Committee's overall evaluation of the Audit Committee's performance and their own performance evaluation on an annual basis.

2. Internal Audit

- 2.1 Consideration of the adequacy assessment of the internal control system, which the internal audit department has examined and evaluated, to ensure that the company has an adequate internal control system and present it to the Board of Directors for consideration.
- 2.2 Consider the independence of the internal audit department by considering the performance of duties and various reports, including the chain of command as well as giving approval to the appointment, removal, transfer or termination of the head of Internal audit department or any other agency responsible for internal auditing.

3. Financial and audit reports



- 3.1 Audit to ensure the Company's financial reporting is accurate and sufficient by coordinating with external auditors and management responsible for preparing financial reports, both quarterly and annually. The Audit Committee may recommend the auditors to examine or verify any transactions deemed necessary and important during the Company's accounting audit.
 - 3.2 Evaluate, select, and propose the appointment of individuals who are independent to serve as the Company's auditors and propose their remuneration. Additionally, attend meetings with the auditors without management participation, at least once a year.
 - 3.3 Provide guidance to the Company's Board of Directors and management in improving work processes or systems to reduce various risks, ensure accurate financial reporting, and maximize benefits, aiming to establish an efficient operational system for the Company.
4. **Compliance with relevant laws and regulations**
- 4.1 Review to ensure that the Company complies with the laws regarding securities and the securities market, the requirements of the Stock Exchange of Thailand, and laws related to the Company's business.
 - 4.2 Consider connected transactions or items that may have conflicts of interest to be in accordance with the regulations prescribed by the Securities and Exchange Act, and relevant legal requirements of the Capital Market Supervisory Board and/or the Securities and Exchange Commission and the Stock Exchange of Thailand in order to ensure that the said transaction is reasonable and is the most beneficial to the Company together with considering the disclosure of information of the Company in cases where there are related transactions or transactions that may have conflicting interests to ensure accuracy and completeness.
 - 4.3 Prepare the report of the Audit Committee. This is disclosed in the Company's annual report which such report must be signed by the Chairman of the Audit Committee and contains at least the following information:
 - 4.3.1 An opinion on the accuracy, completeness, and reliability of the Company's financial reports.
 - 4.3.2 Opinions on the adequacy of the Company's internal control system
 - 4.3.3 Opinions on compliance with the regulations prescribed by the Securities and Exchange Act, and relevant legal requirements of the Capital Market Supervisory Board and/or the Securities and Exchange Commission and the Stock Exchange of Thailand or laws



related to the Company's business.

4.3.4 Opinion on the suitability of the auditor

4.3.5 Opinions on items that may have conflicts of interest

4.3.6 The number of Audit Committee meetings and the attendance of each committee member at the meetings

4.3.7 Overall opinions or observations received by the Audit Committee from performing their duties according to the charter.

4.3.8 Other items that shareholders and general investors should know within the scope of duties and responsibilities that assigned by the Board of Directors

4.4 In the performance of the duties of the Audit Committee, if there is suspicion or doubt about any of the following transactions or actions, which may significantly impact the financial status and operational performance of the company, the Audit Committee shall report to the Board of Directors for corrective action within a reasonable timeframe as deemed appropriate by the Audit Committee.

4.4.1 Transactions that cause conflicts of interest

4.4.2 Corruption or something unusual or there is a significant defect in the internal control system

4.4.3 Violation of the law on securities and exchange Regulations of the Stock Exchange of Thailand or laws related to the Company's business

If the Board of Directors or the executives do not take action to make improvements within the specified time. Any member of the Audit Committee may report transactions or actions according to the first paragraph to the Securities and Exchange Commission or the Stock Exchange of Thailand

5. Other duties

5.1 The Audit Committee may seek independent opinions from any other professional advisors. When deemed necessary, the Company is responsible for the expenses.

5.2 Review and improve the Audit Committee Charter and present it to the Board of Directors for consideration and approval.

5.3 Perform any other duties as assigned by the Board of Directors with the approval of the Audit Committee.

Reporting

(Translate)



บริษัท สโตนวัน จำกัด (มหาชน)

Stone One Public Company Limited

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1. Report to the Board of Directors within a reasonable time to carry out improvements In the event that there are actions that may significant impact on the organization in terms of financial status, performance, conflicts of interest, corruption, various defects related to the internal control system, conduct that is contrary to the law or regulations of the Stock Exchange or regulations of government agencies
2. Prepare the report of the Audit Committee to report the performance of duties or various opinions continue operations as reported. This is disclosed in the Company's annual report. The report was signed by the Chairman of the Audit Committee.
3. Prepare a report on corporate governance of the Audit Committee. It is disclosed in the Company's annual report, which the report is signed by the Chairman of the Audit Committee.

This charter will come into effect on December 1, 2017.

Announced on 13 November 2017

(Mr.Songwut Vejjanukroh)

Director and Chief Executive Officer

As assigned by the Board of Directors

Stone One Public Company Limited.