



**C.I. GROUP**  
**PUBLIC COMPANY LIMITED**  
บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

สำนักงานใหญ่ (HQ)  
1/1 ม.7 ต.บางคูวัด อ.บางคูวัด  
อ.เมืองปทุมธานี จ.ปทุมธานี 12000  
1/1 M.7 Bangkoowad Road  
Bangkoowad, Amphoe muang  
Pathumthani 12000 Thailand

สาขานิคมอง  
789/75 ม.1 ต.นิคมอุตสาหกรรมนิคมอง  
อ.หนองขาหย่าง จ.ชัยภูมิ 20230  
789/75 M.1 Pinthong Industrial Park  
Nongkham, Sriracha  
Chonburi 20230 Thailand

สาขาเทพารักษ์  
526/1 ม.3 ต.เทพารักษ์  
อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270  
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TAX ID #0107547000133

No. CIG 013/2018

March 8<sup>th</sup>, 2018

Re: To inform of the BOD Meeting's resolution no. 1/2018

Dear : President

The Stock Exchange of Thailand

Attachment: F24-1

We, C.I.Group PCL, would like to inform you of the resolutions of the BOD Meeting no.1/2018 was held on Thursday, March 8<sup>th</sup>, 2018 at 11.00 - 13.00 hrs. at C.I.Group Tower Building, Bangkoowad Rd., Ap.Muang, Prathumthani 12000. Details of the resolutions are as follow:

1. Adoption of the Minutes of the BOD Meeting No.5/2017 held on November 14<sup>th</sup>, 2017.
2. Approval of proposing to the AGM 2018 to consider approval of the Board of Directors' remuneration for the year 2018, till December 31<sup>st</sup>, 2018, which is not exceeding Baht 8,000,000 (equal to the approved amount in 2017, the Director Meeting allowances is Baht 5,000 per person per meeting and the Audit Committee Directors Meeting allowance is Baht 5,000 per person per meeting).
3. Approval of proposing to the AGM 2018 to consider approval of a resolution on appointing Mr.Ampol Chamnongwat, Miss Praphasri Leelasupha, Mr. Naris Saowalagsukul, CPA Registration No.4663, 4664 and 5369 respectively, or other CPAs, who are in list of approved auditors by the office of SEC. of Sam Nak-Ngan A.M.C.Co.,Ltd. as CIG's Auditor for the year 2018, ending December 31<sup>st</sup>, 2018, where the auditing fee will not exceed Baht 1,100,000 per year.
4. Approval of proposing to the AGM 2018 to consider approval of the re-appointment of the directors as follows:
  1. Pol.Gen.Prung Boonpadung Chairman of the Board
  2. Mrs. Chankapaw Dissakul Director
5. Approved the re-appointment of the audit committee replacing the retired committee as follow:



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TAX ID #0107547000133

1. Pol.Gen.Prung Boonpadung Chairman of Audit Committee
  2. Mr.Songphol Annanon Audit Committee Director
  3. Mr.Nadith Rodpetch Audit Committee Director
6. Approval on having the AGM 2018 on Monday, April 23rd, 2018, at 1.30 p.m. at the Meeting Room No.3, Queen Sirikit National Convention Center, 60 New Rachadapisek Road, Klongtoey, Bangkok 10110, Thailand.

The Agenda for the meeting will be:

- Agenda 1 Consideration on the Minute of the AGM Meeting No.1/2018
- Agenda 2 Acknowledgement of the fiscal year 2018's operating results and consideration to approve the Financial Statement ended 31 December, 2017.
- Agenda 3 Consideration on annual dividend payment for performance of the year 2017.
- Agenda 4 Consideration on annual remuneration and the meeting allowance of the Directors for the year 2018.
- Agenda 5 Consideration on the appointment of CIG's Auditor and determining Audit Fee for the year 2018
- Agenda 6 Consideration on the re-appointment of the retired directors of the Board Members
- Agenda 7 Others (if any)

The recorded date, to determine the list of shareholders will be on Monday April 2<sup>nd</sup>, 2018.

Please be informed accordingly,

Yours Sincerely,

C.I.Group Public Company Limited

(Mr.Aree Poomsanoh)

Chairman of the Executive

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

The Board of Directors meeting of C.I.Group Public Company Limited No.1/2018 held on March 8, 2018 resolved the meeting's resolutions in the following manners:

⊗ Re- Appointment :

Chairman of the audit committee : Pol.Gen.Dato'Prung Boonpadung  
 Member of the audit committee : Mr.Songphol Annanon  
 Mr.Nadith Rodpetch

On 2 year term of designation an effect as of March 28, 2018.

**The audit committee is consisted of :**

- |  |                                |
|--|--------------------------------|
| 1. Chairman of the audit committee           | Pol.Gen.Dato' Prung Boonpadung |
| remaining term in office 2 year and - months |                                |
| 2. Member of the audit committee             | Mr.Songphol Annanon            |
| remaining term in office 2 year and - months |                                |
| 3. Member of the audit committee             | Mr.Nadith Rodpetch             |
| remaining term in office 2 year and – months |                                |
| Secretary of the audit committee             | Ms.Wanphen Khaosuwan           |

Enclosed hereto is 3 copies of the certificate and biography of the audit committee. The audit committee number 3 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:

**Scope of Authority and Duty of the Board of Audit Committee**

- 1) To ensure that the company has accurately and adequately disclosed its financial statements to public by cooperating with public auditor and directors in charge to prepare financial report quarterly and annually. The Audit Committee may suggest the auditor to examine or investigate any matters considered to be necessary and important during the auditing period.
- 2) To ensure that there are suitable and effective internal control and auditing system in the company by co-auditing with public auditor and internal auditor.
- 3) To ensure that the company is operated in accordance with Laws concerning properties and stock exchange, stipulations of Stock Exchange Market and other laws involving company business.

- 4) To select and make suggestions regarding the appointment of company auditor together with the audition fee by taking into consideration the credibility, personnel sufficiency, work volume of auditing firm as well as experience of the personnel to be appointed as company's auditor.
- 5) To consider the disclosure of company information should there be any connected transaction or contradictory transaction to be accurate and complete.
- 6) To conduct other tasks as instructed by the Board of Directors approved by the Audit Committee, i.e. to make revisions on financial policies and risk management, make revisions on compliance with business ethics, make co-revisions with company directors on important issues which need to be disclosed to public stated by laws, for instance, report and analysis of management team.
- 7) To prepare the Audit Committee activity reports by disclosing on company's annual report. The report shall be signed by the Chairman of Audit Committee and should contain following information:
  - Comments on the preparation process and disclosure of information in company's financial statement to be accurate and reliable.
  - Comments on the sufficiency of company's internal control system.
  - Reasons to believe that the company's auditor is appropriate to be re-appointed for another term.
  - Comments on the compliance with Laws concerning properties and stock exchange, stipulations of Stock Exchanges Market and other laws involving company business.
  - Report on other matters that shareholders and investors should be concerned within a scope of duties and responsibilities appointed by the Board of Directors.

**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.Taweesak Wangkorkiat)

Signed .....Director  
(Mrs.Chankapaw Dissakul)