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(Translation)

December 29, 2017

Subject : Notification of Resignation of Directors, Appointment of Directors in Replacement and Change of the date to record the names of the shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No.1/2018 (Record Date)

To : Director and Manager
The Stock Exchange of Thailand

Enclosure : Form for Report on Names of Members and Scope of Performance of the Audit Committee (F24-1)

The Board of Directors' meeting of Nation Multimedia Group Public Company Limited (the "Company") No. 12/2017 (the "Company") held on December 28, 2017 has approved significant resolutions as follows,

1. Acknowledged the resignation of two of Company's directors and approved the appointment of new directors to replace the resigned directors as follows:
 - 1.1 Appointment of Mr. Apivut Thongkam as Independent Director and Audit Committee to replace Mr. Pongsak Chomsuwan;
 - 1.2 Appointment of Mr. Somchai Meesen as Director to replace Mr. Thanutch Tintabura;with effective from January 3, 2018 onwards.

2. Approved the change of the date to record the names of the shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No.1/2018 (Record Date) **from January 19, 2018 to February 1, 2018** due to the Board of Directors is under the consideration to propose the additional matters as new agenda items of the Extraordinary General Meeting of Shareholders No.1/2018 (the date, time and venue for holding the Extraordinary General Meeting of Shareholders No.1/2018

remain the same). In this regard, the Company shall notify if there is any development on this matter.

Please be informed accordingly

Yours faithfully

Mr.Thepchai Sae Yong
Chief Executive Officer

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

The Board of Directors meeting No. 12/2017 of Nation Multimedia Group Public Company Limited held on December 28, 2017 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. Apivut Thongkam

, the appointment/ of which shall take an effect as of January 3, 2018

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 is consisted of:

1. Chairman of the audit committee Mrs. Pichitra Mahaphon remaining term in office 1 year 3 Months
2. Member of the audit committee Mr. Chaiyasit Puvapiromquan remaining term in office 2 year 3 Months
3. Member of the audit committee Mr. Apivut Thongkam remaining term in office 2 year 3 Months

Secretary of the audit committee Ms. Mathaya Osathanond

Enclosed hereto is 1 copy of the certificate and biography of the audit committee. 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:

- Review the financial reports (quarterly financial report and annual audited financial report) to oversee that the reports are sufficient and correct before forwarding them to the Board of Directors for consideration.
- Review the internal control system to oversee that the internal audit procedures are adequate, appropriate and efficient. In addition, to 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.
- Review the risk assessment and risk management systems to oversee that they are appropriate, adequate and efficient.
- Review business operating procedures to oversee that they are in compliance with rules and regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand as well as other laws related to the company business.

- Recommend nominations of the independent auditors and the auditors' remuneration to the Board. Review with the independent auditors the objectives of audit, responsibility and auditing procedures of the independent auditors including problems found during the audit as well as issues that the independent auditors consider may have a material impact on the company's financial reports and to attend a meeting with the auditor without the presence of the management at least once a year.
- Review the connecting transactions or transactions that may have conflicts of interest to ensure that they are accurate, complete and in compliance with rules and regulations of the supervising agencies as well as disclose complete information of the transactions to ensure that they are appropriate and most beneficial to the company.
- Review the company's compliance with private sector's anti-corruption and certification programmes, including the Collective Action Coalition Against Corruption's Self-Evaluation Tool.
- Issue an Audit Committee Report to be included in the company's annual report and to be signed by the Audit Committee chairperson, This shall contain the following information as a minimum:
 - Opinions concerning the correctness, completeness and trustworthiness of the financial reports of the company.
 - Opinions concerning the adequacy of the company's internal control system.
 - Opinions concerning the company's risk management system
 - Opinions concerning the company's compliance with the laws and regulations of the Securities and Exchange Commission and regulations of the Stock Exchange of Thailand, or any law governing the company's business.
 - Opinions concerning the appropriateness of the auditor.
 - Opinions concerning transactions that may involve conflicts of interest.
 - The number of Audit Committee meetings and attendance record for each of the Audit Committee members.
 - Opinions or overall observations that the Audit Committee has found during the performance of its duties according to the Charter of the Audit Committee.
 - Other reports which should be acknowledged by the shareholders and general investors under the duties and responsibilities assigned by the Board of Directors.
- Performance of other activities as assigned by the Board of Directors with the consent of the Audit Committee.

To perform such duties completely, the Audit Committee is empowered to call in or ask the Management, heads of relevant units and employees, to voice their opinions, attend a meeting or provide essential relevant documents. The Committee can also seek independent opinions from professional consultants as it deems necessary, at the expense of the company.

The Audit Committee shall perform its duties under the supervision of the Board of Directors. The Board of Directors shall be responsible for the company's operations to shareholders, stakeholders and members of the public.

The Board of Directors is empowered to make adjustments and change definitions and qualifications of the independent directors as well as the scope of duties and responsibilities of the Audit Committee according to the regulations of the Securities and Exchange Commission, the Stock Exchange of Thailand, The Capital Market Supervisory Board, and other related laws.

Signed Acknowledge
(Mr. Apivut Thongkam)

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. Thepchai Sae Yong)

(Seal)

Signed Director
(Mr. Supoth Piansiri)