



T ENGINEERING
CORPORATION PCL

บริษัท ที เอ็นจิเนียริ่ง คอร์ปอเรชั่น จำกัด (มหาชน)
T Engineering Corporation Public Company Limited



ชั้นที่ 15 อาคารจักรนาการ เลขที่ 3 ถนนสาทรใต้ แขวงยานนาวา เขตสาทร กรุงเทพฯ 10120 โทร : 02-018-7190-8 แฟกซ์ : 02-018-7199 ทะเบียนเลขที่ 0107548000501
15th Floor, Rajanakarn Building, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel : 02-018-7190-8 Fax : 02-018-7199 Tax ID : 0107548000501

IR.008/2020

28 February 2020

Re: Notification of the Change of the Directors, Change of the Company's authorized signatories, and Change of management position.

To President

The Stock Exchange of Thailand

T Engineering Corporation Public Company Limited (the "Company") would like to inform that the Board of the Directors' Meeting No. 2/2020, held on 28 February 2020, passed the resolution as follows:

1. The Board of Directors' Meeting acknowledged the resignation of Mr. Yongyuth Arpaichiraratana from the position of Independent Director, Member of Audit Committee, and Member of the Risk Management Committee due to his personal duties which may result in not being able to fully perform the duties of his positions. This shall be effective from 29 February 2020 onwards.
2. The Board of Directors' Meeting resolved to approve the appointment of 2 new directors to replace the resigned directors as follows;
 - Dr. Chaipant Pongtanakorn has been appointed as Independent Director and Member of Audit Committee replacing Mr. Witoon Simachokedee.
 - Dr. Damp Sukontasap has been appointed as Independent Director, Member of Audit Committee, and Member of the Risk Management Committee replacing Mr. Yongyuth Arpaichiraratana.

The appointment shall be effective from 1 March 2020 onwards.



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3. The Board of Directors' Meeting resolved to approve the amendment of the Company's authorized signatory as follow;

From

"Mr. Prasit Chongussayakul or Mr. Thanadech Mahapokai or Mr. Tradsin Chongussayakul or Ms. Pathamakorn Buranasin, two of four directors jointly sign and affix the seal of the Company."

Amending to

"Mr. Pitsanu Vichitcholchai or Mr. Tradsin Chongussayakul or Ms. Pathamakorn Buranasin, two of three directors jointly sign and affix the seal of the Company."

4. The Board of Directors' Meeting resolved to appoint Mr. Pitsanu Vichitcholchai as Chief Executive Officer replacing Mr. Tradsin Chongussayakul (who currently holds the position). Mr. Tradsin Chongussayakul is still holding the position as Managing Director. This shall be effective from 1 March 2020 onwards.

Please be informed accordingly.

Sincerely yours,

(Mr. Tradsin Chongussayakul)

Chief Executive Officer and Acting Managing Director

T Engineering Corporation Public Company Limited

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

The Board of Directors' meeting No 2/2020 of T Engineering Corporation Public Company Limited held on 28 February 2020 resolved the meeting's resolutions in the following manners:

The Appointment / ~~renewal~~ of the audit committee:

Chairman of the audit committee Member of the audit committee

As follows:

- 1.) Dr. Chaipant Pongtanakorn
- 2.) Dr. Darnp Sukontasap

The appointment / ~~renewal~~ of which shall take an effect as of 1 March 2020

Determination / Change in the scope of duties and responsibilities of the audit committee with the following details: - No Change -

The audit committee is consisted of:

- | | | |
|------------------------------------|-----------------------------------|--|
| 1. Chairman of the audit committee | <u>Mr. Udom Chatsirikun</u> | remaining term in office - year
(To complete the term in year 2020) |
| 2. Member of the audit committee | <u>Mr. Chatri Worawanichanun</u> | remaining term in office 1 year |
| 3. Member of the audit committee | <u>Dr. Darnp Sukontasap</u> | remaining term in office 1 year |
| 4. Member of the audit committee | <u>Dr. Chaipant Pongtanakorn</u> | remaining term in office - year
(To complete the term in year 2020) |
| 5. Member of the audit committee | <u>Mr. Chanchai Suwisuttagul</u> | remaining term in office - year
(To complete the term in year 2020) |
| Secretary of the audit committee | <u>Miss Pathamakorn Buranasin</u> | |

Enclosed hereto is 2 copy of the certificate and biography of the audit of the audit committee. The audit committee number 2 has 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. To review the company's financial reporting process to ensure accuracy and adequate disclosure, by coordinating with the external auditor and the management members who are responsible for preparing the quarterly and yearly financial reports. The Audit Committee may suggest that the external auditor review or examine any transaction which is considered necessary and significant during the audit of the company's accounts.
2. To ensure that the company has suitable and efficient internal control system and internal audit by making a review jointly with the external auditor and the internal auditor and to consider independence of the internal auditor including approving the appointment, transference, dismissal of the internal auditor or other party which is in charge of internal audit.
3. To review the performance of the company to ensure compliance with the securities and exchange law, regulations of the Exchange or laws relating to business of the company.
4. To select and nominate an external auditor of the company, including recommendation of remuneration of the external auditor by taking into account the credibility, adequacy of resources and volume of audit assignments of that auditing firm, as well as experience and independence of personnel assigned to audit the company's accounts offering the Board of Directors to propose to the Shareholders' Meeting, without management's attendant at least once a year.
5. To review the disclosure of information of the company in case that there is a connected transaction or transaction that may lead to conflict of interest so as to ensure the accurateness and completeness and to give an opinion in order to propose to the Board of Directors' Meeting and the Shareholders' Meeting.
6. To review the financial management and risk management policies as delegated by the Board of Directors and approved by the Audit Committee.
7. To prepare a report on activities of the Audit Committee and disclose it in an annual report of the company. Such report must be signed by the Chairman of the Audit Committee and should consist of information as follows:
 - Comment on the accurateness, completeness and credibility of the preparation process and disclosure of information in financial report of the company.
 - Comment on the adequacy of the company's internal control system.
 - Ground to believe the company's external auditor is suitable for re-appointment for another term of service.

- Comment on the compliance with the securities and exchange law, regulations of the Exchange or laws relating to business of the company.
 - Comment on transaction that may lead to conflict of interest
 - The total number of the Audit Committee's Meeting and attendant of each of Audit Committee.
 - Comment or remark gaining from achieving the charter.
 - Any other report which should be made to the shareholders and general investors within the scope of duties and responsibilities assigned by the Board of Directors.
8. To report the operation of the Audit Committee to the Board of Directors at least once a year.
- Conduct the report of the Audit Committee's corporate governance and disclosure it in the Company's annual report, with the Chairman of the Audit Committee's signature on such report.
 - To perform any other act as delegated by the Board of Directors and approved by the Audit Committee

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.....Director

(Mr. Tradsin Chongussayakul)

Signed.....Director

(Miss Pathamakorn Buranasin)