

Ref. PDI/BK-BS-077/2015

15 September 2015

To : President
The Stock Exchange of Thailand

Re. : Resolutions of the Board of Directors' Meeting, No. 06-2015

The Board of Directors of Padaeng Industry Public Company Limited at its meeting, No. 06-2015 on 15 September 2015 has adopted the following resolutions:

1. Appointed Mr. Karel Vinck, Independent Director of the Company, as the Audit Committee Member of the Company.

The Audit Committee consists of three members:

- 1) Mr. Vinai Vamvanij Chairman
 - 2) Mr. Aswin Kongsiri Member
 - 3) Mr. Karel Vinck Member
- and Dr. Surin Tanticharoenkiat Secretary to the Audit Committee

2. Appointed Mr. Aswin Kongsiri, the member of the Nomination and Remuneration Committee, to be the Chairman of the Nomination and Remuneration Committee.

3. Appointed Mr. Tommy Taechaubol, Director of the Company, to be the member of the Nomination and Remuneration Committee.

The Nomination and Remuneration Committee consists of three members:

- 1) Mr. Aswin Kongsiri Chairman
 - 2) Mr. Pinit Vongmasa Member
 - 3) Mr. Tommy Taechaubol Member
- and Dr. Surin Tanticharoenkiat Secretary to the Nomination and Remuneration Committee

The appointments are effective from now onwards.

Please be informed accordingly.

Yours truly,

- Signature -

(Surin Tanticharoenkiat)
Company Secretary

Board Secretary Division
Tel. 0 2695 9499 Ext. 9335, 9331
Fax. 0 2695 9495

The audit committee of the company has the scope of duties and responsibilities to the Board of Director on the following matters:

1. To review the Company's financial reporting process to ensure that it is accurate and adequate.
2. To review the Company's internal control system and internal audit system to ensure that they are suitable and efficient, and to determine an internal audit unit's independence, as well as to approve the appointment, transfer and dismissal of the chief of an internal audit unit or any other unit in charge of an internal audit.
3. To review the Company's compliance with the law on securities and exchange, the Exchange's regulations, and the laws relating to the Company's business.
4. To consider, select, nominate, and dismiss an independent person to be the Company's auditor, and to propose such person's remuneration, as well as to attend a non-managerial meetings with an external auditor at least once a year.
5. To review the Connected Transactions, or the transactions that may lead to conflicts of interests, to ensure that they are in compliance with the laws and the Stock Exchange of Thailand's regulations, and are reasonable and for the highest benefit of the Company.
6. To prepare, and to disclose in the Company's annual report, an audit committee's report, which must be signed by the audit committee's chairman and consist of at least the following information:
 - (a) Opinion on the accuracy, completeness, and Credibility of the Company's financial report.
 - (b) Opinion on the adequacy of the Company's internal control system.
 - (c) Opinion on the compliance with the law on securities and exchange, the Stock Exchange of Thailand's regulations, or the laws relating to the Company's business.
 - (d) Opinion on the suitability of an auditor.
 - (e) Opinion on the transactions that may lead to conflicts of interests.
 - (f) The number of the audit committee meetings, and the attendance of such meetings by each committee member.
 - (g) Opinion or overview comment received by the audit committee from its performance of duties in accordance with the charter.
 - (h) Other transactions which, according to the audit committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Company's board of directors.
7. To monitor the risk management process.
8. To perform any other act as assigned by the Company's board of directors, with the approval of the audit committee.
9. Report any matter to the board that the audit committee considers appropriate.

The company hereby certifies 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 Chairman

(Mr. Arsa Sarasin)

Signed Managing Director

(Mr. Francis Vanbellen)