

Ref. SYNEX 62/11

August 13, 2019

Subject: Notification of resignation and appointment of Audit Committees

To: President,
The Stock Exchange of Thailand

Synnex (Thailand) Public Company Limited ("the Company") would like to inform the resignation and appointment of Audit Committees as the following:

1. Mrs. Chananyarak Phetcharat has resigned from the position Independent Director and Audit Committee, due to personal matter effective from July 26, 2019 onwards.
2. The appointment of Mr. Kachachan Mongkoncharoan, Independent Director as Audit Committee, from the resolutions adopted in the Board of Directors' Meeting no. 2/2019. This appointment was take and effective from May 8, 2019 onwards.

In addition, the Company herewith enclosed form to report on names of members and scope of work of the audit committee (F24-1).

Please be informed accordingly.

Yours faithfully,

(Sutida Mongkolsuthree)
Chief Executive Officer

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

The Board of Directors meeting of Synnex (Thailand) Public Company Limited No.2/2019 Held on May 8, 2019 resolved the meeting's resolutions in the following manner:

⊗ Appointment of the audit committee/~~Renewal for the term of audit committee:~~

- Chairman of the audit committee Member of the audit committee

1. Mr. Kachachan Mongkoncharoean (Member of the audit committee)

The appointment shall take and effect as of May 8, 2019

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

The Determination/Change of which shall take an effect as of May 8, 2019.

The Audit committee is consisted of:

- | | | |
|------------------------------------|-------------------------------|--|
| 1. Chairman of the audit committee | Mr. Chakkrit Parapuntakul | remaining term in office 1 year 3 months |
| 2. Member of the audit committee | Mrs. Rawittha Pongnuchit | remaining term in office 1 year 3 months |
| 3. Member of the audit committee | Mr. Kachachan Mongkoncharoean | remaining term in office 1 year 3 months |

Secretary of the audit committee – Mr. Boonchai Ekapisit

Enclosed here to is 1 copie of the certificate and biography of the audit committee. The audit committee number 1 have adequate expertise and experience to review creditability of the financial reports.

Scope of Authorities and Responsibilities of the Audit Committee

The roles and responsibilities of the Company's Audit Committee shall include the following:

1. To review the accuracy of the Company's financial reports in accordance with legally defined accounting principles, and to ensure that there is adequate disclosure
2. To review the Company's internal control system including risk management system and internal audit system to ensure that they are suitable and efficient, to determine the internal audit unit's independence, as well as to approve the appointment, transfer and dismissal of the chief of an internal audit unit's or any other unit in charge of an internal audit
3. Acknowledging the report of the Risk Management Committee. And propose to the Board of Directors.
4. To review that the Company complies with the requirements of the Securities and Exchange Commission, SET, and all laws relating to the Company's businesses
5. To consider selecting and nominating the Company's Auditor and determining their annual remuneration while also reviewing the Auditor's independence as well as removing the Auditor in addition to meeting exclusively with the Company's Auditor without Management's members present at least one time a year
6. To review all connected transactions and possible conflicts of interests to ensure they are in compliance with the laws and regulations of SET to ensure that all transaction is reasonable and beneficial to the Company and all its stakeholders
7. To review and approve the annual internal audit plan and the performance of the internal audit unit's
8. To review the Company anti-corruption policy and other operational measure including any operational requirement that related to change of business, regulation and legal requirements
9. Review and oversee the Company's management for receiving misconduct report concerning malpractice or unlawful conduct.
10. 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, SET'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 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
 - (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
11. To continue the inspection when the external auditor informs regarding any suspicious circumstance that the director, manager or any person responsible for the operation of such juristic person commits an offence under the law on the Security and Exchange and the Audit Committee shall report the result of preliminary inspection to the Office of the Securities and Exchange Commission and the external auditor within thirty days
12. To report the discussion and/or decision of the Audit Committee at its meetings and make recommendation as necessary to the Board of Directors at least four times a year. In its performance of duties, if it is found or suspected that there is a transaction or any of the following acts, which may materially affect the Company’s financial condition and operating results, the Audit Committee shall report it to the Board of Directors for rectification within the period of time that the Audit Committee thinks fit
- (1) Transactions which may cause conflicts of interest
 - (2) Fraud or irregular events or material flaws in the internal control system
 - (3) Violations of laws pertaining to Securities and the Stock Exchange, the regulations of the Stock Exchange, or laws pertaining to the Company’s business

Should the Board of Directors or management fail to remedy the issues within the timeline specified by the Audit Committee, a member of the Audit Committee may report the issue to the SEC or the SET

- 13. To have the authority to invite concerned executives, management and officers of the Company to express opinions, attend meetings or deliver documents as deemed necessary.
- 14. To review the presence of the Audit Committee’s performance assessment as a whole and as self-assessment on an annual basis.
- 15. To review “The Assessment Form of the Adequacy of the Internal Control System” as audited and assessed by the Internal Audit Office to ensure that the Company has sufficient internal control system and propose to the Board of Directors for consideration.
- 16. To Review the Charter of Audit Committee in order to compatible with the current situations
- 17. Chairman or members of the Audit Committee shall attend the shareholders’ annual general meeting in order to clarify issues associated with the Audit Committee or appointment of the external auditors.
- 18. To perform other duties as assigned by the Board of Directors of the Company with the consent of the Audit Committee

The company here by certifies that.

- 1. The qualifications of the aforementioned members meet all the requirement of the Stock Exchange of Thailand; and
- 2. The scope of duties and responsibilities of the audit committee as stated above meet all the requirement of the Stock Exchange of Thailand.

Signed.....director

(Seal)

(Ms. Sutida Mongkolsuthree)

Signed.....director

(Mr. Puttipan Tayarachkul)