

## BANGKOK INSURANCE PUBLIC COMPANY LIMITED

### Report on Resolutions of the 31<sup>st</sup> Annual Ordinary General Meeting of Shareholders

Bangkok Insurance Public Company Limited would like to report on the resolutions made at the 31<sup>st</sup> Annual Ordinary General Meeting of Shareholders held on April 19, 2024 at 2.00 p.m. at the Company's Conference Room No.1105 on the 11<sup>th</sup> floor of Bangkok Insurance Building, 25 Sathon Tai Road, Thungmahamek, Sathon, Bangkok. At the opening, there were 112 shareholders and 270 proxies or a total of 382 persons, holding 50,554,790 shares or 47.4826% 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 are as follows;

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

**Resolution** The Meeting, unanimously, certified the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on October 6, 2023 with the following numbers of votes:

Approve	53,428,394 votes	equivalent to	100.0000 %
Disapprove	0 votes	equivalent to	0.0000 %
Abstain	0 votes	equivalent to	0.0000 %
Voided Ballot	0 votes	equivalent to	0.0000 %

**Agenda 2:** To acknowledge the Board of Directors' Report on the Company's Performance for the year 2023

**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

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

Approve	53,769,131 votes	equivalent to	99.9748 %
Disapprove	0 votes	equivalent to	0.0000 %
Abstain	13,500 votes	equivalent to	0.0251 %
Voided Ballot	0 votes	equivalent to	0.0000 %

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

**Resolution** The Meeting, unanimously, acknowledged and approved the annual dividend payment for the year 2023 at Baht 16.75 per share from net profit and as the Board of Directors had already made the interim dividend payments of Baht 11.25 per share so the final dividend payment of Baht 5.50 per share is payable.

The Record Date for the rights to attend the Annual Ordinary General Meeting of Shareholders and to receive the dividend payment will be on Friday March 8, 2024. The final cash dividend payment for the year 2023 will be made on Friday, May 3, 2024.

The votes are as follows:

Approve	53,782,774 votes	equivalent to	100.0000 %
Disapprove	0 votes	equivalent to	0.0000 %
Abstain	0 votes	equivalent to	0.0000 %
Voided Ballot	0 votes	equivalent to	0.0000 %

**Agenda 5:** To appoint directors in replacement of those retiring

**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 to serve as the Company's director for another term.

The votes are as follows:

1) Mr. Chai Sophonpanich Chairman (by re-election)

Approve	53,864,370 votes	equivalent to	99.9950 %
Disapprove	2,660 votes	equivalent to	0.0049 %
Abstain	0 votes	equivalent to	0.0000 %
Voided Ballot	0 votes	equivalent to	0.0000 %

2) Ms. Potjaneer Thanavarant Independent Director and Director of the Audit Committee (by re-election)

Approve	53,864,016 votes	equivalent to	99.9944 %
Disapprove	3,014 votes	equivalent to	0.0055 %
Abstain	0 votes	equivalent to	0.0000 %
Voided Ballot	0 votes	equivalent to	0.0000 %

3) Mrs. Nintira	Sophonpanich	Independent Director and Chairman of the Corporate Governance and Sustainability Committee (by re-election)
Approve	53,864,016 votes	equivalent to 99.9944 %
Disapprove	3,014 votes	equivalent to 0.0055 %
Abstain	0 votes	equivalent to 0.0000 %
Voided Ballot	0 votes	equivalent to 0.0000 %
4) Mr. Susumu	Tategami	Independent Director (by re-election)
Approve	53,854,030 votes	equivalent to 99.9758 %
Disapprove	13,000 votes	equivalent to 0.0241 %
Abstain	0 votes	equivalent to 0.0000 %
Voided Ballot	0 votes	equivalent to 0.0000 %

Therefore, members of the Board of Directors are:

- |                 |               |                                   |               |
|-----------------|---------------|-----------------------------------|---------------|
| 1) Mr. Chai     | Sophonpanich  | 2) VDC Col Plengsakdi Prakaspesat |               |
| 3) Mr. Singh    | Tangtaswas    | 4) Miss Potjaneer Thanavarant     |               |
| 5) M.R. Supadis | Diskul        | 6) Mr. Suvarn                     | Thansathit    |
| 7) Mr. Chor.nun | Petpaisit     | 8) Mrs. Nintira                   | Sophonpanich  |
| 9) Mr. Panus    | Thiravanitkul | 10) Dr. Apisit                    | Anantanatarat |
| 11) Mr. Susumu  | Tategami      |                                   |               |

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

**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, effective from January 1, 2024 onwards at not exceeding Baht 18,000,000.- and assigned the Remuneration and Nomination Committee to allocate the remuneration as per following details;-

Unit: Baht

Position	Remuneration and Meeting Allowance Person/Year	Divided into 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 votes are as follows:

Approve	50,966,783 votes	equivalent to	99.9399 %
Disapprove	30,654 votes	equivalent to	0.0601 %
Abstain	0 votes	equivalent to	0.0000 %
Voided Ballot	0 votes	equivalent to	0.0000 %

Remark: 2,869,593 shares by stakeholders were excluded in agenda 6.

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

**Resolution** The Meeting, by the majority vote of the shareholders attending the Meeting and casting votes, appointed EY Office Limited as external auditor for the year 2024 with the following names:

1. Ms. Narissara Chaisuwan C.P.A. Registration No.4812, and/or
2. Ms. Somjai Khunapasut C.P.A. Registration No.4499, and/or
3. Ms. Wanwilai Phetsang C.P.A. Registration No.5315, and/or
4. Ms. Bongkot Kriangphanamorn C.P.A. 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 also approved the audit fee for the year 2024 for an amount not exceeding Baht 2,920,000.- as per following details :-

	Unit: Baht
1. Fee for Examination of the Financial Statements for the period ending December 31	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
3. Fee for Review of the Risk-Based Capital (RBC) report as at June 30	160,000
4. Fee for Examination of the Risk-Based Capital (RBC) report as at December 31	480,000
5. Fee for Non – Audit Services	None
<b>Total</b>	<b>2,920,000</b>

Furthermore, the meeting also approved the audit fee for the Thai Financial Reporting Standard No.17 (TFRS17) on Insurance Contracts for an amount Baht 2,600,000.- as per following details :-

	Unit: 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	-
<b>Total</b>	<b>2,600,000</b>

Therefore, the proposed audit fee for the year 2024 in a total amount of Baht 5,520,000.

The votes are as follows:

Approve	53,971,981 votes	equivalent to	99.9972 %
Disapprove	1,500 votes	equivalent to	0.0027 %
Abstain	0 votes	equivalent to	0.0000 %
Voided Ballot	0 votes	equivalent to	0.0000 %

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 units of shares (106,470,000 shares).

Signature.....

(Mr. Anek Keereesathien)

Company Secretary