F 24-1

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

The Board of Directors meeting of Thitikorn Public Company Limited… No.4/ 2009… held on ….November10, 2009..... resolved the meeting's resolutions in the following manners:

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

☐ Chairman of the audit committee ☑ Member of the audit committee

As follows:

(1) ……Mr.Taveeb Chardtumrong……

(2) ……

(3) ……

, the appointment/renewal of which shall take an effect as of …… November 10, 2009……

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

……..

……..

……..

, the appointment/renewal of which shall take an effect as of……(date)……..

The audit committee is consisted of:

1. Chairman of the audit committee Prof. Phisanu Chongstitvathana
   remaining term in office 2 year(s) 10 months
2. Member of the audit committee Mr. Pairintr Wongwantanee
   remaining term in office 2 year(s) 10 months
3. Member of the audit committee Mr.Taveeb Chardtumrong
   remaining term in office 2 year(s) 10 months

Secretary of the audit committee Mrs. Tatsanee Tobngam

Enclosed hereto is ……1…… copies of the certificate and biography of the audit committee. The audit committee number(s) …2 … has/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) To review the Company's financial reporting process to ensure the it is accurate and adequate.
2) To determine an internal Audit unit's independence, as well as to approve the appointment, transfer and dismissal of the chief of an internal audit or any other unit in charge of an internal audit .

3) To review the Company's compliance with the law on securities and exchange, the Exchange's regulation, and the laws relating to the Company's business.
4) To consider, select and nominate an independent person to be the Company's auditor, and to propose such person's remuneration, as well as to attend a non-management meeting with an auditor at least once a year.
5) To review the Connected Transactions, or transactions that may lead to conflicts of interests, to ensure that they are in compliance with the laws and the Exchange's regulations, and are reasonable and for the highest benefit of the Company.
6) To prepare, and to disclose in the Company's annual report, an audit committee's report which must be sign by the audit committee's chairman and consist of at least the following information :
    1) An opinion on the accuracy, completeness and creditability of the Company's financial report,
    2) An opinion on the adequacy of the Company's internal control system,
    3) An opinion on the compliance with the law on securities and exchange, the Exchange's regulations, or the laws relating to the Company's business,
    4) An opinion on the suitability of an auditor,
    5) An opinion on the transactions that may lead to conflicts of interests,
    6) The number of the audit committee meetings, and the attendance of such meetings by each committee member,
    7) An opinion or overview comment received by the audit committee from its performance of duties in accordance with the charter, and
    8) Other transactions which, according to the audit committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Company's board of directors; and
7) The Audit Committee shall report it to the board of director, if it is found or suspected that there is a transaction or any of the following acts which may materially affect the Company's financial condition and operating results for rectification within the period of time that the audit committee thinks fit:
    1) a transaction which causes a conflict of interest;
    2) any fraud, irregularity, or material defect in an internal control system; or
    3) an infringement of the law on securities and exchange, the Exchange's regulations, or any law relating to the Company's business.

    If the Company's board of directors or management fails to make a rectification within the period of time under the first paragraph, any audit committee member may report on the transaction or act under the first paragraph to the Office of the Securities and Exchange Commission or the Exchange.
8) To perform any other act as assigned by the Company's board of directors, with the approval of 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

(Ms. Prathama Phornprapha)

(Seal)

Signed ..... Director

(Mrs. Buskorn Liaummukda)