



International Research
Corporation Public Co., Ltd.

บมจ.เลขที่ 0107546000024

Ref. No. EM-IRCP 18-65

April 20, 2022

Subject: Notify on the appointment of Independent Director and Audit Committee

To: Director and Manager
The Stock Exchange of Thailand

Attachment: Form for Reporting Names and Scope of Work of the Audit Committee (F24-1)

International Research Corporation Public Company Limited (“Company”) hereby notifies that the Board of Directors’ Meeting No. 3/2565 of the Company held on April 18, 2022 passed a resolution to appoint Mrs. Cholruk Sayawatana to be an Independent Director and the Audit Committee in replace of Mr. Vatsun Thirapatarapong, a director who retired by rotation with effect from April 18, 2022 onwards.

Please be informed accordingly.

Sincerely yours,

Mr. Dan Hetrakul
Chief Executive Officer

Office of the Chief Executive Officer

Tel. 0-2171-8601 Ext. 111

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

The Board of Directors meeting of International Research Corporation Public Company Limited No. 3/2022 on April 18, 2022 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) Mrs. Cholruk Sayawatana
- (2)
- (3)
- (4)

The appointment / ~~renewal~~ of which shall take an effect as of April 18, 2022

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

The audit committee consists of:

1. Chairman of the audit committee Mr. Natee Kittiwitthaowakul remaining term in office 1 years 11 Months
2. Member of the audit committee Ms. Dulaya Phuangthong remaining term in office 1 years 3 Months
3. Member of the audit committee Mrs. Cholruk Sayawatana remaining term in office 3 years

Secretary of the audit committee Ms. Khemmanatt Thanittunyawat

The audit committee number 1 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 consider and review the accuracy and adequacy of the disclosure of the annual or interim financial reports in order to be appropriate and in accordance with accounting standards by liaising with external auditors and executives who are responsible for the preparation of annual and quarterly financial reports.
2. The Audit Committee may require an external auditor to review or audit any transactions that are considered necessary and important during the preparation of Company's financial statement.
3. To review that there are internal control system and internal audit of the company/subsidiary to ensure that they are appropriate and effective.
4. To supervise the company/subsidiary to comply with law of a public limited company, Securities and Exchange Laws, regulations of the Stock Exchange of Thailand and regulations of the Securities and Exchange Commission relating to listed companies, including other rules relating to the business of the company/subsidiary.
5. To consider the independence of the internal audit department as well as giving approval to consider the appointment, transfer and termination of the chief Internal Audit Department.
6. To consider, select, nominate and terminate an independent person to act as an auditor and propose such person's remuneration to the Board of Directors, including to join the meeting with the auditor without the management at least once a year.
7. To consider and approve Policy/Charter of the Internal Audit Department and the annual internal audit plan of the company/subsidiary.
8. To consider and give opinions on connected transactions or transactions that may have conflicts of interest to be reasonable for the highest benefit of the organization in accordance with the relevant laws.
9. To prepare a report on corporate governance of the Audit Committee which is disclosed in the annual report. Such report must be signed by Chairman of the Audit Committee.
10. To perform any other acts as assigned by the Board of Directors with the approval of the Audit Committee.
11. To review and give opinions on any policies relating to the authority of the Audit Committee, such as the significant accounting policies, policy for doubtful provision and significant accounting estimates and Conflict of Interest Prevention Policy, etc.

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 states above meet all the requirements of the Stock Exchange of Thailand.

Signed Director

(Mr. Dan Haetrakul, Mr. Nikom Vanichwatanarumlock)