



บริษัท เด็มโก้ จำกัด (มหาชน)  
DEMCO PUBLIC COMPANY LIMITED



สำนักงานใหญ่: 59 หมู่ 1 ตำบลสวนพริกไทย อำเภอเมืองปทุมธานี จังหวัดปทุมธานี 12000

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Ref : DEM014 – 22

11 August 2022

Subject Change in the scope of duties and responsibilities of the Audit Committee  
To The President, the stock Exchange of Thailand  
Attachment Form (24-1) to report scope of work of the Audit Committee

DEMCO Public Company Limited (“the Company”) hereby would like to inform the resolution of the Board of Director Meeting No. 4/2022 held on August 11, 2022 to change in the scope of duties and responsibilities of the Audit Committee as details belows:

With effective from 11 August 2022 onwards. The F24 - 1 is attached herewith for reference.

Yours faithfully,

(Mr. Phongsak Siricupta)  
Chief Executive Officer

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

The Board of Director Meeting No. 4/2022 held on August 11, 2022 resolved the meeting's resolutions in the following manners:

- ☒ Renewal for the term of audit committee:
- ☐ Chairman of the audit committee      ☐ Member of the audit committee
- As follows:

- ☒ The appointment / Renewal of which shall take an effect as of -
- Determination / Change in the scope of duties and responsibilities of the audit committee with the following details: -

The Audit Committee is consisted of:

1. Chairman of the audit committee Mr. Naris Srinual remaining term in office 3 year (s)
2. Member of the audit committee Mr. Sermsak Charumanus remaining term in office 3 year (s)
3. Member of the audit committee Mr. Prin Bholnivas remaining term in office 2 year (s)
4. Member of the audit committee Mr. Punn Kasemsup remaining term in office 2 year (s)

Secretary of the Audit Committee : Miss Wonruedee Suvapan

The Audit Committee number 2, 3 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 of Financial Reports and Information Disclosures

1.1 Review for the Company to have accurate and reliable financial reports including adequate disclosure of information by coordinating with external auditors and executives responsible for preparing both quarterly and annual financial reports in order to comply with Thai Financial Reporting Standards and encourage the development of financial reporting systems to be in line with international standards.

1.2 Consider and provide opinions to review Company's financial information quarterly and review the audit of financial information reported by a certified public accountant before proposing to the Board of Directors for consideration and reporting to the Stock Exchange of Thailand.

#### 2. Review of the sufficiency and efficiency of the internal control & compliance system and internal audit work

2.1 To obtain reasonable assurance about the adequacy and effectiveness of internal control & compliance and internal audit of the Company conforming to general acceptable international standards

in response to the risks inherent in the corporate governance process performance and information technology systems.

2.2 Review and provide opinions on the internal audit plan and an appropriate internal audit system according to generally accepted inspection methods and standards.

2.3 Consider the independence of the internal audit unit, budget adequacy and personnel of the internal audit unit including considering the appointment, transfer, dismissal, and annual performance appraisal of the Head of the Internal Audit Department.

### **3. Review of compliance to conform with applicable rules, laws or other requirements**

performance review to ensure that the Company practice complies with the Securities and Exchange Act or regulations of the Stock Exchange of Thailand, policies, rules, regulations and other laws related to the Company's operations as well as reports violations of the law or any abnormalities which may have a significant impact on the business to the Board of Directors as soon as they are detected.

### **4. Review of the risk management system**

Review to ensure that the Company has a risk management process, work process, control, operational supervision and information technology including information security and effective communication networks conforming with international standards as well as monitoring the results of risk management and assess the risk management results from the Corporate Risk Management Committee.

### **5. Supervision of auditors**

Consider the selection, propose to appoint, re-enter or dismiss the Company's external auditors, evaluate the performance to determine the auditor's remuneration before proposing to the Board of Directors for approval in the presentation of information for approval in the shareholders' meeting, as well as meeting with the auditor ,without management attending, at least once a year in order to obtain a reasonable assurance about the auditor's work on independence, transparency and suitability for the business.

### **6. Review of connected transactions**

Review to ensure that the connected transactions are properly treated. They do not cause conflicts of interest and are in compliance with the law and the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand (SET) including the Company's policy before providing the information for the decision of the Board of Directors before approval.

### **7. Corporate Governance**

Review to obtain reasonable assurance about the effectiveness and efficiency of the Company's good corporate governance process.

### **8. Fraud and Corruption**

8.1 Review to obtain reasonable assurance about the fraud and corruption prevention including investigation process which be the measure for the Company's actions when such incidents occur

8.2 Review to ensure confidence in the whistleblowing process of the Company, when there is a reasonable doubt of fraud/corruption, is taken in appropriate and concise way.

### **9. Values and Ethics**



Review to obtain reasonable assurance that all practices are carried out in accordance with the Company's values and code of conduct.

#### **10. Financial Report and Public Accountability Report**

Review to ensure that the Company's financial information and nonfinancial matters that are essentially prepared and distributed to the public properly, completely and consistently with the source of information.

#### **11. Other duties**

11.1 Review to have a preventive and useful work system for business units to increase efficiency and effectiveness of works to be better.

11.2 In case the Audit Committee is notified by the auditor about unusual situation which the auditor detects suspicious circumstances involving to Chief Executive Officer, Managing Director or any person responsible for the Company's management commits an offense under the Securities and Exchange Act, the Audit Committee must report the results of the primary investigation to the Board of Directors within 30 days from the date of being notified by the auditor before reporting to the Securities and Exchange Commission.

11.3 In the conducting of duties, if the Audit Committee finds or suspects that there are transactions or actions that may cause any impact on the financial position and performance of the Company, immediately report of the following findings shall be made and submitted to the Board of Directors for them to be able to find suitable solutions in a timely manner;

- 1) Conflicts of Interest
- 2) Corruption or something unusual or there is a significant dis-organization in the internal control system
- 3) Violation of the laws or any requirements of the Stock Exchange of Thailand and other laws related to the Company's business

When the Audit Committee has reported such mentioned unusualness to the Board of Directors and has discussed with the Board of Directors and executives and coming that they need to make improvements within the specified time. If it appears that the corrective action has been neglected or prolonged without a reasonable cause. Any member of the Audit Committee may report this matter directly to the Securities and Exchange Commission or the Stock Exchange of Thailand.

11.4 Chairman of the Audit Committee and Member of Audit Committee must attend the shareholders' meeting to clarify any agenda involving to the Audit Committee or involving to the appointment of auditor(s).

11.5 Consider and review the qualifications of the person assigned for the highest responsibility in accounting and finance (CFO)/Accounting Supervisor to comply with the required qualifications for the highest responsible person in accounting and finance and the supervisor of the bookkeeping of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand.

11.6 Authorized to seek independent opinions from other professional advisors or specialists as necessary at the expense of the Company with the approval of the Board of Directors.

11.7 Regularly report to the Board of Directors for them to acknowledge the activities of the Audit Committee and prepare an operating plan and performance reporting to the Board of Directors at least once a year.

11.8 Consider the Audit Committee Charter before submitting it for approval to the Board of Directors and arrange for a review of the appropriateness of the Charter at least once a year.

11.9 Perform any other work as required by law or as assigned by the Board of Directors and agreed by the Audit Committee.

To perform duties in accordance with the scope of duties, the Audit Committee has been authorized to summon or order management, head of department or employees of the Company or related Subsidiaries to provide their opinions, attend the meeting or submit documents as deemed relevant and necessary.

The Audit Committee performs the works within the scope of duties and responsibilities of the Board of Directors. The Board of Directors remains directly responsible for the Company's operations committed to the shareholders, stakeholders and general individuals.

When there is a change in the scope of duties and responsibilities of the Audit Committee, the Company must notify the resolution of the change in duties and prepare the list and scope of work of the Audit Committee that has changed according to the form prescribed by the Stock Exchange of Thailand and submit to the Stock Exchange of Thailand within 3 business days from the date of such change by the method according to the regulations of the Stock Exchange of Thailand on reporting through electronic media.

Under its scope of duties and responsibilities, the Audit Committee is authorized to invite an executive, executive committee or any concerned persons to provide suggestions, to attend the meeting, or to deliver necessary information.

The Company hereby certify 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. Phongsak Siricupta )

Signed  Director  
( Mr. Paitoon Gumchai )