

(Translation)

**Supporting Document for Item 6: To consider the appointment of auditor and fixing of remuneration**

1. Article 30 of the Articles of Association stipulates that the auditor shall be appointed and remuneration shall be fixed at every annual ordinary general meeting of shareholders.
2. Clause 7 (4) of the Notification of the Stock Exchange of Thailand Re: Qualifications and Scope of Work of the Audit Committee B.E. 2551 (2008) requires the Audit Committee to have the duties to consider, select, nominate, appoint an independent person to be the Company's auditor, and to propose the remuneration for the Company's auditor.

The Audit Committee's Meeting No. 1/2016 on February 23, 2016, and management, jointly considered the qualifications of the auditor in respect of the reliability, independence, knowledge and experience in audit services, advice on accounting standards and certification of the financial statements in a timely manner, and resolved to propose this matter to the Board of Directors to consider proposing the 2016 Annual Ordinary General Meeting of Shareholders for appointment of auditor and fixing of remuneration for 2016.

3. The Board of Directors' Meeting No. 1/2016 on February 25, 2016 resolved to propose that the Shareholders' Meeting consider appointing the auditor and fix the remuneration as proposed by the Audit Committee, as follows:
  - 1) Either of the auditors from EY Office Limited as listed below be appointed as the Company's auditor:

	<u>Name</u>	<u>License No.</u>	<u>Audit Year(s) for the Company</u>		
			<u>BEM</u>	<u>BECL</u>	<u>BMCL</u>
1.	Miss Waraporn Prapasirikul	4579	2015	-	-
2.	Miss Siraporn Ouaanunkun	3844	-	-	2 years (2014-2015)
3.	Miss Rungnapa Lertsuwankul	3516	-	2 years (2014-2015)	-

as the Company's auditor to conduct an audit and sign to certify the Company's financial statements for 2016. Additionally, the auditor of EY Office Limited also serves as the auditor of the subsidiaries, namely, Northern Bangkok Expressway Company Limited and Bangkok Metro Networks Limited. The proposed auditors have neither relationship with nor interest in the Company, its subsidiaries, executives, major shareholders or their related persons. In this regard, the Audit Committee and management are certain that the auditor is capable to timely audit the financial statements according to schedule.

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2) Auditing fee be fixed in the amount not exceeding Baht 2,505,000 consisting of:

	<u>2016</u>	<u>2015</u>
Fee for auditing the annual financial statements	1,560,000	650,000
Fee for reviewing three quarterly financial statements	<u>945,000</u>	<u>-</u>
Total	<u>2,505,000</u>	<u>650,000</u>

When compared to the average auditing fees of other listed companies in the same sector, the Company's auditing fee is reasonable. The Company coordinated with three other auditing firms of equal repute, namely, PricewaterhouseCoopers ABAS Limited, Deloitte Touche Tohmatsu Jaiyos Co., Ltd., and KPMG Phoomchai Audit Co., Ltd., and all three of them refused to submit their auditing proposals due to their limited manpower.

In the previous accounting year, the Company and its subsidiaries did not incur any non-audit service fee of EY Office Limited or any business related to the auditor or EY Office Limited.