

Ref. No.1058/64E

October 19, 2015

Subject : Appointment of Audit Committee Members Retired by Rotation

Attention : President  
The Stock Exchange of Thailand

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

According to the Company's Board of Directors' Meeting No.5/2015, dated October 19, 2015 the Board of Directors has resolved to re-appoint Mr. Padoong Techasarintr, Mr. Adul Tantharatana and Mrs. Duangkamol Suchato as the Audit Committee members for another 3-year term, to be effective from October 19, 2015. The details are in the attached Form to Report on Names of Members and Scope of Work of the Audit Committee (F24-1).

Please be informed accordingly.

Yours faithfully,  
For and on behalf of  
Lanna Resources Public Company Limited

(Mr. Anun Louharanoo)  
Executive Director

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

The Board of Directors meeting/~~shareholders meeting~~ of Lanna Resources Public Company Limited  
 No. 5/2015 held on October 19, 2015 resolved the meeting's resolutions in the following manners:

- ~~Appointment of the audit committee/Renewal for the term of audit committee:~~  
 Chairman of the audit committee       Member of the audit committee

As follows:

- (1) Mr. Padoong Techasarintr
- (2) Mr. Padoong Techasarintr
- (3) Mrs. Duangkamol Suchato

the ~~appointment~~/renewal of which shall take an effect as of October 19, 2015

Determination/Change in the scope of duties and responsibilities of the audit committee with the following details:

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the determination/change of which shall take an effect as of .....(date).....

The audit committee is consisted of:

- 1. Chairman of the audit committee    Mr. Padoong Techasarintr remaining term in office 3 year(s)
- 2. Member of the audit committee      Mr. Padoong Techasarintr remaining term in office 3 year(s)
- 3. Member of the audit committee      Mrs. Duangkamol Suchato remaining term in office 3 year(s)
- Secretary of the audit committee Mrs. Wanna Chomkhokruad

Enclosed hereto is .....-..... copies of the certificate and biography of the audit committee. The audit committee number(s) .....-..... has/have 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 that disclosure of information in the Company's financial reports are correct and adequate.
2. To review that the Company has established appropriate and effective internal control system and internal audit system and observe the independence of the internal audit unit, as well as to approve the appointment transfer and dismissal of the head of the internal audit unit or any other units responsible for the internal audit.
3. To review that the Company abides by the law and regulations of the Securities and Exchange and the regulations of the Stock Exchange of Thailand, or any relevant laws governing the Company's business.
4. To select and propose for appointment of the Company's auditor and the audit fee based on the trustworthiness, adequacy of the resources and audit work amount by the audit firm, as well as work experience of the personnel assigned to perform the financial audit of the Company; and to attend a meeting with the auditor without the presence of the management at least once a year.
5. To consider the connected transactions or transactions the may involve conflict of interest in accordance with the laws and regulations of the Stock Exchange of Thailand to ensure that such transactions are appropriate and most beneficial to the Company.
6. To prepare the Report of the Audit Committee and disclose the report in the Company's Annual Registration Statements (Form 56-1) and the Annual Report (Form 56-2). The Report of the Audit Committee must be signed by the Chairman of the Audit Committee and must at least contain the following information.
  - (A) Opinions concerning with the correctness, completeness and trustworthiness of the financial reports of the Company
  - (B) Opinions concerning with the adequacy of the Company's internal control system.
  - (C) Opinions concerning with the Company's compliance with the law and regulations of the Securities and Exchange and regulations of the Stock Exchange of Thailand, or any law governing the Company's business.
  - (D) Opinions concerning with the appropriateness of the auditor.
  - (E) Opinions concerning with the transactions that may involve conflict of interest.
  - (F) The number of the Audit Committee's Meeting and attendance record for each of the Audit Committee Members.
  - (G) Opinions or overall observation that the Audit Committee has received by performing according to the Charter of the Audit Committee.
  - (H) Other reports which should be acknowledged by the shareholders and general investors under the duties and responsibilities assigned from the Board of Directors of the Company.
7. To perform other activities as delegated by the Company's Board of Directors with consent from the Audit Committee.

8. To periodically present the Report of the Audit Committee to the Company's Board of Directors for at least once every quarter.

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 ..... Director

(Mr. Pilas Puntakosol )

(Seal)

Signed ..... Director

(Mr. Anun Louharanoo)