

Ref. OBD. No. 019/2023

3rd October 2023

Subject : An appointment of a member of the Audit Committee

To : The President
The Stock Exchange of Thailand

Attachment : Form to Report on Names of Members and Scope of Work of the Audit Committee
(F. 24-1)

XSpring Capital Public Company Limited (“**the Company**”) would like to report on the resolution of the Board of Directors Meeting No. 9/2023 held on 3rd October 2023 at 5.15 p.m. The meeting approved the appointment of Mr. Thanarak Phongphatar (Independent Director) as a member of the Audit Committee with effect from 3rd October 2023.

Please be informed accordingly.

Yours faithfully,

Ms. Varangkana Artkarasatapon
President

Company Secretary Office
Tel: 02-030-3730

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

The Board of Directors meeting of XSpring Capital Public Company Limited No. 9/2023 held on 3rd October 2023 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. Thanarak Phongphatar
- (2) _____
- (3) _____
- (4) _____

, the appointment of which shall take an effect as of 3rd October 2023

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

, the determination/change of which shall take an effect as of _____

The audit committee is consisted of:

1. Chairman of the audit committee	Dr. Pairoj Boonkongchuen	remaining term in office approximately 7 months
2. Member of the audit committee	Mr. Kittichai Raktakanit	remaining term in office approximately 1 year 7 months
3. Member of the audit committee	Mr. Thanarak Phongphatar	remaining term in office approximately 3 years
Secretary of the audit committee	Mr. Chalit Chulajaruwong	

Enclosed hereto is 1 copy of the certificate and biography of the audit committee. The audit committee number 1-3 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. Review the sufficiency, credibility and objectivity of the financial reporting by coordinating with the external auditors and management responsible for preparing the quarterly and yearly financial reports. The Audit and Risk Management Committee may suggest issues or matters to be included for review or audit by the external auditors during its audit of the company.
2. Review the adequacy and effectiveness of the internal control systems and internal audit functions by coordinating with the external and internal auditors.
3. Review and approve audit plans, budgets and manpower of Compliance and Internal Audit Department.
4. Consider and review independent and auditing results of Compliance and Internal Audit Department.
5. Participate on the appointment, dismissal, resignation and evaluation of head of Compliance and Internal Audit Department.
6. Review compliance with the Securities and Exchange Acts, Regulations of the SET, and any other relevant laws.
7. Consider and advise the appointment of the external auditors including the audit fee by considering the creditability, the adequacy of its resources, the firm's audit engagements, and the experience of its supervisory and professional staff.
8. Consider compliance with all connected transaction disclosures or the conflict of interests disclosures.
9. Take care of any other matters assigned to it by the Board of Directors, such as reviewing the company's financial and risk management policies, reviewing compliance with the Code of Corporate Conduct of the management, and reviewing with the company's management, all important reports which must be disclosed to the public according to the law. (e. g. Management Discussion and Analysis (MD&A), etc.).
10. Report the activities of the Audit and Risk Management Committee in the Company's annual report, which must be signed by the chairman of the Audit and Risk Management Committee. The following information should be included in the report:
 - Comments on the Company's financial reporting process and the disclosure of its financial information, which must be correct, sufficient, and credible.
 - Comments on the adequacy of the Company's internal control systems.
 - Statements on whether the Company's auditor is suitable for re-appointment.
 - Comments on compliance with the Securities and Exchange Acts, Regulations of the SET, and any other relevant laws.
 - Other statements that shareholders and general investors deem to be considered under the scope of the functions and responsibilities assigned to them by the board.
11. Review Charter of Audit and Risk Management Committee at least once a year.
12. Perform self-assessment at least once a year and report the results to the Board of Directors.
13. Take all necessary actions to insure that the Board of Directors / Executive Management have evaluated, addressed and are monitoring the material risk associated with the Company's operations.

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. Varangkana Artkarasatapon)
Authorized Director

Signed _____ Director
(Mr. Pinit Puapan)
Authorized Director