

Bangkok Insurance Public Company Limited
Report on Resolutions of the 26th Annual Ordinary General Meeting of Shareholders

Bangkok Insurance Public Company Limited would like to report on the resolutions made at the 26th Annual Ordinary General Meeting of Shareholders held on April 26, 2019 at the company's conference room no.1105 on the 11th floor of the Bangkok Insurance Building, 25 Sathon Tai Road, Bangkok, Thailand that at the opening there were 106 shareholders and 195 proxies or a total of 301 persons, holding 56,288,200 shares or 52.8677 % of the total units of shares (106,470,000 shares) attended the meeting in person and by proxy which constituted the quorum as stipulated in Article 42 of the Company's Articles of Association. The details of resolutions are as follows;

Agenda 1: To certify the Minutes of the 25th Annual Ordinary General Meeting of Shareholders held on April 27, 2018

Resolution The Meeting, by the majority vote of the shareholders attending the Meeting and casting votes, certified the minutes of the 25th Annual Ordinary General Meeting of Shareholders held on April 27, 2018 with the following numbers of votes:

Approve	56,328,008	votes	equivalent to	99.9989 % ***
Disapprove	0	votes	equivalent to	0 %
Abstain	600	votes	equivalent to	0.0011 %
Voided Ballot	0	votes	equivalent to	0 %

Agenda 2: To acknowledge the Board of Directors' Report on the Company's Performance for the year 2018

Resolution The Meeting acknowledged the board of directors' report on the company's performance for the year 2018.

Agenda 3: To approve the Company's Statements of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2018 as approved by Certified Public Accountant and Audit Committee

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, 2018 as approved by Certified Public Accountant and Audit Committee with the following numbers of votes:

Approve	56,357,366	votes	equivalent to	99.9642 % ***
Disapprove	0	votes	equivalent to	0 %
Abstain	20,200	votes	equivalent to	0.0358 %
Voided Ballot	0	votes	equivalent to	0 %

Agenda 4: To approve the Allocation of Net Profit for Dividend Payment for the year 2018

Resolution The Meeting, by the majority vote of the shareholders attending the Meeting and casting votes, approved the annual dividend for the year 2018 at Baht 14 per share and as the board of directors had already made the interim dividend payments of Baht 9 per share so the final dividend payment of Baht 5 per share is payable.

The record date for the right to attend the Annual Ordinary General Meeting of Shareholders and to receive the dividend payment will be on Friday March 8, 2019. The final cash dividend payment for the year 2018 will be made on Tuesday May 7, 2019. In addition, the Meeting approved to allocate the unappropriated retained earnings to general reserve at the amount of Baht 3,900,000,000. -

The votes are as follows:

Approve	56,379,117	votes	equivalent to	99.9989 % ***
Disapprove	0	votes	equivalent to	0 %
Abstain	600	votes	equivalent to	0.0011 %
Voided Ballot	0	votes	equivalent to	0 %

Agenda 5: To appoint directors to succeed those completing their terms

Resolution The Meeting, by the majority vote of the shareholders attending the Meeting and casting votes, re-elected all of the four retiring directors who retired by rotation as director for another term. The votes are as follows:

1. Mr. Singh Tangtaswas - Independent Director
- Chairman of the Remuneration and Nomination Committee (by re-election)

Approve	56,426,517	votes	equivalent to	99.9942 % ***
Disapprove	2,660	votes	equivalent to	0.0047 %
Abstain	600	votes	equivalent to	0.0011 %
Voided Ballot	0	votes	equivalent to	0 %

2. M.R. Supadis Diskul - Independent Director
- Director of the Remuneration and Nomination Committee (by re-election)

Approve	56,525,587	votes	equivalent to	99.9989 % ***
Disapprove	0	votes	equivalent to	0.0000 %
Abstain	600	votes	equivalent to	0.0011 %
Voided Ballot	0	votes	equivalent to	0 %

3. Mr. Chor.nun Petpaisit - Independent Director
- Director of the Audit Committee (by re-election)

Approve	56,522,937	votes	equivalent to	99.9942 %
Disapprove	2,660	votes	equivalent to	0.0047 %
Abstain	600	votes	equivalent to	0.0011 %
Voided Ballot	0	votes	equivalent to	0 %

4. Dr. Apisit Anantanarat - Chief Executive Officer (CEO) and Director (by re-election)

Approve	56,523,497	votes	equivalent to	99.9952 %
Disapprove	0	votes	equivalent to	0 %
Abstain	2,700	votes	equivalent to	0.0048 %
Voided Ballot	0	votes	equivalent to	0 %

Therefore, members of the new board of directors are :

- | | | | |
|-----------------|---------------|-----------------------|---------------|
| 1) Mr. Chai | Sophonpanich | 2) VDC Col Plengsakdi | Prakaspesat |
| 3) Mr. Singh | Tangtaswas | 4) Miss Potjane | Thanavaranit |
| 5) M.R. Supadis | Diskul | 6) Mr. Suvarn | Thansathit |
| 7) Mr. Virasak | Sutanthavibul | 8) Mr. Chor.nun | Petpaisit |
| 9) Mrs. Nintira | Sophonpanich | 10) Mr. Toshimi | Kobayashi |
| 11) Mr. Panus | Thiravanitkul | 12) Dr. Apisit | Anantanatarat |

Agenda 6: To approve the remuneration of the directors for the year 2019

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 2019 at not exceeding Baht 12,500,000.- as per following details;-

	<u>Remuneration and Meeting Allowance</u>	<u>Divided into Quarterly Payment</u>
	<u>Person/Year</u>	
- Chairman	1,440,000.-	360,000.-
- Director	720,000.-	180,000.-
- Audit Committee	360,000.-	90,000.-
- Remuneration and Nomination Committee	90,000.-	-
- Corporate Governance Committee	90,000.-	-

Unit : Baht

The votes are as follows:

Approve	53,622,490	votes	equivalent to	94.8389 %	***
Disapprove	0	votes	equivalent to	0 %	
Abstain	2,918,093	votes	equivalent to	5.1611 %	
Voided Ballot	0	votes	equivalent to	0%	

Agenda 7: To appoint the external auditor and fix the audit fee for the year 2019

Resolution The Meeting, by the majority vote of the shareholders attending the Meeting and casting votes, appointed EY Office Limited as auditor for the year 2019 with the following name :

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|----------------|-----------------|----------------------------------|
| 1) Mrs Nonglak | Pumnoi, | CPA Registration No. 4172 and/or |
| 2) Ms. Ratana | Jala, | CPA Registration No. 3734 and/or |
| 3) Ms. Somjai | Khunapasut, | CPA Registration No. 4499 and/or |
| 4) Ms. Rachada | Yongsawadvanich | CPA Registration No. 4951 |

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 also approved the audit fee for the year 2019 for an amount not exceeding Baht 2,660,000.- as per following details :-

	(Baht)
- Fee for Examination of the Financial Statements for the period ending 31 December 2019	1,370,000
- Fee for Review of Interim Financial Statements (3 quarters)	690,000
- Fee for Review of the Risk – Based Capital (RBC) report as at 30 June 2019	150,000
- Fee for Examination of the Risk – Based Capital (RBC) report as at 31 December 2019	450,000
- Fee for Non – Audit Services	-
Total	<u>2,660,000</u>

The votes are as follows:

Approve	56,538,583	votes	equivalent to	99.9965 %	***
Disapprove	0	votes	equivalent to	0 %	
Abstain	2,000	votes	equivalent to	0.0035 %	
Voided Ballot	0	votes	equivalent to	0 %	

Remark: *** There were additional shareholders presented during the meeting, thus the number of voting shares in each agenda will exceed the opening number.

In conclusion there were 133 shareholders and 227 proxies or a total of 360 persons, with 56,540,583 shares which represented 53.1047 % of the total units of shares (106,470,000 shares).

Please be informed accordingly.

Yours faithfully,

Mrs. Srichitra Pramojaney
Company Secretary