

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

The Board of Directors' Meeting of Ocean Commerce Public Company Limited No. 1/2021 held on 1 March 2021 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. KITTISAK CHANOKMAT
- (2) .....
- (3) .....
- (4) .....

, the appointment/renewal of which shall take an effect as of 1 Mach 2021

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. Member of the audit committee Mr. BOONLERD IEWPORNCHAI..... remaining term in office 1 year
- 2. Member of the audit committee Mr. KUSOL SANGKANANTA..... remaining term in office 1 years
- 3. Chairman of the audit committee Mr. KITTISAK CHANOKMAT..... remaining term in office 1 year

Secretary of the audit committee Mr. BOONLERD IEWPORNCHAI

Enclosed hereto is .....1..... copies of the certificate and biography of the audit committee. The audit committee number(s) .....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 accuracy of the Company's financial reports in accordance with generally accepted accounting principles, and ensure there is adequate disclosure.
- 2. Review the Company's internal control system and internal audit system to ensure that they are appropriate and effective, and consider the independence of the internal audit department. As well as approving employ, transfer and dismissal of the chief and employees of the internal audit department or any other department that responsible directly to internal audit.

3. Review the Company's compliance with the laws on securities and exchange, the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand (SET), including laws, regulations and rules relating to the Company's business.
4. Consider selection, appointment, termination and remuneration of the Company's external auditor, including meet separately with the external auditor at least once a year to discuss any matters for propose to the Board of Directors meeting.
5. Consider all connected transactions or transactions that may lead to conflicts of interest, to ensure that they are in compliance with related laws and the regulations of the SET, including regulations and announcements of the Stock Exchange of Thailand / related laws that apply to the company and/or the business of the Company are reasonable and bring the highest benefit to the Company.
6. Prepare the Audit Committee's reports to be signed by the Chairman of the Committee and disclosed in the Company's annual report. These must contain the following information:
  - a) An opinion on the accuracy, completeness and reliability of the Company's financial report; b) An opinion on the adequacy of the Company's internal control system;
  - c) An opinion on the compliance with the law on securities and exchange, the regulations of the SET and other laws relating to the Company and/or the Company's business;
  - d) An opinion on the suitability of the external auditor;
  - e) An opinion on transactions that may lead to conflicts of interest;
  - f) The number of Committee meetings held and the members' attendance;
  - g) Any comments or opinions received by the Committee regarding its performance in accordance with the charter;
  - h) Any other transaction which, according to the Committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Board of Directors.
7. Review and propose to the Board of Directors to amend the scope of authority, duties and responsibilities of the Audit Committee in accordance with the circumstances.
  8. Examine and investigate related persons under the authority of the Audit Committee and hire advisors or external personnel in line with the Company's regulations to make comments or give advice as necessary.
9. If, during the performance of its duties, the Committee finds or suspects any of the following situations which may have a material impact on the Company's financial condition or operating results, it must report these to the Board for rectification within a period of time the Committee deems appropriate:

- a) A transaction which causes a conflict of interest;
- b) Any act of fraud, irregularity, or material deficiency in an internal control system;
- c) An infringement of the law on securities and exchange, the regulations of the SET, or any law relating to the Company's business.

If the Board of Directors or management fails to rectify the situation within the period of time stipulated by the Committee, any member of the Committee may report this situation to the Office of the Securities & Exchange Commission or the SET.


- 10. Review the compliance with the Company's anti-corruption policy to ensure that the company has adequate internal control, including reviewing the validity of the assessment form and reference documents follow to the Thailand's Private Sector Collective Action Coalition Against Corruption.
- 11. Consider review the Company's anti-corruption policy to improve the policies and propose to the Board of Directors for approval.
- 12. Perform other tasks assigned by Board of Directors and by the authority delegated in the Company's other policies.

The company hereby certifies that

- 1. The qualifications of the afore-mentioned 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



(Seal)

Signed  Director

( Mr. YOSSATAT NITISARUN )

## Certificate and Biography of Director/the Audit Committee Member

Whereas I, Mr. KITTISAK CHANOKMAT have been appointed to be director of the Ocean Commerce Public Co.,Ltd.  
Effective from 1 March 2021,my background and personal information is as follows:

### 1. Personal Information

- 1.1 Citizen ID number or passport number .....3100200667649
- 1.2 Nationality (current) .....Thai
- 1.3 Date of birth 8 July 1971 age 50 year(s)
- 1.4 Current address 99/79 Moo 1, Laddarom, Ratchaphruek-Rattana Thibet 2, Ratchaphruek Rd., Om Kret Subdistrict, Pakgray District, Nonthaburi Province 11120
- 1.5 Present occupation / Place of work Ocean Commerce Public Listed Company

### 1.6 Education

- 1993 Year Bachelor Degree in Accounting Faculty of Business Administration Ramkhamhaeng University
- 2009 Year Master of Corporate Governance Faculty of Commerce and Accountancy Chulalongkorn University

### 1.7 Experience 5 years to present

- 15 Jun 20 - Present Ocean Commerce Plc. Independent Director / Chairman of the Audit Committee Palm oil business
- 20 Mar '18 - Present Mitmaitree Medical Co., Ltd. Independent Director / Audit Committee General Disease Clinic
- 15 Nov 19-Present St Med Co., Ltd. Director / Chairman of the Audit Committee Selling medical equipment
- 23 Apr '19 - 29 May '20 Next Point Plc. Director of Electronic Components Manufacturing Co., Ltd.
- 30 Nov '18 - 27 Jan '20 Inter Prime Media Co., Ltd. Independent Director / Audit Committee Provide advertising service
- 18 Dec. '17 - 27 Mar. '19 Global Service Center Co., Ltd. Independent Director / Audit Committee Provide debt collection and call center services
- 5 Jul 19-Present P&L Group (Thailand) Co., Ltd. Managing Director Holding Business
- 8 Jul 16-Present P&L Total Solution Co., Ltd. Service Business Director
- 9 Jan 2015-Present P&L Training Center Co., Ltd. Service Business Director
- 14 Nov 2013-Present P&L Inter Consulting Co., Ltd. Service Business Director
- 9 Jan 2013-Present P&L IT Audit Co., Ltd. Director of Service Business
- 3 Sep 2012-Present P&L Corporation Co., Ltd. Managing Director of Service Business
- 16 Jun 11-Present P&L Business Services Co., Ltd. Service Business Director
- 5 Jan 2006-Present P&L International Audit Co., Ltd. Managing Director of Service Business

1.8 to the law in relation to securities and exchange, or derivatives contract, or the law in relation to financial system (please identify B.E. year of incident, accusation, and the trial verdict/punishment) –None-

1.9 Number of shareholding(s) in the company

	Number of shares (Shares)	Percentage of total shares With voting right
I, <u>Mr. KITTISAK CHANOKMAT</u>	-	
Spouse Name-surname 1. Ms. Isthaporn Srisukwatana Former name and .....	-	
Minor Children (Name-Surname/Age) 1. Miss Punpanchanokmatu, 10 years old 2.....	-	
Juristic Person(s) as the related persons according to the Notification of the SEC 1..... 2.....	-	

1.10 Number of shares held in the company, its parent company, subsidiary, affiliated company, and other juristic person(s) with potential of conflict of interest of the applicant company or the listed company as of ..... (please specify details pursuant to the rules of SEC)

1.10.1 Name of company .....-..... Number of holding shares .....-... representing ...-... % of total shares with voting right of the company

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1.10.2 Name of company .....-..... Number of holding shares .....-..... representing ....-..... % of total shares with voting right of the company

1.10.3 Name of company .....-..... Number of holding shares.....-..... representing ...-..... % of total shares with voting right of the company

(Shareholding stated above shall include those shareholdings of related persons under section 258 of the Securities and Exchange Act)

2. I hereby certify to the Stock Exchange of Thailand that I possess qualifications of management or person who has controlling power in accordance with requirements of the Office of Securities and Exchange Commission Re: Permission Application and Permission for Issuance of Newly Issued Shares, and possess all qualifications as prescribed by the Stock Exchange of Thailand.

3. I, holding an office as, (for audit committee only)

Chairman of the audit committee

V Member of the audit committee

by the appointment made by the Company's board of directors/shareholders meeting No. 1/2021, held on 1 March 2021, hereby certify further to the Stock Exchange of Thailand as follows:

3.1 I possess all the qualifications of the audit committee as prescribed by the Stock Exchange of Thailand;

3.2 I fully understand the scope of duties and responsibilities in performing duties as and audit committee's member as appointed and stipulated by the Board of Directors of Ocean Commerce Public Co.,Ltd;

3.3 I fully understand the scope of duties and responsibilities as prescribed by the Stock Exchange of Thailand;

3.4 I

have no

have (please specify details in 1.6 and 1.7)

adequate expertise and experience to audit creditability of the financial reports.

I hereby certify that any of the aforementioned information provided to the Stock Exchange of Thailand is correct, complete, and represent the truth in all aspects. This certificate and my biography are provided on 1 March 2021.

Signed .....



(Mr. KITTISAK CHANOKMAT)



Position Chairman of the Audit Committee / Director / Independent Director