



บริษัท กรุงเทพประกันภัย จำกัด (มหาชน)
Bangkok Insurance Public Company Limited

(Unofficial Translation)

SO. 2025/002

March 27, 2025

SUBJECT : Notice of the 32nd Annual Ordinary General Meeting of Shareholders

TO : Shareholders of Bangkok Insurance Public Company Limited (BKI)

ATTACHMENTS:

- 1) A copy of the Minutes of the 31st Annual Ordinary General Meeting of Shareholders held on April 19, 2024 (document for Agenda 1)
- 2) Profile of Nominated Directors for Re-election (document for Agenda 5)
- 3) The Guidelines for attending of Electronic Meeting by Inventech Connect
- 4) Profile of an Independent Director Appointed to be Proxy of Shareholders not available to be presented in the Meeting
- 5) Proxy Form A and Form B as prescribed by the Department of Business Development, the Ministry of Commerce (Form B is recommended)

The Board of Directors of the Bangkok Insurance Public Company Limited (BKI) ("the Company") had resolved to hold the 32nd Annual Ordinary General Meeting of Shareholders **on Friday, April 11, 2025 at 11.00 a.m. via electronic method (E-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (A.D. 2020) and other relevant laws and regulations** to consider the following agenda:

Agenda 1: To certify the minutes of the 31st Annual Ordinary General Meeting of Shareholders held on April 19, 2024

Opinion of The Board: The Board of Directors recommended the shareholders to certify the Minutes of the 31st Annual Ordinary General Meeting of Shareholders held on April 19, 2024, **details of which are shown in Attachment 1.**

Agenda 2: To acknowledge the Board of Directors' report on the Company's Performance for the year 2024

Opinion of The Board: The Board of Directors recommended the shareholders to acknowledge the Board of Directors' Report on the Company's Performance of the year 2024. The shareholders can find the 2024 Annual Report in the form of accessible e-book through the Company's website www.bangkokinsurance.com/investor/annual-report or QR Code





Agenda 3: To approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2024 as approved by Certified Public Accountant and Audit Committee

Opinion of The Board: The Board of Directors recommended the shareholders to approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2024 as approved by Certified Public Accountant and Audit Committee. The details of which are shown in the 2024 Annual Report and can be summarized the summary of the Company's Financial Statement on December 31, 2024, as follows:

Unit: Thousand Baht

Items	2024	2023	Change	%
Assets	69,943,923	76,005,296	(6,061,373)	(8.0)
Liabilities	36,600,245	42,677,368	(6,077,123)	(14.2)
Owners' Equity	31,343,678	33,327,928	(1,984,250)	(6.0)
Revenues				
- Total Underwriting Income	21,481,728	19,375,398	2,106,330	10.9
- Net Investments Revenues	1,418,602	1,136,288	282,314	24.8
- Gains on Investments	340,133	51,170	288,963	564.7
- Share of Income from Associates	17,117	28,831	(11,714)	(40.6)
- Other Income	162,243	180,039	(17,796)	(9.9)
Total Income	<u>23,419,823</u>	<u>20,771,726</u>	<u>2,648,097</u>	<u>12.7</u>
Expenses				
- Underwriting Expenses	18,378,706	16,133,994	2,244,712	13.9
- Operating Expenses	1,190,530	1,130,012	60,518	5.4
- Investment Expenses	95,235	92,274	2,961	3.2
- Finance Costs	41,449	41,314	135	0.3
- Expected Credit Loss	43,028	4,576	38,452	840.3
Total Expenses	<u>19,748,948</u>	<u>17,402,170</u>	<u>2,346,778</u>	<u>13.5</u>
Profit before income tax expenses	3,670,875	3,369,556	301,319	8.9
Less: Expenses Tax Revenue	(611,125)	(325,807)	(285,318)	87.6
Net Profits	3,059,750	3,043,749	16,001	0.5
Earnings per Share (Baht)	28.74	28.59	0.15	0.5



Agenda 4: To approve the net profit allocation and dividend payment for the year 2024

Opinion of the Board: The Board of Directors then proposed the shareholders to consider and approve the annual dividend payment for the year 2024 at Baht 26.25 per share which will be allocated from net profit. The Board of Directors had agreed and already made the interim dividend payments two times with a total of Baht 21.25 per share so the final dividend payment of Baht 5.00 per share is payable.

The shareholder register as of the date (Book Closing Date) for the rights to attend the 32nd Annual Ordinary General Meeting of the Shareholders and to receive the dividend payment will be on Friday, March 21, 2025. The final dividend payment for the year 2024 will be made on Friday, May 2, 2025. However, the rights to receive dividend mentioned above is still uncertain as it has to be approved by shareholders in this meeting.

Agenda 5: To appoint directors in replacement of those retiring

Opinion of The Board: The Board of Directors recommended the shareholders to re-elect the four retiring directors to serve as the Company's directors for another term.

In 2025, four retired directors are as follows:

- | | | |
|-----------------|-------------|---|
| 1. Mr. Chor.nun | Petpaisit | Independent Director and
Director of the Audit Committee |
| 2. Mr. Singh | Tangtaswas | Independent Director |
| 3. M.R. Supadis | Diskul | Independent Director |
| 4. Mr. Apisit | Anantanarat | Director and Chief Executive Officer |

Please see profiles of Nominated Directors for Re-election in the **Attachment 3 enclosed**.

Agenda 6: To approve the director's remuneration for the year 2025

Opinion of The Board: In order to appropriate and reduce duplication in compensation management of the group of Companies from the restructuring to a Holdings Company. The Board of Directors recommended the shareholders to consider and approve the guidelines for the director's remuneration for the year 2025 will be received from BKI Holdings Public Company Limited, which is a large company instead until the resolution to change in accordance with the Board of Directors' consideration on the criteria and conditions for such remuneration.



Agenda 7: To appoint the external auditors and fix the audit fee for the year 2025

Rationale and Background: The Board of Directors therefore recommended the shareholders to consider and appoint EY Office Limited to be the Company's auditor for the year 2025 and to authorize anyone of the following persons of the EY Office Limited to conduct the audit and express an opinion on the financial statements of the Company:-

Name	CPA Registration No.	Experiences in Providing Audit Services to the Company	
1) Ms. Narissara Chaisuwan	4812	Year 2022 (3 Year)	and/or
2) Ms. Somjai Khunapasut	4499	Nil	and/or
3) Ms. Wanwilai Phetsang	5315	Nil	and/or
4) Ms. Sarunya Pradsri	6777	Nil	

The audit fee for the year 2025 in amount of Baht 3,790,000.- as per following details:-

Unit: Baht

	Year 2025	Year 2024	Change	%
1. Fee for Examination of the Financial Statements for the period ending December 31	2,070,000	1,500,000	570,000	38.0
2. Fee for Review of Interim Financial Statements for the period ending March 31, June 30 and September 30 (Total 3 quarters)	1,020,000	780,000	240,000	30.8
3. Fee for Review of the Risk-Based Capital (RBC) report as at June 30	180,000	160,000	20,000	12.5
4. Fee for Examination of the Risk-Based Capital (RBC) report as at December 31	520,000	480,000	40,000	8.3
5. Fee for Non-Audit Services	No	No	-	-
Total	3,790,000	2,920,000	870,000	29.8

Agenda 8: To consider other matters (if any)

The Company hereby requests cooperation of shareholders and/or proxy to study the guideline for attending the shareholders' meeting via electronic means (E-AGM) of Inventech Connect, as detailed in **Attachment 3**.



In the event that the shareholders wish to appoint any third person, corporate entity, or one of the Company's independent directors (in light of the foregoing, the shareholders can find the profiles of the independent directors designated by the Company as proxies of the shareholders who are unable to attend the meeting in **Attachment 4** and the independent directors nominated by the Company to act as a proxy do not have any special interest in the agenda proposed for this meeting) as their proxy to attend the meeting, such shareholders are kindly requested to complete and sign the proxy form and the specified registration documents (Form B is recommended). The details of which appear in **Attachment 5**. In addition, the shareholders are kindly requested to deliver the original proxy form and the specified registration documents to the Company on April 10, 2025 through the following channels:

1. Upload a scanned or photographed image via Inventech Connect system
2. Photographed image via E-mail: comsec@bangkokinsurance.com or
3. The Original Copy by post: Company Secretary Office on the 5th floor of Bangkok Insurance Building, 25 Sathon Tai Road Bangkok 10120

In addition, the Company has posted the Notice of the 32nd Annual Ordinary General Meeting of Shareholders and the relevant documents of this meeting on the Company's website: www.bangkokinsurance.com/investor/agm from March 27, 2025 onwards.

By resolution of the Board of Directors

Mr. Anek Keereesathien
Company Secretary

Company Secretary Office

Tel. 02-285-7320 to 7322

**The Minutes of the 31st Annual Ordinary General Meeting of Shareholders
Bangkok Insurance Public Company Limited**

The Meeting was convened on April 19, 2024 at the Company's Conference Room No.1105 on the 11th floor of Bangkok Insurance Building, 25 Sathon Tai Road, Thungmahamek, Sathon, Bangkok, via the Company used a barcode system for registration. At the opening, there were 112 shareholders, 270 proxies and a total of 382 persons, holding 50,554,790 shares or 47.4826% of the total units of shares (106,470,000 shares) attending the meeting in person and by proxy which constituted the quorum as stipulated in Article 42 of the Company's Articles of Association.

The Meeting commenced at 2.00 p.m.

Mr. Chai Sophonpanich, Chairman, is a Chairman of the Meeting and Mr. Anek Keereesathien, Company Secretary, is a secretary to the Meeting.

The Chairman declared the 31st Annual Ordinary General Meeting of Shareholders opened. After that, Mr. Anek Keereesathien, Company Secretary, introduced Directors and Management Members including Representatives from EY Office Limited, the Company's auditors who presented in the Meeting as follows:

1. Directors

The Company were 10 of 11 Directors or 90.91% of the Board Members were present in the meeting with the following names:

- | | | |
|-----------------------------------|--------------|---|
| 1. Mr. Chai | Sophonpanich | - Chairman |
| 2. VDC Col Plengsakdi Prakaspesat | | - Independent Director |
| | | - Chairman of the Audit Committee |
| 3. Mr. Singh | Tangtaswas | - Independent Director |
| | | - Chairman of the Remuneration and Nomination Committee |
| 4. Mr. Chor.nun | Petpaisit | - Independent Director |
| | | - Director of the Audit Committee |
| 5. Ms. Potjanee | Thanavaranit | - Independent Director |
| | | - Director of the Audit Committee |
| 6. M.R. Supadis | Diskul | - Independent Director |
| | | - Director of the Remuneration and Nomination Committee |
| 7. Mr. Suvarn | Thansathit | - Independent Director |
| | | - Director of the Remuneration and Nomination Committee |

- | | | |
|-----------------|---------------|---|
| 8. Mrs. Nintira | Sophonpanich | - Independent Director
- Chairman of the Corporate Governance and Sustainability Committee |
| 9. Mr. Panus | Thiravanitkul | - Director
- Director of the Corporate Governance and Sustainability Committee |
| 10. Dr. Apisit | Anantanarat | - Chief Executive Officer
- President |

Director Absent the Meeting

- | | | |
|---------------|----------|-------------------------------------|
| 1. Mr. Susumu | Tategami | - Independent Director (sick leave) |
|---------------|----------|-------------------------------------|

2. Management Members

There were 14 Management Members present in the meeting with the following names:

- | | | |
|---------------------|--------------------|---|
| 1. Mr. Jakkrit | Chewanuntapornchai | - Executive Vice President |
| 2. Ms. Lasa | Sophonpanich | - Executive Vice President |
| 3. Ms. Paveena | Juchuan | - Executive Vice President |
| 4. Mr. Pan | Rodloytuk | - Senior Vice President
Financial Institution Business Unit |
| 5. Mr. Tassapong | Budsayaplakorn | - Senior Vice President
Personal Line Business Unit |
| 6. Mr. Theerayut | Kitvoraphat | - Senior Vice President
Branch Network and Ventures |
| 7. M.L. Chalitpong | Sanidvong | - Senior Vice President
Information Technology Department |
| 8. Mr. Kraiwut | Chombhucotra | - Senior Vice President
Non-Motor Claims Department |
| 9. Mr. Suphachai | Assawaraks | - Senior Vice President
Accounting and Treasury Department and CFO |
| 10. Mr. Suphat | Yookongbandhu | - Advisor |
| 11. Mrs. Srichittra | Pramojaney | - Advisor |
| 12. Mr. Anek | Keereesathien | - Senior Vice President, Legal Department
and Company Secretary Office |
| 13. Mr. Vichien | Moleewon | - First Vice President, Internal Audit Office |
| 14. Mr. Ekamol | Aungkavattana | - Vice President, Investment Office |

3. Representatives from EY Office Limited, the Company's auditors

There were 2 representatives present in the meeting with the following names:

- | | | |
|------------------|----------------|------------------|
| 1. Ms. Narissara | Chaisuwan | - Partner |
| 2. Ms. Ninnate | Laopatarakasem | - Senior Manager |

After the introduction, Company Secretary informed the guidelines for the meeting and voting procedures that the meeting will be conducted in accordance with the Company's Article of Association and the specified agenda respectively. The attendees will be asked to cast the vote for each agenda. The voting rights equal to the number of shares held by such shareholder (one share, one vote). Any shareholders who wish to disapprove or abstain, so please raise his/her hand and then mark as disapprove or abstain on the ballot papers received at the registration desk. Then hand the papers in to the staff for counting the votes. The number of disapprovals, abstains and voided ballots will be deducted from the total votes of the shareholders attending the meeting. The resolution and number of voting shares in each agenda will be announced when the vote count completed. If there is no shareholder raising his/her hand, it shall be deemed that all shareholders agree on an agenda.

Regarding the proxies that the shareholders already indicated their votes, the Company shall count and record the votes as specified by the shareholders. If any shareholders have not indicated their votes, the proxies please cast votes with the same procedure used for the self-attending shareholders mentioned above.

When the meeting was conducted until all agendas have been completed, the shareholders and proxies are requested the ballots to the staff to keep as evidence.

On the Agenda 5 regarding the appointment of directors, the Chairman will ask the attendees to cast the votes for each nominee.

After the Company has answered the questions in each agenda (if any), the Company will inform the Meeting of the voting result. If the voting result has been announced, it shall be deemed that the voting for such agenda has been closed.

To ensure transparency of vote counting and be in line with the principle of good corporate governance, Company Secretary then invited a representative of the shareholders, Mr.Kritapas Marengsitt, external auditor from EY Office Limited, to act as a witness and an observer of the vote counting. The Company also carried out video recording of the meeting.

Shareholders acknowledged the guidelines for the meeting and voting procedures, the Chairman then assigned Company Secretary to conduct the meeting in accordance with the Company's Article of Association and the specified agenda respectively as follows:

**Agenda 1: To certify the minutes of the Extraordinary General Meeting of Shareholders
No. 1/2023 held on October 6, 2023**

The Company Secretary, proposed to the Meeting to consider and certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on October 6, 2023, which submitted to all shareholders along with the invitation letter, details as shown in Attachment 1 and also inquired whether any shareholders would like to ask or make any amendments.

There was neither proposal nor query; the resolution was then concluded as follows:

RESOLUTION:

The Meeting, unanimously, certified the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on October 6, 2023.

THE NUMBER OF VOTING SHARES IN AGENDA 1:

<input checked="" type="checkbox"/> Approve	53,428,394	votes (100.0000 %)
<input type="checkbox"/> Disapprove	0	votes (0.0000 %)
<input type="checkbox"/> Abstain	0	votes (0.0000 %)
<input type="checkbox"/> Voided Ballot	0	votes (0.0000 %)

In addition, during the meeting on the Agenda 1, there were 22 additional shareholders attending the meeting with 8 shareholders and 14 proxies holding 2,873,604 shares, thus making a total of 404 persons holding 53,428,394 shares attending the meeting.

Agenda 2: To acknowledge the Board of Directors' report on the Company's performance for the year 2023

Dr. Apisit Anantanarat, Chief Executive Officer and President, reported the underwriting profit (loss) after contributions classifying by product in year 2023 and year 2022 are as follows:

	Unit: Million Baht		
	2023	2022	Change (%)
Gross Written Premium	<u>29,915.7</u>	<u>26,676.3</u>	12.1
Profits (Losses) on Underwriting after Contributions	3,241.4	(5,867.4)	155.2
<u>Less</u> Operating Expenses	(1,130.0)	(1,090.5)	3.6
<u>Less</u> Finance Costs	(41.3)	(41.9)	(1.4)
Net Underwriting Profit (Loss)	2,070.1	(6,999.8)	129.6
Net Investment Income	<u>1,299.5</u>	<u>6,254.6</u>	(79.2)
Profits (Losses) before Income Tax Expenses	3,369.6	(745.2)	552.2
<u>Add (Less)</u> Income Tax Benefit (Expenses)	<u>(325.8)</u>	<u>106.8</u>	405.1
Net Profits (Losses)	<u>3,043.8</u>	<u>(638.4)</u>	576.8
Earnings (Losses) Per Share (Baht)	<u>28.59</u>	<u>(6.00)</u>	576.8

In 2023, the gross written premium was in amount of Baht 29,915.7 million, increased by 12.1% from year 2022, and the underwriting profit after contributions was in amount of Baht 3,241.4 million, also increased by 155.2% from the previous year and after deducting operating expenses and financial costs, the Company net underwriting profit was in amount of Baht 2,070.1 million, increased by 129.6% from the previous year.

The net investment income in year 2023 was in amount of Baht 1,299.5 million, decreased by 79.2% since in 2022 the Company sold a large amount of investment assets to compensate for losses from compensation for the COVID-19 situation.

Therefore, the Company had profits before income tax expenses in amount of Baht 3,369.6 million, increased by 552.2% from the previous year and the net profit after deducting tax expenses was in amount of Baht 3,043.8 million, or Baht 28.6 per share, increased by 576.8% from year 2022.

Dr. Apisit Anantanatarat then continually reported the written premium by type of products by comparing the written premium in year 2023 and year 2022 as follows:

	Unit: Million Baht		
	2023	2022	Change (%)
Fire	1,406.6	1,407.2	(0.04)
Marine and transportation	803.6	851.6	(5.6)
Motor	12,456.4	10,902.1	14.3
Miscellaneous	12,970.2	11,717.9	10.7
<u>Total/ Direct Premium</u>	<u>27,636.8</u>	<u>24,878.8</u>	<u>11.1</u>
Reinsurers	2,278.9	1,797.5	26.8
Gross Written Premium	29,915.7	26,676.3	12.1

In 2023, the fire insurance premium was in amount of Baht 1,406.6 million, decreased by 0.04% from the previous year because the commercial banks tighten home loan and mortgage lending. As a result, it significantly impacted on underwriting of the residential fire insurance which related to economic conditions.

The marine insurance premium was in amount of Baht 803.6 million, decreased by 5.6% because the increase of damages from domestic transportation, the Company has adjusted insurance portfolio in some categories.

The motor insurance premium was in amount of Baht 12,456.4 million, increased by 14.3% from the previous year more than the insurance industry average. The main cause was that the transfer of insurance contracts from the insurance companies were suffer losses during the COVID-19 situation.

The miscellaneous insurance premium was in amount of Baht 12,970.2 million, increased by 10.7% from the previous year. The main product was industrial all risks insurance (IAR), which comes mostly from reinsurance. Secondly, it was the aviation insurance premium since the recovery of the airline industry from both domestic and international tourism became growing and health insurance premium growing due to the increasing of consumer health care, especially critical illness insurance. However, miscellaneous insurance, type of personal accident insurance has a reduced proportion of premiums. Because the Company did not renew insurance for teachers' savings cooperative which has relatively high damages.

Therefore, the Company had direct premium in the amount of Baht 27,636.8 million, increased by 11.1% and combined with reinsurance premium in the amount of Baht 2,278.9 million. The Company's gross written premium was in amount of Baht 29,915.7 million, increased by 12.1% from year 2022.

The Company has summarized operating results for the year 2023 are disclosed in pages 3, 14 and pages 157-244 of Form 56-1 One Report for the year 2023. Therefore, we would like the Meeting to acknowledge.

Moreover, Dr. Apisit Anantanatarat also reported to the Meeting regarding the actions against corruption under the Company's anti-corruption policy. In brief, the Company has consisted and strictly implemented an Anti-Bribery and Corruption program. The Company has operated the business in a transparent, compliant and justified manner as stipulated in Corporate Governance Code (CG Code) and has determined the Anti-Corruption and Anti-Bribery measure in Corporate Governance policy and Business Code of Conduct for BKI's Directors and Officers to comply with. In year 2023, the Company arranged the training courses for employees in order to educate and assure compliance with Anti-Bribery and Corruption program, including to determine additional measures regarding the internal control of disbursement. The Company also constantly evaluated, monitored and reviewed the employees' performances.

In addition, the Company continuously encouraged new business partners to join the Thailand's Private Sector Collective Action Coalition Against Corruption (CAC).

The membership of the Thailand's Private Sector Collective Action Coalition Against Corruption which the Company has been certified will be expire on September 30, 2024, and the Company will apply for renewal of the certification.

The Meeting was opened for any queries or comments about the Company's performance for the year 2023.

There was no other question. The resolution was then concluded as follows:

RESOLUTION:

The Meeting acknowledged the Board of Directors' report on the Company's performance for the year 2023.

Agenda 3: To approve the Company's Statements of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2023 as approved by Certified Public Accountant and Audit Committee

The Company Secretary proposed to the Meeting to approve the Company's Statements of Financial Position and Statement of Comprehensive Income as at December 31, 2023 as approved by Certified Public Accountant and Audit Committee. The financial statements are disclosed in pages 157-244 of the Form 56-1 One Report 2023.

The Meeting was opened for any queries or comments about the Company's Statements of Financial Position and Statement of Comprehensive Income.

Mr. Kitt Piriawat, a shareholder, asked that the Contribution as shown in Financial Statement of the Company had been compensated to the General Insurance Fund or not.

Dr. Apisit Anantanarat, Chief Executive Officer and President, clarified that the Life and Non-Life Insurance companies must compensate the contribution to the General Insurance Fund for accommodate damages that may occur in the insurance industry as determined by the Office of Insurance Commission (OIC). In the year 2024, the contribution rate has been increased from 0.25% to 0.50% of total written premium which is likely to increase in the future because the General Insurance Fund balance is insufficient from the closing down of other insurance companies under the COVID-19 pandemic.

There was no other question. The resolution was then concluded as follows:

RESOLUTION:

The Meeting, by the majority vote of the shareholders attending the Meeting and casting votes, approved the Company's Statements of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2023.

THE NUMBERS OF VOTING SHARES IN AGENDA 3:

<input checked="" type="checkbox"/> Approve	58,877,585	votes (99.8599 %)
<input type="checkbox"/> Disapprove	62	votes (0.0001 %)
<input type="checkbox"/> Abstain	82,511	votes (0.1399 %)
<input type="checkbox"/> Voided ballot	0	votes (0.0000 %)

In addition, during the Meeting on the Agenda 3, there were 18 additional shareholders attending the Meeting with 11 shareholders and 7 proxy holding 354,237 shares, thus making a total of 422 persons holding 53,782,631 shares attending the Meeting.

Agenda 4: To approve the net profit allocation and dividend payment for the year 2023

The Company Secretary proposed to the Meeting that in 2023, the Company posted a net profits after tax expenses of Baht 3,043,748,844.- and items not to be recognized in profit or loss in subsequent periods of Baht 1,492,562.- included the unappropriated retained earnings brought forward of Baht 2,004,818,829.- the total unappropriated retained earnings is amounted to Baht 5,050,060,235.-

The Board of Directors then proposed to the shareholders to consider and approve the cash dividend payment made to shareholders (106,470,000 shares) at Baht 16.75 per share for year 2023 allocated from net profit in a total amount of Baht 1,783,372,500.- The Board of Directors had agreed and already made the quarterly interim dividend payments totally of Baht 11.25 per share so the final dividend payment of Baht 5.50 per share is payable. The details of the net profit allocation are as follows:

Unit: Thousand Baht		
	2023	2022
The 1 st interim dividend payment	399,261	372,645
The 2 nd interim dividend payment	399,261	372,645
The 3 rd interim dividend payment	399,261	372,645
The final dividend payment	585,585	532,349
Unappropriated retained earnings	<u>3,266,692</u>	<u>2,004,819</u>
Total	<u>5,050,060</u>	<u>3,655,103</u>

Remarks: In the year 2022, the interim dividend payments have been made for three times of Baht 3.50 per share and the final dividend payment of Baht 5.00 per share.

In the year 2023, the interim dividend payments have been made for three times of Baht 3.75 per share and the final dividend payment of Baht 5.50 per share.

The Record Date for the rights to attend the 31st Annual Ordinary General Meeting of Shareholders and to receive the cash dividend will be on Friday, March 8, 2024. The final dividend payment will be made on Friday, May 3, 2024.

The Meeting was opened for any queries or comments regarding the allocation of net profit for cash dividend payment for the year 2023. There was neither query nor comment; the resolution was then concluded as follows:

RESOLUTION:

The Meeting, unanimously, approved the allocation of net profit for the year 2023 dividend payment as proposed.

THE NUMBERS OF VOTING SHARES IN AGENDA 4:

<input checked="" type="checkbox"/> Approve	53,782,774	votes (100.0000 %)
<input type="checkbox"/> Disapprove	0	votes (0.0000 %)
<input type="checkbox"/> Abstain	0	votes (0.0000 %)
<input type="checkbox"/> Voided ballot	0	votes (0.0000 %)

In addition, during the meeting on the Agenda 4, there were 1 additional shareholders attending the meeting holding 143 shares, thus making a total of 423 persons holding 53,782,774 shares attending the meeting.

Agenda 5: To appoint directors in replacement of those retiring

The Chairman assigned Mr. Singh Tangtaswas, Independent Director and Chairman of the Remuneration and Nomination Committee, to report this agenda to the Meeting.

Mr. Singh Tangtaswas, Independent Director and Chairman of the Remuneration and Nomination Committee, reported to the Meeting that the Board of Directors comprised of 11 members and in every Annual Ordinary General Meeting, one-third or the nearest to one-third of the directors who have served the company longest will be retired by rotation; however, the retired directors are eligible for re-election. In 2024, the four directors who are due to retirement by rotation are as follows:

- | | | |
|-----------------|--------------|---|
| 1. Mr. Chai | Sophonpanich | - Chairman |
| 2. Ms. Potjanee | Thanavaranit | - Independent Director |
| | | - Director of the Audit Committee |
| 3. Mrs. Nintira | Sophonpanich | - Independent Director |
| | | - Chairman of the Corporate Governance and Sustainability Committee |
| 4. Mr. Susumu | Tategami | - Independent Director |

The Board of Directors, in accordance with the best practice for corporate governance, invited all shareholders to nominate any qualified person to be elected as Company's director as well as to propose any meeting agenda through the Company's website for the period from October 1, 2023 to December 31, 2023. This invitation was also posted via the Stock Exchange of Thailand's website. However, there was neither proposal of director nominee nor meeting agenda submitted to the Company.

The Board of Directors, excluding directors who might have conflict of interests, after due consideration on qualifications, experiences, expertise, good morals and ethical principles, clear career records and performances of the four retiring directors, and found that three of them are independent directors namely (1) Ms. Potjanee Thanavaranit (2) Mrs. Nintira Sophonpanich and (3) Mr. Susumu Tategami who have demonstrated themselves and independently expressed their opinion according to relevant rules and regulations.

The two independent directors namely (1) Ms. Potjanee Thanavaranit and (2) Mrs. Nintira Sophonpanich have served as independent directors with more than nine years in their directorship, have brought about their extensive experiences, knowledge and expertise to beneficially contribute in formulating strategy and business operation of the Company. Additionally, for another director, Mr. Chai Sophonpanich are professionals with in-depth knowledge and experience in the insurance business.

Therefore, the Board of Directors recommended the shareholders to re-elect the four retiring directors to serve as the Company's directors for another term.

The Meeting was opened for any queries or comments regarding the appointment of directors those completing their terms. There was neither query nor comment. Mr. Singh Tangtaswas proposed to the Meeting to re-elect the above retiring directors. For shareholders who disapproved or abstained from voting, please raised his/her hand for making a resolution. If there was no person raising his/her hand, it would be deemed that shareholders approved the nominated persons to be elected as the Company's directors. However, the Company would collect the ballot papers from shareholders after the Meeting adjourns, all marking as Approve, Disapprove and Abstain.

Company Secretary had requested the Meeting to consider and vote individually for each nominated director, and the vote results for each nominated director were as follows:

1. Mr. Chai Sophonpanich - Chairman (re-elected)

During the meeting on this agenda, there were 3 additional shareholders attending the meeting holding 84,256 shares, thus making a total of 426 persons holding 53,867,030 shares attending the meeting. The vote results for Mr. Chai Sophonpanich was then concluded as follow:

<input checked="" type="checkbox"/> Approve	53,864,370	votes (99.9950 %)
<input type="checkbox"/> Disapprove	2,660	votes (0.0049 %)
<input type="checkbox"/> Abstain	0	votes (0.0000 %)
<input type="checkbox"/> Voided ballot	0	votes (0.0000 %)

2. Ms. Potjanee Thanavarant - Independent Director and
Director of the Audit Committee (re-elected)

During the meeting on this agenda, there was no additional shareholder attending the meeting. The vote results for Ms. Potjanee Thanavarant was then concluded as follow:

<input checked="" type="checkbox"/> Approve	53,864,016	votes (99.9944 %)
<input type="checkbox"/> Disapprove	3,014	votes (0.0055 %)
<input type="checkbox"/> Abstain	0	votes (0.0000 %)
<input type="checkbox"/> Voided ballot	0	votes (0.0000 %)

3. Mrs. Nintira Sophonpanich - Independent Director and
Chairman of the Corporate Governance
and Sustainability Committee (re-elected)

During the meeting on this agenda, there was no additional shareholder attending the meeting. The vote results for Mrs. Nintira Sophonpanich was then concluded as follow:

<input checked="" type="checkbox"/> Approve	53,864,016	votes (99.9944 %)
<input type="checkbox"/> Disapprove	3,014	votes (0.0055 %)
<input type="checkbox"/> Abstain	0	votes (0.0000 %)
<input type="checkbox"/> Voided ballot	0	votes (0.0000 %)

4. Mr. Susumu Tategami - Independent Director (re-elected)

During the meeting on this agenda, there was no additional shareholder attending the meeting. The vote results for Mr. Susumu Tategami was then concluded as follow:

<input checked="" type="checkbox"/> Approve	53,854,030	votes (99.9758 %)
<input type="checkbox"/> Disapprove	13,000	votes (0.0241 %)
<input type="checkbox"/> Abstain	0	votes (0.0000 %)
<input type="checkbox"/> Voided ballot	0	votes (0.0000 %)

RESOLUTION:

The Meeting, by majority of the total votes cast by shareholders present at the meeting, re-elected three retiring directors, as the Company's Directors for another term.

- | | | |
|-----------------|--------------|--|
| 1. Mr. Chai | Sophonpanich | - Chairman |
| 2. Ms. Potjanee | Thanavaranit | - Independent Director
Director of the Audit Committee |
| 3. Mrs. Nintira | Sophonpanich | - Independent Director
Chairman of the Corporate
Governance and Sustainability Committee |
| 4. Mr. Susumu | Tategami | - Independent Director |

Therefore, members of the Board of Directors are as follows:

- | | | |
|-----------------------|---------------|--|
| 1. Mr. Chai | Sophonpanich | - Chairman |
| 2. VDC Col Plengsakdi | Prakaspesat | - Independent Director
- Chairman of the Audit Committee |
| 3. Mr. Singh | Tangtaswas | - Independent Director
- Chairman of the Remuneration and
Nomination Committee |
| 4. Ms. Potjanee | Thanavaranit | - Independent Director
- Director of the Audit Committee |
| 5. Mr. Chor.nun | Petpaisit | - Independent Director
- Director of the Audit Committee |
| 6. M.R. Supadis | Diskul | - Independent Director
- Director of the Remuneration
and Nomination Committee |
| 7. Mr. Suvarn | Thansathit | - Independent Director
- Director of the Remuneration
and Nomination Committee |
| 8. Mrs. Nintira | Sophonpanich | - Independent Director
- Chairman of the Corporate Governance
and Sustainability Committee |
| 9. Mr. Panus | Thiravanitkul | - Director
- Director of the Corporate Governance
and Sustainability Committee |
| 10. Dr. Apisit | Anantanatarat | - Chief Executive Officer and President |
| 11. Mr. Susumu | Tategami | - Independent Director |

Agenda 6: To approve the Director's remuneration for the year 2024

The Chairman assigned Mr. Singh Tangtaswas, Independent Director and Chairman of the Remuneration and Nomination Committee, to report this agenda to the Meeting.

Mr. Singh Tangtaswas, Independent Director and Chairman of the Remuneration and Nomination Committee, reported to the Meeting that at the 30th Annual Ordinary General Meeting of Shareholders held on April 21, 2023, the shareholders had approved the directors' remuneration for the year 2023 which an amount not exceeding Baht 16,000,000.- and assigned the Remuneration and Nomination Committee to allocate this remuneration, which a total amount of Baht 13,450,000.- had actually been allocated. The remuneration of the year 2023 are disclosed in pages 95-96 of the Form 56-1 One Report 2023.

For the year 2024, the Remuneration and Nomination Committee has surveyed and compared the remuneration of the Company's directors with directors of other companies in the same businesses or companies with similar performance in the market, then proposed the shareholders to consider and approve the directors' remuneration for the year 2024 which is cash remuneration for an amount not exceeding Baht 18,000,000.- increasing from the year 2023 in an amount of Baht 2,000,000.- or 12.50% (the directors' remuneration remains unchanged since the year 2020), and to assign the Remuneration and Nomination Committee to allocate the remuneration with effective from January 1, 2024 onwards in accordance with the method of allocation for the directors' remuneration and the meeting allowance are as follows:

Unit: Baht

	Remuneration Divided into and Meeting Allowance Person/Year	Quarterly Payment
Chairman	2,400,000.-	600,000.-
Director	1,200,000.-	300,000.-
Audit Committee	500,000.-	125,000.-
Remuneration and Nomination Committee	150,000.-	-
Corporate Governance and Sustainability Committee	150,000.-	-

The remuneration of the directors requires approval from the shareholders, and the resolution shall be approved by the votes not less than two-thirds of the total voting rights of eligible shareholders present at the meeting.

The Meeting was opened for any queries or comments regarding the director's remuneration for the year 2024. There was neither query nor comment; the resolution was then concluded as follows:

RESOLUTION:

The Meeting, by the majority of more than two-thirds of the total voting rights of eligible shareholders present at the Meeting, approved the remuneration of the directors for the year 2024 in an amount of not exceeding Baht 18,000,000.- effective from January 1, 2024 onwards and assigned the Remuneration and Nomination Committee to allocate such remuneration.

THE NUMBERS OF VOTING SHARES IN AGENDA 6:

<input checked="" type="checkbox"/> Approve	50,966,783	votes (99.9399 %)
<input type="checkbox"/> Disapprove	30,654	votes (0.0601 %)
<input type="checkbox"/> Abstain	0	votes (0.0000 %)
<input type="checkbox"/> Voided ballot	0	votes (0.0000 %)

In addition, during the meeting on the Agenda 6, there was no additional shareholder attending the meeting.

Remark: 2,869,593 shares/votes by stakeholders were excluded in Agenda 6.

Agenda 7: To appoint the external auditors and fix the audit fee for the year 2024

Chairman assigned VDC Col Plengsakdi Prakaspesat, Independent Director and the Chairman of the Audit Committee, to report this matter to the Meeting.

VDC Col Plengsakdi Prakaspesat reported to the Meeting that the EY Office Limited appointed by the resolution of the 30th Annual Ordinary General Meeting of shareholders as the Company's auditor for the year 2023 has been completed. Therefore, the Board of Directors, by the recommendation of the Audit Committee, would like to propose to the Meeting to appoint the external auditor and also to fix the audit fee for the year 2024 in an amount of Baht 2,920,000.- which is similar amount of the year 2023, as per following details:-

	Unit: Baht			
	Year 2024	Year 2023	Change	%
1. Fee for Examination of the Financial Statements for the period ending December 31	1,500,000	1,500,000	-	-
2. Fee for Review of Interim Financial Statements for the period ending March 31, June 30 and September 30 (Total 3 quarters)	780,000	780,000	-	-
3. Fee for Review of the Risk-Based Capital (RBC) report as at June 30	160,000	160,000	-	-
4. Fee for Examination of the Risk-Based Capital (RBC) report as at December 31	480,000	480,000	-	-
5. Fee for Non-Audit Services	No	No	-	-
Total	<u>2,920,000</u>	<u>2,920,000</u>	-	-

In addition, the Company's must adopt the Thai Financial Reporting Standard No.17 (TFRS17) on Insurance Contracts to replace the previous financial reporting standards, which will be effective in the year 2025. Therefore, In the year 2025, the Company's must prepare the financial statements in reporting format according to the Thai Financial Reporting Standard No.17 to be used as financial statements to compare with the financial statements for the year 2025.

	Amount (Baht)
1. Fee for Review of the accounting practice analysis reports according to standards and check account balance as of January 1, 2024	1,100,000
2. Fee for Examination of the Financial Statements for the period ending December 31, 2024	900,000
3. Fee for Review of Interim Financial Statements for the year 2024 period ending March 31, June 30 and September 30 (Total 3 quarters)	600,000
4. Fee for Review of the Risk-Based Capital (RBC) report as at June 30	-
5. Fee for Examination of the Risk-Based Capital (RBC) report as at December 31	-
Total	<u>2,600,000</u>

Therefore, the proposed audit fee for the year 2024 in a total amount of Baht 5,520,000. The Audit Committee and Senior Vice President of Accounting and Treasury Department, have considered the overview of services and performances of EY Office Limited for the year 2023 and compared their services with other audit firms and noted that EY Office Limited is a reputable international audit firm with extensive experience in insurance audit. There are also no relationship and/or conflicts of interest among the independent auditor, the Company and its subsidiaries, the executives, the shareholders, or others related to those parties.

The Board of Directors, by the recommendation of the Audit Committee, would like to propose to the Meeting to appoint the EY Office Limited as the Company's auditor for the year 2024 and to authorize anyone of the following persons of the EY Office Limited to conduct the audit and express an opinion on the financial statements of the Company:

- | | | |
|------------------|-----------------|--|
| 1. Ms. Narissara | Chaisuwan | CPA Registration No.4812 which was audit services to the Company's in the year 2023 and/or |
| 2. Ms. Somjai | Khunpasut | CPA Registration No.4499 and/or |
| 3. Ms. Wanwilai | Phetsang | CPA Registration No.5315 and/or |
| 4. Ms. Bongkot | Kriangphanamorn | CPA Registration No.6777 |

In the event those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the company's financial statements in their place.

The Meeting was opened for any queries or comments about the auditor appointing and fix the audit fee for the year 2024. There was neither query nor comment; the resolution was then concluded as follows:

RESOLUTION:

The Meeting, by the majority vote of the shareholders attending the meeting and casting votes, appointed EY Office Limited as the Company's auditor for the year 2024 and authorized anyone of the following persons from the EY Office Limited to conduct the audit and review on the financial statements of the Company:

- | | | |
|------------------|-----------------|---------------------------------|
| 1) Ms. Narissara | Chaisuwan | CPA Registration No.4812 and/or |
| 2) Ms. Somjai | Khunpasut | CPA Registration No.4499 and/or |
| 3) Ms. Wanwilai | Phetsang | CPA Registration No.5315 and/or |
| 4) Ms. Bongkot | Kriangphanamorn | CPA Registration No.6777 |

In the event those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the company's financial statements in their place and fix the audit fee for the year 2024 in a total amount of Baht 5,520,000.-

The vote results of the Agenda 7 are as follows:

THE NUMBERS OF VOTING SHARES IN AGENDA 7:

<input checked="" type="checkbox"/> Approve	53,971,981	votes (99.9972 %)
<input type="checkbox"/> Disapprove	1,500	votes (0.0027 %)
<input type="checkbox"/> Abstain	0	votes (0.0000 %)
<input type="checkbox"/> Voided ballot	0	votes (0.0000 %)

In addition, during the meeting on the Agenda 7, there were 6 additional shareholders attending the meeting with 2 shareholders and 4 proxies holding 106,451 shares, thus making a total of 432 persons holding 53,973,481 shares attending the meeting.

Agenda 8: To consider other matters (if any)

The Chairman queried whether there were any other matters which the shareholders would like to propose for consideration.

Then, there were no other matters, the Chairman informed to the Meeting that all agendas proposed to the 31st Annual Ordinary General Meeting of Shareholders were completed and asked about general questions. The conclusion are as follows:

1. Mr. Prinya Tieworn, the proxy, asked the following questions:

1.1 Could the Battery Electric Vehicle (BEV) under EV insurance policy be excluded the vehicle from the battery?

Dr. Apisit Anantanarat, Chief Executive Officer and President, answered that currently the damage rate of electric vehicle warranties have greatly increased, especially in case of the damaged battery's BEV requiring a total of battery replacement (total loss). In accordance with the criteria of OIC approved that the Battery Electric Vehicle (BEV) warranty covers the battery under its lifespan, excluding the battery from the vehicle. However, in practice, the insurance premiums are calculated by taking into account the total value of both the vehicle and the battery. The value of the battery is approximately 60%-70% of the totaled car's value. As a result, the insurance company will adjust the insurance premiums to be consistent with the actual value of the damage.

1.2 With reference to some insurance companies restructuring through holding companies, it is found that in the first phase the overall operation was not profitable which impacted on paying the dividends in the first period. For this case, is it going to affect BKIH or not?

Dr. Apisit Anantanatarat emphasized that the Company highly values this matter, so the BKIH shareholders should be assured of receiving the dividends in accordance with the dividend policy and payment which is not less than 50% of the net profits after tax expenses. Although the first phase dividend payment might be postponed from the original period, the full-year dividend payment still aligns with the dividend policy and payment. Then the BKIH shareholders should be assured of receiving the dividends not less than they had received throughout the year from BKI.

2. Mr. Jirayu Jirayuwattanakul, a shareholder, asked the following questions:

2.1 How about after restructuring through BKIH whether or not the BKI and BKIH will be as two separate organizational management? In addition, would it be possible for BKIH to remain the dividend policy and payment as BKI?

Dr. Apisit Anantanatarat clarified that both BKI and BKIH keep the same for the internal structure of the Board of Directors and the organizational management, and BKIH shareholders will receive the dividends under the same policy of BKI's dividend payment which is not less than 50% of the net profits after tax expenses.

2.2 After restructuring through BKIH, would the BKI's investment portfolios of BBL and BH be switched to the BKIH's portfolio?

Dr. Apisit Anantanatarat answered that now there is no policy to move the BKI's investment portfolio to the BKIH's portfolio. In other words, BBL's and BH's investment portfolios are maintained under BKI's investment portfolio as before.

3. Miss Yaowalak Aramthaweethong, a shareholder, asked about the direction of the business operation after restructuring through BKIH.

Dr. Apisit Anantanatarat clarified that at the present there are various risks for the insurance business operation, such as the risk of disaster and new epidemic that cannot be predicted, including the restriction of investment regulation in other businesses. These might affect the Company's performance to make a profit. While the restructure into the holding company will be more flexible to invest in a new business besides the insurance business. However, during the first few years, BKIH's core business will remain the insurance business, and for a new business the proficient study in such business and the market survey are required in order to guarantee good earnings and successful investment.

4. Mr. Atthasit Piphitmethanon, a shareholder, asked that supposing the contribution to the General Insurance Fund was 0.5% increased, would the Company tend to increase the insurance premiums as well?

Dr. Apisit Anantanatarat answered this increasing certainly impacted on the operation cost, so it is inevitable that the premiums will be adjusted. However, the Ministry of Finance is now considering financial assistance to the General Insurance Fund for increasing liquidity.

5. Mr. Supoj Aeuchailertkul, a shareholder, asked about the percentages of tender offer transactions at the present.

Dr. Apisit Anantanatarat clarified that currently the proportion of tender offer is approximately 25.8% (information as of 18 Jan 2024). Moreover, the Company has set up a call center unit to specifically contact shareholders for supporting the process of exchanging shares from BKI to BKIH. For such transactions, the Company has been targeted for exchanging shares not less than 98% of total issued shares.

6. Mr. Suwat Khor. Srisuwan, a shareholder, asked the following questions:

6.1 Would the shareholders still receive the dividends from BKI if they do not accept a tender offer and share swap to BKIH?

Dr. Apisit Anantanatarat clarified that the existing shareholders continually receive the dividends from BKI under the dividend policy, but they will not receive the dividends of BKIH's operating results from investing in the future.

6.2 In case of sale of shares which were delisted on the Stock Exchange of Thailand, would the capital gains not be tax-exempted?

Dr. Apisit Anantanatarat answered that when the Company's shares become delisted on the Stock Exchange of Thailand, there will be no reference market price and no capital gains tax exemption.

6.3 Is the BKIH Board of Directors from the same group as the BKI Board of Directors?

Dr. Apisit Anantanatarat informed that the Board of Directors is the same group.

7. Mr. Kitti Kasiwittayan, a shareholder, asked the following questions:

7.1 Regarding the strict BEV insurance underwriting policy, would it impact on the Company's total written premiums?

Dr. Apisit Anantanatarat clarified that although the Company has a strong discretion concerning about the BEV insurance underwriting policy, it is found that the number of BEV registrations at Department of Land Transport is very small proportion. Therefore, the BEV insurance of the Company is less proportion than the total motor insurance portfolio.

7.2 How about the Company's investment portfolio of BBL and BH, is there any decreasing proportion? and how many shares are there currently?

Mr. Ekamol Aungkavattana, Vice President of Investment Office, clarified that as of December 31, 2023, the Company's investment portfolio of BBL and BH shares were 34,502,130 shares (represented 1.81%) and 88,894,617 shares, (represented 11.18%), respectively. In addition, now these proportions have not changed.

8. Mr. Chayaphol Prasertkamolchai, a shareholder, said it is found that the dividend payment of many listed companies in the Stock Exchange of Thailand greatly reduced because it may be necessary to invest in new business when they restructured into holding companies. The question was that after BKI restructured into a holding company (BKIH), would BKIH pay the interim dividends at the same rate as before?

Dr. Apisit Anantanarat clarified that in the first period of the interim dividend payment (if any) might be postponed from the original period during the tender offer process. However, when the tender offer process is completed and BKIH is listed on the Stock Exchange of Thailand, BKIH shareholders should be assured of receiving the dividend payment for the entire year which is not less than prior receiving from BKI.

There was no other question. The Company's Secretary notified to the Meeting that although the Agenda items were approved by the Meeting of Shareholder, if the shares which shareholder accepts the tendering offer are less than 75% of all the voting rights of the Company, the holding company will revoke the tendering offer and the Company will not carry out approved agenda.

The Chairman then declared the Meeting closed and thanked all shareholders for attending the Meeting.

In conclusion, there were 138 shareholders and 295 proxies or a total of 433 persons, with 53,973,482 shares which represented 50.6936% of the total issued and fully paid shares (106,470,000 shares).

The meeting adjourned at 3.35 p.m.

Mr. Chai Sophonpanich
Chairman

Mr. Anek Keereesathien
Company Secretary

**Profile of Nominated Directors for Re-election
(document for Agenda 5)**

The Board of Directors, excluding directors who might have conflict of interests, proposes to shareholders to re-elect the following four directors who will retire by rotation to serve as the Company's directors for another term:

- | | | |
|------------------|---------------|---|
| (1) Mr. Chor.nun | Petpaisit | Independent Director and
Director of the Audit Committee |
| (2) Mr. Singh | Tangtaswas | Independent Director |
| (3) M.R. Supadis | Diskul | Independent Director |
| (4) Mr. Apisit | Anantanatarat | Director and Chief Executive Officer |

The profile of those nominated directors for re-election are the following:

Profile of Nominated Director for Re-Election

(document for Agenda 5)



Mr. Chor.nun Petpaisit

Address	28 Soi Ladprao 106, Ladprao Road, Kwang Plub Pla Wang Thonglang District, Bangkok 10310		
Date of Birth	January 5, 1952	Age	73
Nationality	Thai	Status	Married
Occupation/Position	Independent Director and Audit Committee Member		
Place of Work	Bangkok Insurance Public Company Limited. 25 The Bangkok Insurance Building, Sathon Tai Road, Kwang Thung Maha Mek, Sathon District, Bangkok, Thailand, 10120		

Educational Background/Training Courses

- B.B.A. (Accounting), Thammasat University
- Risk Culture for Directors and Executives of the General Insurance Business,
Office of Insurance Commission (OIC)

Thai Institute of Directors Association (IOD) Training Courses

- Director Accreditation Program (DAP) Class 28/2004
- Director Certification Program (DCP) Class 76/2006
- Audit Committee Program (ACP) Class 28/2009
- Successful Formulation & Execution of Strategy (SFE) Class 8/2010
- Financial Institutions Governance Program (FGP) Class 4/2012

Position/Experience in Listed Companies

- | | |
|---------------------------------|--|
| - September 11, 2023 – Present, | Independent Director, BKI Holding Public Co., Ltd. |
| - September 22, 2023 – Present | Audit Committee Member, BKI Holding Public Co., Ltd.
(BKI Holdings Public Company Limited was listed on the
Stock Exchange of Thailand on June 18, 2024) |
| - 2019 – Present | Independent Director and Audit Committee Member,
Fine Metal Technologies Public Co.,Ltd. (Formerly
known as Furukawa Metal (Thailand) Public Co., Ltd.) |
| - April 2015 – Present | Independent Director and Audit Committee Member,
Interhides Public Co., Ltd. |
| - July 30, 2020 – 2022 | Independent Director, Shangri-La Hotel Public Co., Ltd. |

Position/Experience in Non-Listed Companies

- | | |
|-------------------------------------|--|
| - February 28, 2006 – Present, | Independent Director, |
| - April 3, 2002 – November 17, 2004 | Bangkok Insurance Public Co., Ltd. |
| - February 27, 2009 – Present | Audit Committee Member,
Bangkok Insurance Public Co., Ltd. |
| - 2013 – Present | Advisor, Thai Charoen Corporation Group (TCC Group) |
| - 2011 – 2012 | Inspector General, Ministry of Finance |
| - 2008 – 2011 | Principal Adviser on Performance Improvement,
The Revenue Department, Ministry of Finance |
| - 2001 – 2008 | Policy and Plan Expert, The Revenue Department ,
Ministry of Finance |
| - 2000 – 2001 | Director, Bureau of Tax Audit Operation,
The Revenue Department, Ministry of Finance |
| - 2011 – 2012 | Director, Government Savings Bank |
| - 2010 – 2011, 2006 – 2008 | Director, Government Housing Bank |
| - 2010 – 2011, 2005 – 2006 | Director, Tourism Authority of Thailand |
| - 2009 – 2012 | Director, The Government Pharmaceutical Organization |
| - 2005 – 2007 | Director, National Science Museum |

Profile related to Bangkok Insurance Public Company Limited

* Position

- Director
 - Independent Director (Reappointed on April 21, 2023)
 - Audit Committee Member (Reappointed on November 10, 2023 and effected on November 17, 2023)
- Executive
 - None -

* **Number of years holding a director's position in BKI** - 19 years (from February 28, 2006 - present)

* **BKI Shareholding** - None

* **Legal Dispute** - No legal dispute during the past 5 years –

* Meeting Attendance

Meeting / Year	No. of Attendance (times)	No. of Invitation (times)
- <u>Board of Directors' Meeting</u>		
2022	4	4
2023	5	5
2024	7	7
- <u>Audit Committee's Meeting</u>		
2022	4	4
2023	6	6
2024	5	5
- <u>Meeting with the Company's External Auditor</u>		
2022	2	2
2023	2	2
2024	2	2
- <u>Annual Ordinary General Meeting of Shareholders</u>		
No. 29 (year 2022)	1	1
No. 30 (year 2023)	1	1
No. 31 (year 2024)	1	1

Profile of Nominated Director for Re-Election

(document for Agenda 5)



Mr. Singh Tangtaswas

Address	59 Soi Phong Wet Anuson School Kwang Bangchak, Phra Khanong District 10206 Bangkok		
Date of Birth	July 19, 1942	Age	82
Nationality	Thai	Status	Single
Occupation/Position	Chairman of the Board of Executive Directors		
Place of Work	Bangkok Bank Public Co., Ltd. 333 Silom Raod, Bangkok 10500		

Educational Background/Training Courses

- B.A. (Economics), Thammasat University
- M.B.A. (Finance), the Wharton School of Finance and Commerce, University of Pennsylvania
- Certificate of Management Development Program, the Wharton School
- Certificate of Executive Development Program, Harvard Business School

Thai Institute of Directors Association (IOD) Training Courses

- Director Certification Program (DCP) Class 0/2000

Position/Experience in Listed Companies

- | | |
|---------------------------------------|--|
| - September 11, 2023 - Present | Independent Director, BKI Holding Public Co., Ltd. |
| - September 22, 2023 – Present | Chairman of the Remuneration & Nomination Committee, BKI Holding Public Co., Ltd.
(BKI Holdings Public Company Limited was listed on the Stock Exchange of Thailand on June 18, 2024) |
| - February 21, 2024 – Present | Chairman of the Board of Executive Directors, Bangkok Bank Public Co., Ltd. |
| - October 31, 2023- February 21, 2024 | Vice Chairman, Bangkok Bank Public Company Limited |
| - 24 November 2022 - Present | Member, Corporate Governance Committee, Bangkok Bank Public Company Limited |
| - 2005 – 2023 | Executive Director, Bangkok Bank Public Co., Ltd. |
| - 2005 – January 2019 | Chairman of Risk Management Committee, Bangkok Bank Public Co., Ltd. |
| - 2006 – 2010 | Managing Director, Bangkok Bank Public Co., Ltd. |
| - 2004 - Present | Independent Director and Chairman of the Audit Committee, Thai Optical Group Public Co., Ltd. |
| - 2005 – 2013 | Independent Director, TWZ Corporation Public Co., Ltd. |
| - 1999 – 2001 | President and Chief Executive Director, Krung Thai Bank Public Co., Ltd. |

Position/Experience in Non-Listed Companies

- | | |
|-----------------------------------|---|
| - April 26, 2004 - Present | Independent Director, Bangkok Insurance Public Co., Ltd. |
| - August 18, 2004 – June 17, 2024 | Chairman of the Remuneration & Nomination Committee, Bangkok Insurance Public Co., Ltd.
(Bangkok Insurance Public Company Limited was delisted from the Stock Exchange of Thailand on June 18, 2024) |
| - March 2014 - Present | Director, Sukhumvit 62 Medical Limited |
| - 2010 – May 2015 | Director, Thai Institute of Directors Association |
| - 2002 – 2009 | Advisor, Corporate Governance Center, The Stock Exchange of Thailand |

Profile related to Bangkok Insurance Public Company Limited

* Position

- | | |
|--------------------|--|
| - <u>Director</u> | - Independent Director (Reappointed on April 22, 2022) |
| - <u>Executive</u> | - None - |

* **Number of years holding a director's position in BKI** - 21 years (from April 26, 2004 - present)

* **BKI Shareholding** - None -

* **Legal Dispute** - No legal dispute during the past 5 years

* **Meeting Attendance**

Meeting / Year	No. of Attendance (times)	No. of Invitation (times)
- <u>Board of Directors' Meeting</u>		
2022	4	4
2023	5	5
2024	7	7
- <u>Annual Ordinary General Meeting of Shareholders</u>		
No.29 (year 2022)	1	1
No.30 (year 2023)	1	1
No.31 (year 2024)	1	1

Profile of Nominated Director for Re-election

(document for Agenda 5)



M.R. Supadis Diskul

Address	292/1 Moo 2, Bang Khen District, Amphoe Mueang Nonthaburi Nonthaburi 11000		
Date of Birth	July 8, 1949	Age	75
Nationality	Thai	Status	Married
Occupation/Position	Director and Executive Chairman		
Place of Work	Bangkok Aviation Fuel Services Public Company Limited 171/2 Kamphaeng Phet Road 6, Kwang Don Mueang, Don Mueang District, Bangkok 10210		

Educational Background/Training Courses

- Master of Community and Regional Planning, North Dakota State University, U.S.A.
- B.Sc., Medical Technology, Mahidol University
- Certificate, National Defence College, The National Defence Course for the Joint State-Private Sectors, Class 15

Thai Institute of Directors Association (IOD) Training Courses

- Finance for Non-Finance Director (FND) Class 1/2001, Class 14/2004
- Director Accreditation Program (DAP) Class 12/2004
- Director Certification Program (DCP) Class 51/2004
- Role of the Compensation Committee Program (RCC) Class 4/2007
- Role of the Chairman Program (RCP) Class 16/2007
- Successful Formulation and Execution of Strategy (SFE) Class 5/2009
- Anti-Corruption for Executive Program (ACEP) 11/2014

- Board Nomination & Compensation Program (BNCP) 5/2018
- Corporate Governance Program for Insurance Companies (CIC) 3/2022

Position/Experience in Listed Companies

- September 11, 2023 – Present Independent Director, BKI Holding Public Co., Ltd.
- September 22, 2023 – Present Director of the Remuneration and Nomination Committee, BKI Holding Public Co., Ltd. (BKI Holdings Public Company Limited was listed on the Stock Exchange of Thailand on June 18, 2024)
- May 2013 – Present Executive Chairman, Bangkok Aviation Fuel Services Public Co., Ltd.
- 1983 – Present Director, Bangkok Aviation Fuel Services Public Co., Ltd.
- 1983 – 2014 Managing Director, Bangkok Aviation Fuel Services Public Co., Ltd.
- 1997 – 2003 Executive Vice President, Corporate Development and Support Department, Thai Airways International Public Co., Ltd.

Position/Experience in Non-Listed Companies

- April 26, 2013 – Present Independent Director, Bangkok Insurance Public Co., Ltd.
- April 26, 2013 – June 17, 2024 Director of Remuneration and Nomination Committee, Bangkok Insurance Public Co., Ltd. (Bangkok Insurance Public Company Limited was delisted from the Stock Exchange of Thailand on June 18, 2024)
- 2020 – Present Chairman, BAFS Clean Energy Corporation Co., Ltd.
- 2018 – Present Director, BAFS Intech Co., Ltd.
- 2016 – Present Chairman, BAFS Innovation Development Ltd.
- 2010 – Present Chairman, Fuel Pipeline Transportation Ltd.
- 1997 – 2006 Managing Director, Fuel Pipeline Transportation Ltd.

- 1991 - 2010 Director, Fuel Pipeline Transportation Ltd.
- 1996 – Present Director, Thai Aviation Refuelling Co., Ltd.
- 1996 – 2011 Managing Director, Thai Aviation Refuelling Co., Ltd.
- 1993 – 2015 Chairman, Intoplane Services Co., Ltd.
- 2011 – 2013 Director, BAFS International Limited
- 2004 – 2014 Director, JP-One Asset Co., Ltd.
- 2004 – 2011 Managing Director, JP-One Asset Co., Ltd.

Profile related to Bangkok Insurance Public Company Limited

*** Position**

- Director - Independent Director (Reappointed on April 22, 2022)
- Executive - None -

*** Number of years holding a director's position in BKI** - 12 years (from April 26, 2013 - present)

*** BKI Shareholding** - None

*** Legal Dispute** - No legal dispute during the past 5 years

*** Meeting Attendance**

Meeting / Year	No. of Attendance (times)	No. of Invitation (times)
- <u>Board of Directors' Meeting</u>		
2022	4	4
2023	5	5
2024	7	7
- <u>Annual Ordinary General Meeting of Shareholders</u>		
No.29 (year 2022)	1	1
No.30 (year 2023)	1	1
No.31 (year 2024)	1	1

Profile of Nominated Director for Re-election

(document for Agenda 5)



Mr. Apisit Anantanatarat

Address	309/104, Sathon Tai Road, Kwang Thung Maha Mek, Sathon District, Bangkok 10110		
Date of Birth	September 20, 1963	Age	61
Nationality	Thai	Status	Single
Occupation/Position	Director and Chief Executive Officer		
Place of Work	Bangkok Insurance Public Company Limited. 25 The Bangkok Insurance Building, Sathon Tai Road, Kwang Thung Maha Mek, Sathon District, Bangkok, Thailand, 10120		

Educational Background/Training Courses

- Doctor of Organization Development and Transformation, Cebu Doctors' University, Philippines
- M.A. (Industrial and Organization Psychology), Thammasat University
- M.S. (Insurance), University of Hartford, U.S.A.
- Diploma of Financial Service (General Insurance), ANZIIF (Senior Associate), Australia
- Certificate, The Columbia Senior Executive Program, Columbia University, U.S.A.
- Super Legal Business Administration" Leadership Program (Super LBA), Class 1/2024
- Super Insurance Leadership Program, Class 1/2020
- Certificate, Capital Market Academy Leadership Program (CMA), Class 24/2017
- Thailand Insurance Leadership Program class 3/2013
- Cyber Resilience Leadership Herd Immunity Workshop for the Financial Sector
- Organization Committee 2021
- Swiss Re P & C Executive Dialogue 2024, Switzerland
- Aon's 16th Hazards Conference 2019, Australia

- From Science Fiction to Reality: Man and Man – Made Risks 2018, R + V Re, Germany
- CIO VMWare World Conference 2017, Spain
- New Forms of Risk Sharing and Risk Engineer, SCOR, France
- Management Development Program – Fit for Expert Underwriting, Swiss Insurance Training Centre, Switzerland
- Management Development Program - Fit for Management, Swiss Insurance Training Centre, Switzerland

Thai Institute of Directors Association (IOD) Training Courses

- Director Accreditation Program (DAP) Class 149/2018

Position/Experience in Listed Companies

- September 11, 2023 – Present Director, BKI Holding Public Co., Ltd.
- September 22, 2023 – Present Chief Executive Officer, BKI Holding Public Co., Ltd.
(BKI Holdings Public Company Limited was listed on the Stock Exchange of Thailand on June 18, 2024)
- April 2021 – Present Director, Thai Reinsurance Public Co., Ltd.

Position/Experience in Non-Listed Companies

- Jan 2025 – Present Director and Chief Executive Officer, Bangkok Insurance Public Co., Ltd.
- Mar 2020 – Dec 2024 Chief Executive Officer Director and President, Bangkok Insurance Public Co., Ltd. (Bangkok Insurance Public Company Limited was delisted from the Stock Exchange of Thailand on June 18, 2024)
- Jan 1, 2019 – Feb 28, 2020 Chief Executive Officer and Director, Bangkok Insurance Public Co., Ltd. (Acting President)
- Apr 22, 2016 – Dec 31, 2018 Director and President, Bangkok Insurance Public Co., Ltd.
- Apr 1, 2016 – Apr 21, 2016 President, Bangkok Insurance Public Co., Ltd.
- Apr 2012 – Dec 2015 Executive Vice President, Bangkok Insurance Public Co., Ltd.
- 2011 – Apr 2012 Senior Vice President, Marketing and Communications Department, Bangkok Insurance Public Co., Ltd.
- 2009 – Mar 2014, Senior Vice President, Information Technology Department,
- Oct 2015 – May 8, 2016 Bangkok Insurance Public Co., Ltd.
- 2007 – 2015 Senior Vice President, Personal Lines Business Unit, Bangkok Insurance Public Co., Ltd.

- 2006 – 2007 First Vice President, Personal Lines Division, Bangkok Insurance Public Co., Ltd.
- 2005 – 2009 First Vice President, Information Technology Department, Bangkok Insurance Public Co., Ltd.
- 2002 – 2006 Vice President, Human Resources Development Division, Bangkok Insurance Public Co., Ltd.
- 2000 – 2002 Assistant Vice President, Human Resources Development Division, Bangkok Insurance Public Co., Ltd.
- June 16, 2021 – Present Director, Bangkok Insurance (Cambodia) Plc.
- May 24, 2016 – Present Director, Thai ORIX Leasing Co., Ltd.

Profile related to Bangkok Insurance Public Company Limited

*** Position**

- Director
 - Director (from Jan 2025 – Present)
 - President (from April 22, 2016 – Feb 28, 2020, March 1, 2020 – December 2024)
 - Acting President (Jan 1, 2019 – Feb 28, 2020)
 - Chief Executive Officer (from Jan 1, 2019 - present)
- Executive

*** Number of years holding a director's position in BKI** - 9 years (from April 22, 2016 - present)

*** BKI Shareholding** - None –

*** Legal Dispute** - No legal dispute during the past 5 years


*** Meeting Attendance**

Meeting / Year	No. of Attendance (times)	No. of Invitation (times)
- <u>Board of Directors' Meeting</u>		
2022	4	4
2023	5	5
2024	7	7
- <u>Annual Ordinary General Meeting of Shareholders</u>		
No.29 (year 2022)	1	1
No.30 (year 2023)	1	1
No.31 (year 2024)	1	1

The Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows:

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://serv.inventech.co.th/BKI516737R/#/homepage> or scan QR Code  and follow the steps as shown in the picture

1.1 Choose type request for request form to 4 steps

Step 1 Fill in the information shown on the registration page

Step 2 Fill in the information for verify

Step 3 Verify via OTP

Step 4 Successful transaction, the system will display information again to verify the exactitude of the information

1.2 Please wait for an email information detail of meeting and Password

**** Merge user accounts, please using the same email and phone number ****



2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 3 April 2025 at 8:30 a.m. and shall be closed on 11 April 2025 Until the end of the meeting.

3. The electronic conference system will be available on 11 April 2025 at 9:00 a.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, the Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 10 April 2024 through the following channels:

Bangkok Insurance Public Company Limited

Company Secretary Office 5th Floor, Bangkok Insurance Building

25 Sathon Tai Road, Thung Maha Mek, Sathon, Bangkok, Thailand

If you have any problems with the software, please contact Inventech Call Center

Tel: 02-460-9227

Line: @inventechconnect

The system available during 3-11 April 2025 at 08.30 a.m. - 05.30 p.m.

(Specifically excludes holidays and public holidays)



Report a problem

@inventechconnect

Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

Use Cases PC/Laptop and Mobile/iPad

1. Get email and password that you received from your email or request OTP
2. Click on “Register” button, the system has already registered and counted as a quorum.
3. Click on “Join Attendance”, Then click on “Accept” button
4. Select which agenda that you want to vote
5. Click on “Vote” button
6. Click the voting button as you choose
7. The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect

- Select which agenda
- Click on “Question” button

1. Ask a question

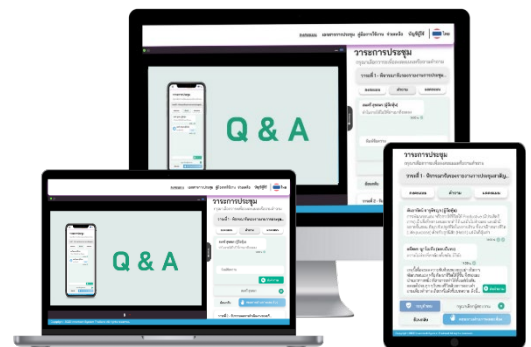
Type the question then click “Send”

2. Ask the question via video

Click on “Conference”

Click on “OK” for confirm your queue

Please wait for the queue for you then you can open microphone and camera



How to use Inventech Connect



User Manual and Video of using Inventech Connect

***Remark:** Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements

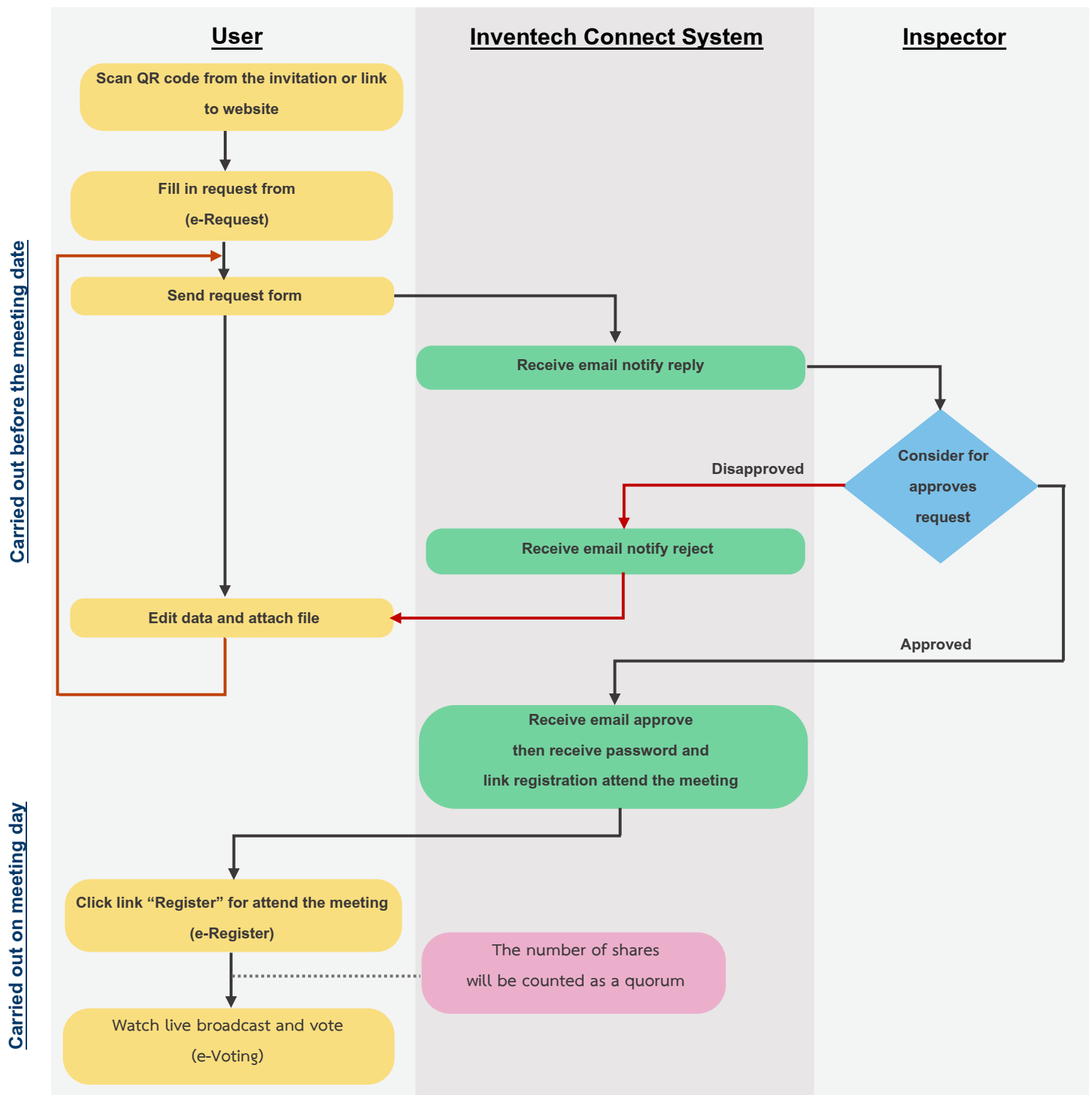
- High-Definition Video: Must have internet speed at 2.5 Mbps (Speed internet that recommend).
- High Quality Video: Must have internet speed at 1.0 Mbps.
- Standard Quality Video: Must have internet speed at 0.5 Mbps.

2. Equipment requirements.

- Smartphone/Tablet that use IOS or android OS.
- PC/Laptop that use Windows or Mac OS.

3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge ** **The system does not support internet explorer.**

Guidelines for attending of Electronic Meeting



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.

Profile of an Independent Director Appointed to be Proxy of Shareholders
not available to be presented in the Meeting



VDC Col Plengsakdi Prakaspesat

Address	442 Phasukkasem Village 4/1, Soi Pattanakarn 63, Kwang Pravet, Pravet District, Bangkok 10250		
Date of Birth	November 18, 1942	Age	82
Nationality	Thai	Status	Married
Occupation/Position	Senior Advisor, Thai Central Chemical Public Co., Ltd.		
Place of Work	801-806, 809-810, 8th Floor, Mitrtown Office Tower 944 Rama 4 Road, Wangmai, Pathumwan, Bangkok 10330		

Educational Background/Training Courses

- Graduate in Commerce from Ross College (Dublin), Ireland (1964)
- Ph.D. (Honoris Causa) on Mass Communication, Ramkhamhaeng University (1992)
- Ph.D. (Honoris Causa) on Arts, Rajabhat Institute Lampang (2001)
- Certificate of the Course for Top Executives, The Association for Overseas Technical Scholarship (AOTS), Japan
- The Joint State – Private Sector Class 1/1989, The National Defence College of Thailand
- AC Hot Update, The Federation of Accounting Professions (2017)
- Risk Culture for Directors and Executives of the General Insurance Business, Office of Insurance Commission (OIC)

Thai Institute of Directors Association (IOD) Training Courses

- Director Accreditation Program (DAP) Class 27/2003
- The Characteristics of Effective Directors Class 1/2006
- Audit Committee Program (ACP) Class 17/2007

Position/Experience in Listed Companies

- | | |
|--------------------------------|--|
| - September 11, 2023 – Present | Independent Director,
BKI Holding Public Co., Ltd. |
| - September 22, 2023 – Present | Chairman of the Audit Committee,
BKI Holding Public Co., Ltd.

(BKI Holdings Public Company Limited was listed on
the Stock Exchange of Thailand on June 18, 2024) |

Position/Experience in Non-Listed Companies

- | | |
|--------------------------------------|---|
| - April 7, 1999 – Present | Independent Director,
Bangkok Insurance Public Co., Ltd. |
| - November 16, 2005 – Present | Chairman of the Audit Committee,
Bangkok Insurance Public Co., Ltd. |
| - 1997 – Present | Senior Advisor, Thai Central Chemical Public Co., Ltd. |
| - September 2009 – Present | Territorial Volunteer Defense Corps Colonel and
Vice President of the Foundation of The
Volunteer Defense Under the Royal Patronage
of Her Majesty The Queen |
| - 2001 – Present | Advisor, United Flour Mill Public Co., Ltd. |
| - August 11, 2017 – November 9, 2018 | Chairman, Bangkok Insurance Public Co., Ltd. |
| - 2004 – 2005 | Director of Remuneration and Nomination
Committee, Bangkok Insurance Public Co., Ltd. |
| - 1999 – 2005 | Audit Committee Member, Bangkok Insurance
Public Co., Ltd. |
| - 2010 – 2019 | Member Experts of Fertilizer Committee,
The Ministry of Agriculture and Cooperatives |
| - 1980 – 2001 | Vice Chairman, United Flour Mill Public Co., Ltd. |
| - 1978 – November 2018 | Independent Director and Member of the Audit
Committee, Industrial and Commercial Bank of
China (Thai) Public Co., Ltd. |
| - 2005 – April 2010 | Member of the Compensation and Corporate
Governance Committee, ACL Bank Public Co., Ltd. |

- 2005 – June 2010	Independent Director and Member of the Audit Committee, ACL Bank Public Co., Ltd.
- 1987 – 2015	Qualified Committee, Assumption University
- 1984 – 2006	Honorary Chairman, Asia Pacific Potash Corporation Ltd.
- 1997 – 2005	Corporate Chairman, MC. Industrial Chemical Co., Ltd.

Profile related to Bangkok Insurance Public Company Limited

* Position

- <u>Director</u>	- Independent Director (Reappointed on April 21, 2023)
	- Chairman of the Audit Committee (Reappointed on November 10, 2023 and effected on November 17, 2023)
- <u>Executive</u>	- None -

* **Number of years holding a director's position in BKI** - 26 years (from April 7, 1999 - present)

* **BKI Shareholding** - None -

* **Legal Dispute** - No legal dispute during the past 5 years -

* Meeting Attendance

Meeting / Year	No. of Attendance (times)	No. of Invitation (times)
- <u>Board of Directors' Meeting</u>		
2022	4	4
2023	5	5
2024	7	7
- <u>Audit Committee's Meeting</u>		
2022	4	4
2023	6	6
2024	5	5
- <u>Meeting with the Company's External Auditor</u>		
2022	2	2
2023	2	2
2024	2	2
- <u>Annual Ordinary General Meeting of Shareholders</u>		
No. 29 (year 2022)	1	1
No. 30 (year 2023)	1	1
No. 31 (year 2024)	1	1

Conflicts of Interest in this AGM No.32: None

Profile of an Independent Director Appointed to be Proxy of Shareholders
not available to be presented in the Meeting



Ms. Potjanee Thanavaranit

Address	178/1 Soi Phaholyothinbangkok 30, Phaholyothin Road, Kwang Chankasem, Chatujak District, Bangkok 10900		
Date of Birth	September 13, 1946	Age	78
Nationality	Thai	Status	Single
Occupation/Position	Government Pension and Director		

Educational Background/Training Courses

- B.B.A. (Accounting), Chulalongkorn University
- M.B.A., Syracuse University, New York, U.S.A
- Certificate of Advanced Course in General Insurance, Swiss Insurance Training Center, Switzerland
- Certificate of Executive Development Program Class 18, Office of the Civil Service Commission
- National Defence College, Class 42
- Certificate of Top Executive Program Class 8, Capital Market Academy
- Certificate of Top Executive Program in Commerce and Trade Class 3, Commerce Academy
- Advanced Security Management Program Class 2, The Association of National Defence College of Thailand
- LED-Environmental, Social and Governance Essential Singapore Institution of Director, Singapore
- THE CAMBRIDGE - EARTH ON BOARD –BOARD DIRECTOR PROGRAMME
For directors of ThaiBev group of companies
- Risk Culture for Directors and Executives of the General Insurance Business,
Office of Insurance Commission (OIC)

Thai Institute of Directors Association (IOD) Training Courses

- Director Certification Program (DCP) Class 17/2002
- Role of the Chairman Program (RCP) Class 13/2006
- Role of the Compensation Committee Program (RCC) Class 4/2007
- Audit Committee Program (ACP) Class 31/2010
- Financial Institutions Governance Program (FGP) Class 2/2011
- Advanced Audit Committee Program (AAP) Class 10/2013
- Anti - Corruption for Executive Program (ACEP) Class 7/2013
- Director Certification Program Update (DCPU) Class 1/2014
- IT Governance Program (ITG) Class 2/2016
- Director Leadership Certification Program (DLCP) Class 0/2021
- Board Nomination and Compensation Program (BNCP) Class 11/2021
- Risk Management Program for Corporate Leaders (RCL) Class 25/2021

Position/Experience in Listed Companies

- | | |
|--------------------------------------|---|
| - September 11, 2023 – Present | Independent Director, BKI Holding Public Co., Ltd. |
| - September 22, 2023 – Present | Audit Committee Member, BKI Holding Public Co., Ltd. (BKI Holdings Public Company Limited was listed on the Stock Exchange of Thailand on June 18, 2024) |
| - Present | Chairman of the Board (Independent Director), Audit Committee Member and Chairman of the Compensation & Nominating Committee, Univentures Public Co., Ltd. |
| - July 7, 2020 - present | Independent Director and Chairman of the Audit Committee, Thai Reinsurance Public Co., Ltd.
- 2014 – 2020 Independent Director and Audit Committee Member
- 2012 – 2014 Director of the Remuneration and Nomination Committee |
| - March 27, 2023 – Present | Independent Director and Chairman of the Audit Committee, Berli Jucker Public Co., Ltd. |
| - November 14, 2017 – March 26, 2023 | Independent Director and Chairman of the Risk Committee, Berli Jucker Public Co., Ltd.
June 2009 – March 21, 2016 Independent Director |

- 2014 - November 18, 2023
Chairman of the Remuneration Committee,
Chairman of the Good Governance Committee,
Independent Director and Audit Committee
Member, OISHI Group Public Co., Ltd.
- April 8, 2010 - April 28, 2022
Independent Director and Chairman of the Audit
Committee, Bank of Ayudhaya Public Co., Ltd.
- April 2016 - November 2017
Independent Director and Chairman of the Audit
Committee, Big C Supercenter Public Co., Ltd.

Position/Experience in Non-Listed Companies

- March 1, 2007 – Present
Audit Committee Member,
Bangkok Insurance Public Co., Ltd.
- February 27, 2007 – Present
Independent Director
(Bangkok Insurance Public Company Limited
was delisted from the Stock Exchange of
Thailand on June 18, 2024)
- November 26, 2021 – Present
Chairman of the Audit Committee, Chairman of
Sustainability and Risk Management Committee,
Director of the Remuneration and Nominating
Committee and Lead Independent Director, Thai
Beverage Public Co., Ltd., listed in Singapore
Exchange (SGX)
February 1, 2019 – November 25, 2021
Director of the Audit Committee
January 31, 2018 – Present
Independent Director
- February 27, 2018 – Present
Honorary Member of University Council,
Mae Fah Luang University
- October 2006 - Present
Member of the Council of State
- March 20, 2020 - March 19, 2024
Chairman of the Public-Sector Audit and
Evaluation Committee, Office of the Anti-
Corruption Commission (ONACC)
- June 26, 2017 – May 31, 2023
Vice Chairman,
The Thai Institute of Directors Association (IOD)
- May 29, 2017 – May 31, 2023
Director
Qualified Member of the Committee,
The Thai Investors Association
- March 24, 2017 – August 2020

- 2007 – June 2020	Qualified Member of the Committee, The Federation of Thai Insurance Organization
- October 2, 2014 - September 6, 2015	Member of the National Reform Council
- April 2010 - July 2013	Director, BJC Logistics and Warehouse Co.,Ltd
- November 2008 - March 2013	Chairman of the Public-Sector Audit and Evaluation Committee for Ministry of Commerce
- October 2006 - March 2008	Second Vice – President of the National Legislative Assembly
- October 2006 - February 2008	Adviser to the Commerce Ministry
- September 2006 - February 2008	Economic Advisor, the Council for National Security
- 2005 - May 2011	Sub Commissioner, the Sub – Commission on the Development and Promotion of Public Organization and other Organizations under Governmental Supervision, the Public-Sector Development Commission
- 2002 - 2007	Chairman, Thailand Insurance Institute
- 2001 - August 2008	Member of the Financial Institution Policy Committee, the Bank of Thailand
- 2001 - 2006	Director – General, Department of Insurance, Ministry of Commerce
- 1999 - 2001	Inspector – General, Ministry of Commerce
- 1994 - 1999	Deputy Director General, Department of Insurance, Ministry of Commerce

Profile related to Bangkok Insurance Public Company Limited

*** Position**

- <u>Director</u>	- Independent Director (Reappointed on April 23, 2021) (the definition of Independent Director as defined herein)
	- Director of the Audit Committee (Reappointed on November 10, 2023 and effected on November 17, 2023)
- <u>Executive</u>	- None -

*** Number of years holding a director's position in BKI**

- 18 years (from February 27, 2007 - present)

*** BKI Shareholding**

- None -

*** Legal Dispute**

- No legal dispute during the past 5 years

*** Meeting Attendance**

Meeting / Year	No. of Attendance (times)	No. of Invitation (times)
- <u>Board of Directors' Meeting</u>		
2022	4	4
2023	5	5
2024	7	7
- <u>Audit Committee's Meeting</u>		
2022	4	4
2023	6	6
2024	5	5
- <u>Meeting with the Company's External Auditor</u>		
2022	2	2
2023	2	2
2024	2	2
- <u>Annual Ordinary General Meeting of Shareholders</u>		
No. 29 (year 2022)	1	1
No. 30 (year 2023)	1	1
No. 31 (year 2024)	1	1

Conflicts of Interest in this AGM No.32: None

Proxy

In the Annual Ordinary General Meeting, if the shareholder prefers to appoint the Proxy or the Company's Independent Directors or the director as specified in provided proxy forms to be the proxy holder to attend the Meeting and vote on their behalf. The Department of Business Development, Ministry of Commerce, specified the three (3) proxy forms, as the announcement of the Department of Commercial Registration (No.5), B.E. 2550 as follows:

1. Form A. General Proxy Form
2. Form B. Proxy Form which specified clearly agenda
3. Form C. Proxy Form which used for foreign shareholders who have custodians in Thailand only

Proxy (Form A)

Shareholder Registration No. Made at.....

Date.....Month.....Year.....

(1) I/We,.....Nationality.....

Residing at No.....Road.....Sub-District.....

District.....Province.....Postal Code.....Country.....

(2) As a shareholder of Bangkok Insurance Public Company Limited, holding ordinary share in the total amount of..... share, equal to the voting right.....votes.

(3) Hereby appoint

☐Age.....

Residing at No.....Road.....Sub-District.....

District.....Province.....Postal Code.....

Country.....or

☐ **VDC Col Plengsakdi Prakaspesat,**

Independent Director and Chairman of the Audit Committee

Age 82, Residing at 442 Phasukkasem Village 4/1, Soi Pattanakarn 63, Kwang Pravet, Pravet District,
Bangkok 10250 or

☐ **Ms. Potjaneer Thanavaranit,**

Independent Director and Director of the Audit Committee

Age 78, 178/1 Soi Phaholyothinbangkok 30, Phaholyothin Road,Kwang Chankasem, Chatujak District,
Bangkok 10900

As my/our proxy to attend and vote in **the 32nd Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) at 11.00 a.m. on Friday, April 11, 2025. The channel of E-AGM will be conducted through link by Inventech Systems (Thailand) Co., Ltd., our E-AGM service provider**, or at any adjournment thereof to any other date, time and venue.

Any acts undertaken by the Proxy at such meeting shall be deemed as my/our own act (s) in every respect.

Signed Grantor

Signed Proxy

(.....)

(.....)

Signed Proxy

Signed Proxy

(VDC Col Plengsakdi Prakaspesat)

(Ms. Potjaneer Thanavaranit)

Independent Director and

Independent Director and

Chairman of the Audit Committee

Director of the Audit Committee

Remark:

A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the vote on its behalf and all votes of a shareholder may not be split for more than one proxy.

Stamp
Duty
Baht 20

Proxy (Form B)

Shareholder Registration No. Made at.....

Date.....Month.....Year.....

(1) I/We,.....Nationality.....

Residing at No.....Road.....Sub-District.....

District.....Province.....Postal Code.....Country.....

(2) As a shareholder of Bangkok Insurance Public Company Limited, holding ordinary share in the total amount of..... shares, equal to voting right.....votes.

(3) Hereby appoint

☐Age.....

Residing at No.....Road.....Sub-District.....

District.....Province.....Postal Code.....

Country.....or

☐ **VDC Col Plengsakdi Prakaspesat,**

Independent Director and Chairman of the Audit Committee

Age 82, Residing at 442 Phasukkasem Village 4/1, Soi Pattanakarn 63, Kwang Pravet, Pravet District, Bangkok 10250

☐ **Ms. Potjaneer Thanavarani,**

Independent Director and Director of the Audit Committee

Age 78, 178/1 Soi Phaholyothinbangkok 30, Phaholyothin Road, Kwang Chankasem, Chatujak District, Bangkok 10900

As my/our proxy to attend and vote in **the 32nd Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) at 11.00 a.m. on Friday, April 11, 2025. The channel of E-AGM will be conducted through link by Inventech Systems (Thailand) Co., Ltd., our E-AGM service provider**, or at any adjournment thereof to any other date, time and venue.

(4) I/We, hereby authorize the Proxy to vote on my/our behalf in this meeting as follows:

Agenda 1: To certify the minutes of the 31st Annual Ordinary General Meeting of Shareholders held on April 19, 2024

☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda 2: To acknowledge the Board of Directors' report on the Company's Performance for the year 2024

(This agenda item is for acknowledgement; therefore, there is no vote casting.)

Agenda 3: To approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2024 as approved by Certified Public Accountant and Audit Committee

- ☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ The Proxy must cast the votes in accordance with my/our following instruction:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 4: To approve the net profit allocation and dividend payment for the year 2024

- ☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ The Proxy must cast the votes in accordance with my/our following instruction:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 5: To appoint directors in replacement of those retiring

- ☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ The Proxy must cast the votes in accordance with my/our following instruction:
- ☐ **Vote for all the nominated candidates as a whole (4 persons)**
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ **Vote for an individual nominee**

1. Mr. Chor.nun Petpaisit **Independent Director and
Director of the Audit Committee
(Nominated Director for Re-election)**

☐ Approve ☐ Disapprove ☐ Abstain

2. Mr. Singh Tangtaswas **Independent Director
(Nominated Director for Re-election)**

☐ Approve ☐ Disapprove ☐ Abstain

3. M.R. Supadis Diskul **Independent Director
(Nominated Director for Re-election)**

☐ Approve ☐ Disapprove ☐ Abstain

4. Dr. Apisit Anantanarat **Director and Chief Executive Officer
(Nominated Director for Re-election)**

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6: To approve the director's remuneration for the year 2025

- ☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ The Proxy must cast the votes in accordance with my/our following instruction:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 7: To appoint the external auditors and fix the audit fee for the year 2025

- ☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ The Proxy must cast the votes in accordance with my/our following instruction:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 8: To consider other matters (if any)

- ☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ The Proxy must cast the votes in accordance with my/our following instruction:
- ☐ Approve ☐ Disapprove ☐ Abstain

(5) Voting of the Proxy in any agenda that is not as specified herein shall be considered as invalid and not my voting as a shareholder.

(6) If I/We do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider the matters and vote on my/our behalf as the Proxy deems appropriate

Any acts undertaken by the Proxy at such meeting shall be deemed as my/our own act (s) in every respect.

Signed Grantor
(.....)

Signed Proxy
(.....)

Signed Proxy
(VDC Col Plengsakdi Prakaspesat)
Independent Director and
Chairman of the Audit Committee

Signed Proxy
(Ms. Potjanee Thanavarant)
Independent Director and
Director of the Audit Committee

Remarks:

1. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the vote on its behalf and all votes of a shareholder may not be split for more than one proxy.
2. In respect of the agenda as to the appointment and election of the directors, either the whole set of the directors or only certain member may be voted for.
3. In the event that there is any further agenda apart from specified above brought into consideration in the Meeting, the proxy may use the Annex to the Form of Proxy (Form B).

Annex to the Form of Proxy (Form B)

Grant of proxy as a shareholder of Bangkok Insurance Public Company Limited

At the 32nd Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) at 11.00 a.m. on Friday, April 11, 2025. The channel of E-AGM will be conducted through link by Inventech Systems (Thailand) Co., Ltd., our E-AGM service provider, or at any adjournment thereof to any other date, time and venue.

.....

Agenda..... Subject.....

- ☐ The Proxy shall vote independently as to his/her consideration.
- ☐ The Proxy shall vote according to the shareholder's requirement as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda..... Subject.....

- ☐ The Proxy shall vote independently as to his/her consideration.
- ☐ The Proxy shall vote according to the shareholder's requirement as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda..... Subject.....

- ☐ The Proxy shall vote independently as to his/her consideration.
- ☐ The Proxy shall vote according to the shareholder's requirement as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda..... Subject: To approve the appointment of directors (Cont.)

1.
- ☐ Approve ☐ Disapprove ☐ Abstain
2.
- ☐ Approve ☐ Disapprove ☐ Abstain
3.
- ☐ Approve ☐ Disapprove ☐ Abstain
4.
- ☐ Approve ☐ Disapprove ☐ Abstain

I/We hereby certify that all details in this Annex to the Form of Proxy are true and correct in all respects.

Signed Grantor

Signed Proxy

(.....)

(.....)

Proxy (Form C)

(For foreign shareholders who have custodians in Thailand only)

Shareholder Registration No. Made at.....

Date.....Month.....Year.....

(1) I/We,.....Nationality.....

Residing at No.....Road.....Sub-District.....

District.....Province.....Postal Code.....Country.....

(2) As a shareholder of Bangkok Insurance Public Company Limited, holding ordinary share in the total amount of..... shares, equal to voting right.....votes.

(3) Here by appoint

☐Age.....

Residing at No.....Road.....Sub-District.....

District.....Province.....Postal Code.....

Country.....or

☐Age.....

Residing at No.....Road.....Sub-District.....

District.....Province.....Postal Code.....

Country.....or

☐Age.....

Residing at No.....Road.....Sub-District.....

District.....Province.....Postal Code.....

Country.....

As my/our proxy to attend and vote in the **32nd Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) at 11.00 a.m. on Friday, April 11, 2025. The channel of E-AGM will be conducted through link by Inventech Systems (Thailand) Co., Ltd., our E-AGM service provider**, or at any adjournment thereof to any other date, time and venue.

(4) I/We, hereby authorize the Proxy to vote on my/our behalf in this meeting as follows:

☐ Grant proxy the total amount of shares holding and entitled to vote.

☐ Grant partial shares of ordinary share.....shares, equal to voting right
.....votes

(5) I/We, therefore, would like to vote for each agenda item as follows:

Agenda 1: To certify the minutes of the 31st Annual Ordinary General Meeting of Shareholders held on April 19, 2024

☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve votes

☐ Disapprove votes

☐ Abstain votes

Agenda 2: To acknowledge the Board of Directors' report on the Company's Performance for the year 2024

(This agenda item is for acknowledgement; therefore, there is no vote casting.)

Agenda 3: To approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2024 as approved by Certified Public Accountant and Audit Committee

☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve votes ☐ Disapprove votes ☐ Abstain votes

Agenda 4: To approve the net profit allocation and dividend payment for the year 2024

☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve votes ☐ Disapprove votes ☐ Abstain votes

Agenda 5: To appoint directors in replacement of those retiring

☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ The Proxy must cast the votes in accordance with my/our following instruction:

☐ **Vote for all the nominated candidates as a whole (4 persons)**

☐ Approve votes ☐ Disapprove votes ☐ Abstain votes

☐ **Vote for an individual nominee**

1. Mr. Chor.nun Petpaisit

**Independent Director and
Director of the Audit Committee
(Nominated Director for Re-election)**

☐ Approve votes ☐ Disapprove votes ☐ Abstain votes

2. Mr. Singh Tangtaswas

**Independent
(Nominated Director for Re-election)**

☐ Approve votes ☐ Disapprove votes ☐ Abstain votes

3. M.R. Supadis Diskul

**Independent Director
(Nominated Director for Re-election)**

☐ Approve votes ☐ Disapprove votes ☐ Abstain votes

4. Dr. Apisit Anantanarat

**Director and Chief Executive Officer
(Nominated Director for Re-election)**

☐ Approve votes ☐ Disapprove votes ☐ Abstain votes

Agenda 6: To approve the director's remuneration for the year 2025

- ☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve votes ☐ Disapprove votes ☐ Abstain votes

Agenda 7: To appoint the external auditors and fix the audit fee for the year 2025

- ☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve votes ☐ Disapprove votes ☐ Abstain votes

Agenda 8: To consider other matters (if any)

- ☐ The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve votes ☐ Disapprove votes ☐ Abstain votes

(5) Voting of the Proxy in any agenda that is not as specified herein shall be considered as invalid and not my voting as a shareholder.

(6) If I/We do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matters and vote on my/our behalf as the Proxy deems appropriate

Any acts undertaken by the Proxy at such meeting shall be deemed as my/our own act (s) in every respect.

Signed Grantor

(.....)

Signed Proxy

(.....)

Signed Proxy

(.....)

Signed Proxy

(.....)

Remarks:

1. Only foreign shareholders as registered in the registration book who have custodian in Thailand can use the Proxy Form C.
2. Evidence to be enclosed with the proxy form are:
 - (1) Power of Attorney from shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter of Certification to certify that the signer in the Proxy Form have permitted to act as a custodian.
3. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the vote on its behalf and all votes of a shareholder may not be split for more than one proxy.
4. In the event that there is any further agenda apart from specified above brought into consideration in the Meeting, the proxy may use the Annex to the Form of Proxy (Form C).

Annex to the Form of Proxy (Form C)

Grant of proxy as a shareholder of Bangkok Insurance Public Company Limited

the 32nd Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) at 11.00 a.m. on Friday, April 11, 2025. The channel of E-AGM will be conducted through link by Inventech Systems (Thailand) Co., Ltd., our E-AGM service provider, or at any adjournment thereof to any other date, time and venue.

.....

Agenda..... Subject.....

☐ The Proxy shall vote independently as to his/her consideration.

☐ The Proxy shall vote according to the shareholder's requirement as follows:

☐ Approve votes

☐ Disapprove votes

☐ Abstain votes

Agenda..... Subject.....

☐ The Proxy shall vote independently as to his/her consideration.

☐ The Proxy shall vote according to the shareholder's requirement as follows:

☐ Approve votes

☐ Disapprove votes

☐ Abstain votes

Agenda..... Subject: To approve the appointment of directors (Cont.)

1.

☐ Approve votes

☐ Disapprove votes

☐ Abstain votes

2.

☐ Approve votes

☐ Disapprove votes

☐ Abstain votes

3.

☐ Approve votes

☐ Disapprove votes

☐ Abstain votes

4.

☐ Approve votes

☐ Disapprove votes

☐ Abstain votes

I/We hereby certify that all details in this Annex to the Form of Proxy are true and correct in all respects.

Signed Grantor

Signed Proxy

(.....)

(.....)

