

Supporting Document for Item 7: To consider the appointment of auditor and fixing of remuneration

1. Article 30 of the Company's Articles of Association prescribes that the auditor shall be appointed and remuneration shall be fixed at every annual ordinary general meeting of shareholders, and the Notification of the Stock Exchange of Thailand prescribes that the Audit Committee shall have the duty to consider selecting for proposing the appointment of a person with independence to perform duties as the Company's auditor and proposing the remuneration for the Company's auditor.
2. In 2016, the Ordinary General Meeting of Shareholders approved to appoint either Miss Waraporn Prapasirikul or Miss Siraporn Ouaanunkun or Miss Rungnapa Lertsuwankul of EY Office Limited as the Company's auditor, with the remuneration in the amount not exceeding Baht 2,505,000.

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. 1/2017 on February 22, 2017, 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 the justification of the remuneration, and resolved to propose that the Board of Directors consider proposing the 2017 Annual Ordinary General Meeting of Shareholders to appoint the auditor and fix the remuneration for 2017, 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>
1. Miss Waraporn Prapasirikul	4579	2 years (2015 - 2016)
2. Miss Siraporn Ouaanunkun	3844	-
3. Miss Watoo Kayankannavee	5423	-

Any auditor appointed as the Company's auditor shall conduct an audit and sign to certify the Company's financial statements for 2017. Additionally, the auditors as named above shall also serve as the auditors of the subsidiaries, namely, Northern Bangkok Expressway Company Limited and Bangkok Metro Networks Limited. In addition, the proposed auditors have neither relationship with nor interest in the Company, its subsidiaries, executives, major shareholders or their related persons.

(Translation)

- 2) The auditing fee be fixed in the total amount not exceeding Baht 3,350,000 consisting of:

	<u>2017</u>	<u>2016</u>	<u>Increase</u>	
Fee for auditing the annual financial statements	2,051,000	1,560,000	491,000	31.47%
Fee for reviewing three quarterly financial statements	<u>1,299,000</u>	<u>945,000</u>	<u>354,000</u>	<u>37.46%</u>
Total	<u>3,350,000</u>	<u>2,505,000</u>	<u>845,000</u>	<u>33.73%</u>

The auditing fee increased by Baht 845,000 when compared to that in the previous year, due to the increase in backlog in 2017 resulting from the opening for service of the Si Rat - Outer Ring Road Expressway Project and the MRT Purple Line Project.

However, 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 another three auditing firms of equal repute, namely, PricewaterhouseCoopers ABAS Limited, Deloitte Touche Tohmatsu Jaiyos Co., Ltd., and KPMG Phoomchai Audit Co., Ltd., and they refrained from submitting their auditing proposals.

In the previous accounting year, the Company and its subsidiaries incurred non-audit service fees from EY Office Limited in the amount of Baht 845,000 as additional fees after the amalgamation and opening for service of new projects during the year and from EY Corporate Services Limited in the amount of Baht 200,000 as fee for tax report on the M.R.T. Chaloen Ratchamongkhon Line.

3. The Board of Directors' Meeting No. 1/2017 on February 22, 2017 resolved to propose that the 2017 Annual Ordinary General Meeting of Shareholders appoint the auditor and fix the remuneration for 2017 as proposed by the Audit Committee, namely, either Miss Waraporn Prapasirikul or Miss Siraporn Ouaanunkun or Miss Watoo Kayankannavee of EY Office Limited for appointment as the Company's auditor, with the duty to audit and sign to certify the Company's financial statements for 2017, with the remuneration in the amount not exceeding Baht 3,350,000.