(Translation)

Ref: 0162/079

25 April 2019

Re: The appointment of Audit Committee and Compensation Committee.

To: President of the Stock Exchange of Thailand

Attachment : Form to Report on Names of Members and Scope of Work of the Audit Committee (F24-1)

Banpu Public Company Limited ("the Company") would like to inform the Stock Exchange of Thailand for the following resolutions passed by the Board of Directors Meeting No. 4/2019, which was held on 25 April 2019.

1.Appointed 1 director to be the member Audit Committee , Mr.Pichai Dusdeekulchai and re-appointment Audit Committee members who retired by rotation for another term which the Audit Committee consists of

1.Mr.Teerana	Bhongmakaphat	Chairman of Audit Committee
2.Mr.Suthad	Setboonsarng	Member of Audit Committee
3.Mr.Pichai	Dusadeekulchai	Member of Audit Committee

The details are hereby attached

2.Appointed 2 directors to be the members of Compensation Committee, Mr.Suthad Setboonsarng and Mr.Teerapat Sanguankotchakorn which the Compensation Committee consists of

1. Mr.Buntoeng	Vongkusolkit	Chairman of Compensation Committee
2. Mr.Teerana	Bhongmakaphat	Member of Compensation Committee
3. Mr.Suthad	Setboonsarng	Member of Compensation Committee
4. Mr.Teerapat	Sanguankotchakorn	Member of Compensation Committee

The appointment will be effective from April 25, 2019 onwards

Please be informed accordingly.

Sincerely yours,

-signature-

(Mrs. Somruedee Chaimongkol)
Chief Executive Officer

(Translation)

F 24-1

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

The Board of Directors Meeting of Banpu Public Company Limited No. 4/2019 held on 25 April 2019 resolved the meeting's resolutions in the following manners:

☑ Appoint audit committee/ Renewal for the term of audit committee

☑ Chairman of the audit commitee ☑ Member of the audit committee

As follows:

(1) Mr. Teerana Bhongmakapat Chairman of the audit committee
(2) Mr. Suthad Setboonsarng Member of the audit committee
(3) Mr. Pichai Dusdeekulchai Member of the audit committee

The appointment shall take effect as of 25 April 2019

The scope of duties and responsibilities of the audit committee with the following details: (Remain Unchanged)

The audit committee is consisted of:

1.Chairman of the audit committee	Mr. Teerana	Bhongmakapat	remaining term in office 3 years (Take an effect to the date of AGM for the Year 2022)
2.Member of the audit committee	Mr. Suthad	Setboonsarng	remaining term in office 3 years (Take an effect to the date of AGM for the Year 2022)
3.Member of the audit committee	Mr. Pichai	Dusdeekulchai	remaining term in office 3 years (Take an effect to the date of AGM for the Year 2022)
Secretary of the audit committee	Ms.Wiyada	Wiboonsirichai	

Enclosed hereto is 1copy of the certificate and biography of the audit committee. The audit committee number 1-3 has 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. 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.
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 and nominate an independent person to be the Company's auditor, and to propose such person's remuneration, as well as to attend an non-management meeting with an 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 Exchange'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) an opinion on the accuracy, completeness and creditability of the Company's financial report,
    (b) an opinion on the adequacy of the Company's internal control system,
    (c) an opinion on the compliance with the law on securities and exchange, the Exchange's regulations, or the laws relating to the Company's business,
    (d) an opinion on the suitability of an auditor,
    (e) an 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) an opinion or overview comment received by the audit committee from its performance of duties in accordance with the charter, and
    (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 audit case informed by the Company's external auditor when he/she discovers any suspicious circumstance that the director, manager or any person responsible for the Company's operation commit and offence, which are specified under the Securities and Exchange Act (No.4) B.E.2551 and report the result of preliminary inspection to the Securities and Exchange Commission and the external auditor within thirty days since the inform date;
8. To review and continue monitoring major risk management procedures after Risk Management Committee did; to review financial derivatives transactions, commodity hedging with contractual parties for linkages with the internal control;
9. to determine an internal audit unit's independence; to express opinions regarding the operation plan and operation results, budgeting and manpower of the Internal

Department as well as to approve the appointment, transfer and dismissal of the chief of an internal audit unit.
10. To revise the Audit Committee Charter at least once a year;
11. To review and approve the Internal Audit Charter;
12. To submit and operation report to the Board of Directors at least once a year;
13. To invite executive officers or supervisors to attend its meeting for clarification purpose or to submit relevant documents based on the scopes of its authority;
14. To obtain appropriate consultations from the independent specialist relating to its scope of duties and responsibilities with the Company's expenses; and
15. To perform any other tasks as assigned by the Board of Directors upon the Audit Committee's consent.
16. To review and ensure that the Company had duly complied with Anti-Corruption Policy

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 ____(signature)____ Director

-Company's seal- (Mr.Chanin Vongkusolkit)

Signed ____(signature)____ Director

(Mrs. Somruedee Chaimongkol)