

For consideration of Agenda No 7 : To consider and appoint auditors and fix their remuneration for the year 2020

Pursuant to the Public Limited Companies Act and the Company's Articles of Association Articles 36 (6) and 42, which state that the Annual General Meeting of Shareholders shall appoint auditors and consider the remuneration of the auditors every year. In this regards, the Board of Directors at a meeting No. 2/2020 dated on February 25, 2020 has approved a proposal by the Audit Committee to propose to the Annual General Meeting of Shareholders the appointment of auditor from KPMG Phoomchai Audit Ltd ("KPMG"). The proposed auditors to perform the auditor in 2020 are namely :

<u>Name</u>	<u>Certified Public Accountant</u> <u>Registration Number</u>	<u>No. of Years Auditing</u> <u>for the Company</u>
Mr. Chokchai Ngamwutkul	9728	1 year (has appointed in 2019)
Mr. Chanchai Sakunkerdsin	6827	1 year (has appointed in 2019)
Ms. Pantip Kulsantithamrong	4208	1 year (has appointed in 2019)

The main reasons are because of the above-mentioned auditors of KPMG have been approved by the Securities Exchange Commission and the Company of Thailand. Their independence and state of readiness on taking up the role as the Company's and subsidiaries' external auditors. The auditors of KPMG possess sound knowledge and understanding of the operations and related accounting standards relevant to the commercial companying business and the capital markets business. One of the auditors above can audit and express an opinion on the Company's financial statements. In the case where the above-mentioned auditors are unable to perform their tasks, KPMG will designate another of its certified public accountants to perform the tasks in their place.

The three auditors mentioned above and KPMG have no relationship or transaction that can generate conflict of interest with the Company, its subsidiaries, management, major shareholders or related parties.

For the auditor's remuneration for the year 2020, the Board of Directors has agreed with the proposal of the Audit Committee to propose to the shareholders' meeting to approve the audit fee for the year 2020 at Baht 3,520,000. Details are as follows:

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| 1. Annual Audit fee for the Company | Baht 1,870,000 (One million eight hundred and seventy thousand baht only) |
| 2. Quarterly financial statement review | Baht 1,650,000 (One million six hundred and fifty thousand baht only) |
| 3. Other Fee | None |

Table of comparing the audit fees of the company for the year 2019 – 2020

<u>Year 2020</u>	<u>Year 2019</u>	<u>Changes as Compared to year 2019</u>
Baht 3,520,000	Baht 2,905,000	Baht 615,000


The proposed audit fee for the year 2020, amounting to Baht 3,520,000 which increases from Baht 2,905,000 or 21% from the previous year audit fee paid to KPMG, is appropriate and consistent with the increase in the Company's businesses and number of transactions.

Moreover, KPMG Phoomchai Audit Ltd. is also the auditor of twelve subsidiaries of the Company as follows:

(Unit: Baht)

Audit Fee for Subsidiaries	Year 2020	Year 2019	Changes as Compared to year 2019 (%)
1. Southeast Corporation Co., Ltd	-	805,000	100%
2. Southeast Life Insurance Public Company Limited	3,300,000	3,193,000	3%
3. Southeast Insurance Public Company Limited	2,800,000	2,626,000	7%
4. The Thai Insurance Public Company Limited	2,680,000	2,980,000	10%
5. Southeast Capital Co., Ltd	2,680,000	2,590,000	3%
6. Rod Dee Det Auto Co., Ltd	700,000	680,000	3%
7. SEG Capital Co., Ltd	350,000	-	100%
8. SEG Money Co., Ltd	150,000	-	100%
Total	12,660,000	12,874,000	2%


Profile of Auditor (1)

Name - Surname	Mr. Chokechai Ngamwutikul	
Position	Partner	
Education	Institution : Chulalongkorn University Degree : Master Degree of Business Administration Institution : Chulalongkorn University Degree : Bachelor Degree of Business Administration (International Program)	
Professional Associations	<ul style="list-style-type: none"> - Authorized Auditor, approved by The Securities and Exchange Commission, Thailand - Certified Public Accountant (CPA), Thailand - Member of Federations of Accounting Professions (FAP) 	
Professional Experience	<ul style="list-style-type: none"> - Have more than 16 years of experience providing audit services. - Provide professional audit services to several companies in accordance with IFRS, US GAAP and Stock Exchange of Thailand (SET) requirements. - Manage several complex audits for clients in a variety of industries, primarily in the electronics, manufacturing, services, banking, leasing, insurance and non-profit organizations, and currently be the lead engagement partner on a publicly traded company in Thailand, international companies and various non-public companies. - Have audit experience ranging from SET filings and financial statement audits to the successful implementation of integrated audits. 	

Profile of Auditor (2)

Name - Surname	Mr. Chanchai Sakulkoedsin	
Position	Partner	
Education	Institution : Chulalongkorn University Degree : Master Degree of Accounting Institution : Kasetsart University Degree : Bachelor Degree of Accounting	
Professional Associations	<ul style="list-style-type: none"> - Authorized Auditor, approved by The Securities and Exchange Commission, Thailand - Certified Public Accountant (CPA), Thailand - Member of Federations of Accounting Professions (FAP) 	
Professional Experience	<ul style="list-style-type: none"> - Have more than 21 years of experience providing audit services. - Provide professional audit services to banking and finance businesses, life and non-life insurance companies in Thailand and overseas, as well as leasing, fund management and securities businesses. - Have a comprehensive understanding and hands-on experience with life and non-life insurance business, internal control, Risk Based Capital (RBC) and reports related to the Office of Insurance Commission (OIC) as well as experience in insurance due diligence projects and special audit project related to flood claims with reinsurers. - Be the KPMG representative for Accounting standard, RBC and industry issues with industries and OIC. - Be the Head of Working Group with FAP: IFRS 17. 	

Profile of Auditor (3)

Name - Surname	Miss Pantip Gulsantithamrong	
Position	Partner, Audit	
Education	Institution : Chulalongkorn University Degree : Master Degree of Accounting Institution : Thammasat University Degree : Bachelor Degree of Accounting	
Professional Associations	<ul style="list-style-type: none"> - Authorized Auditor of Thai Securities and Exchange Commission - Certified Public Accountant (Thailand) - Member, Federations of Accounting Professions - Office of Insurance Commission (OIC) authorized auditor 	
Professional Experience	<ul style="list-style-type: none"> - She has experienced on accounting and tax over 20 years for life and non-life insurance business, leasing, banking and finance business. - She has experienced on auditing the Risk Based Capital Return Report (RBC). - She has experienced on auditing the financial reports included Thai and International financial standards, Bank of Thailand regulations and Office of Insurance Commission (OIC) regulations. 	