

Documents in Support of Consideration

In Agenda 5: To Approve the appointment of the Auditors and fix the Auditing fee for 2019

In order to be in compliance with the Public Limited Companies Act, which has determined that the Annual General Meeting of Shareholders must make an appointment of the auditor and must determine the remuneration for the auditor of the Company every year, and by recommendation of the Audit Committee, the Board of Director's Meeting No.2/2019 which was held on February 27, 2019 has already made a consideration and found appropriate to make a proposal to the Shareholders Meeting as follows:

1) To consider appointing the auditors of BPR Audit and Advisory Co.,Ltd. to be the auditors of the company and 5 subsidiary companies for 2019. The Company has considered various qualifications, such as the qualifications required by the Office of the Securities and Exchange Commission, the experience, the audit team and the ability to prepare the financial statements by the timelines, found that it is appropriate. The proposed auditors are as follows:

	<u>Name</u>	<u>CPA Registration Number</u>	<u>Year of auditing for Company</u>
(1)	Mr.Boonlert Kaewphanpurk	4165	2016-2017
(2)	Miss Piyanuch Kasemsupakorn	6303	2018
(3)	Miss Roongtawan Boonsakchalerm	6031	Never

Either one of the auditors shall be empowered to audit, give the opinion and sign on the Financial Statement of the Company and its subsidiary companies for 2019 if the above named auditors cannot perform the duty, the Board of Directors of the Company shall have the power to appoint another licensed auditor to perform the duty on behalf.

The auditors do not have any relationship or interest with the company, its subsidiary companies, executives, major shareholders or related persons in a way that may impact their performing task independently.

2) Determined auditing fee for 2019 at the total amount of 2,510,000 Baht which consists of:

Type of Auditing Fee	2019 (Proposed Year)	2018	Change	
			Increase/(Decrease)	
			Amount	%
Auditing fee for the company	1,600,000	1,460,000	140,000	9.5
Auditing fee for subsidiary companies				
- Asia Patana Land Co.,Ltd.	325,000	305,000	20,000	6.6
- Industrial Waste Management (Asia) Co.,Ltd.	225,000	215,000	10,000	4.7
- Genco Renewable Co.,Ltd.	110,000	110,000	-	-
- Genco Clean Energy Co.,Ltd.	110,000	110,000	-	-
- Genco Otani Co.,Ltd.	140,000	110,000	30,000	27.3
Other service	-	-	-	-
Total	2,510,000	2,310,000	200,000	8.7

If compares the proposed auditing fees for the year 2019 with the actual auditing fee paid in the past year, auditing fee increased 200,000 Baht or 8.7% due to the Company and its subsidiary companies have expanded the scope of work, so the proposed auditing fee at the rate 2,510,000 Baht are reasonable. Thus, the Board of Directors concurred with the proposal of the Audit Committee, and considered it appropriate for the Meeting of Shareholders to approve the appointment of the Auditors and fix the Auditing fee as proposed above.