

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 2017, the Ordinary General Meeting of Shareholders approved to appoint either Miss Waraporn Prapasirikul or Miss Siraporn Ouaanunkun or Miss Watoo Kayankannavee of EY Office Limited 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.

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. 1/2018 on February 27, 2018, 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 2018 Annual Ordinary General Meeting of Shareholders to appoint the auditor and fix the remuneration for 2018, 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 Isaraporn Wisutthiyan	7480	-
2.	Miss Supanee Triyanantakul	4498	-
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 2018. Additionally, the auditor of the subsidiaries, namely, Northern Bangkok Expressway Company Limited and Bangkok Metro Networks Limited is Miss Isaraporn Wisutthiyan. In addition, the proposed auditors have neither relationship with nor interest in the Company, its subsidiaries, executives, major shareholders or their related persons.

- 2) The remuneration be fixed in the total amount not exceeding Baht 3,830,000 consisting of:

	<u>2018</u>	<u>2017</u>	<u>Increase</u>
Fee for auditing the annual financial statements	2,321,000	2,051,000	270,000
Fee for reviewing financial statements for the first three quarters	<u>1,509,000</u>	<u>1,299,000</u>	<u>210,000</u>
Total	<u>3,830,000</u>	<u>3,350,000</u>	<u>480,000</u>

In comparison with the auditing fee in the previous years, the auditing fee increased by Baht 480,000 or representing 14.33 percent, due to the fact that in 2018, the scope of work has increased since the Company has been granted concession for the MRT Blue Line Extension 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 did not submit their auditing proposals.

3. The Board of Directors' Meeting No. 1/2018 on February 27, 2018 resolved to propose that the 2018 Annual Ordinary General Meeting of Shareholders appoint the auditor and fix the remuneration for 2018 as proposed by the Audit Committee, namely, either Miss Isaraporn Wisutthiyon or Miss Supanee Triyanantakul or Miss Watoo Kayankannavee of EY Office Limited, as the Company's auditor, with the duty to audit and sign to certify the Company's financial statements for 2018, with the remuneration in the amount not exceeding Baht 3,830,000 and other expenses as actually incurred.