



**บริษัท กรุงเทพประกันภัย จำกัด (มหาชน)**  
**Bangkok Insurance Public Company Limited**

(Unofficial Translation)

SO. 2026/002

April 9, 2026

**SUBJECT** : Notice of the 33<sup>rd</sup> Annual Ordinary General Meeting of Shareholders

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

**ATTACHMENTS:**

- 1) A copy of the Minutes of the 32<sup>nd</sup> Annual Ordinary General Meeting of Shareholders held on April 11, 2025
- 2) Profile of Nominated Directors for Re-election
- 3) Profile of Nominated Directors for Appoint of New Directors
- 4) The Guidelines for attending of Electronic Meeting by Inventech Connect
- 5) Profile of an Independent Director Appointed to be Proxy of Shareholders not available to be presented in the Meeting
- 6) Proxy Form A, Form B and Form C (Form B is recommended)

The Board of Directors of the Bangkok Insurance Public Company Limited (BKI) (“the Company”) had resolved to hold the 33<sup>rd</sup> Annual Ordinary General Meeting of Shareholders **on Friday, April 24, 2026 at 11.00 a.m. via electronic method (E-AGM)** to consider the following agenda:

**Agenda 1: To certify the minutes of the 32<sup>nd</sup> Annual Ordinary General Meeting of Shareholders held on April 11, 2025**

Opinion of The Board: Recommended the shareholders to certify the Minutes of the 32<sup>nd</sup> Annual Ordinary General Meeting of Shareholders held on April 11, 2025, **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 2025**

Opinion of The Board: Recommended the shareholders to acknowledge the Board of Directors’ Report on the Company’s Performance of the year 2025. The shareholders can find the 2025 Annual Report in the form of accessible e-book through the Company’s website [www.bangkokinsurance.com/investor/annual-report](http://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, 2025 as approved by Certified Public Accountant and Audit Committee**

Opinion of The Board: Recommended the shareholders to approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2025 as approved by Certified Public Accountant and Audit Committee. The details of which are shown in the 2025 Annual Report and can be summarized the summary of the Company's Financial Statement on December 31, 2025, as follows:

Unit: Thousand Baht

Items	2025	2025	Change	%
Assets	60,761,164	59,261,690	1,499,474	2.5
Liabilities	33,481,797	28,260,443	5,221,354	18.5
Owners' equity	27,279,367	31,001,247	(3,721,880)	(12.0)
<b>Revenues</b>				
Insurance revenue	31,350,720	31,340,956	9,764	0.03
Insurance service expenses	(31,590,112)	(18,062,062)	(13,528,050)	74.9
Net income (expenses) from reinsurance contracts held	2,501,261	(10,874,141)	13,375,402	123.0
<b>Insurance service result</b>	<b>2,261,869</b>	<b>2,404,753</b>	<b>(142,884)</b>	<b>(5.9)</b>
Net investment income	1,467,256	1,418,602	48,654	3.4
Net income on financial instruments	429	340,133	(339,704)	(99.9)
Fair value gain on financial instruments	9,940	-	9,940	100.0
Expected credit losses	(23,075)	(43,028)	19,953	(46.4)
<b>Net investment income</b>	<b>1,454,550</b>	<b>1,715,707</b>	<b>(261,157)</b>	<b>(15.2)</b>
<b>Net insurance finance expenses</b>	<b>(53,735)</b>	<b>(383,200)</b>	<b>329,465</b>	<b>(86.0)</b>
<b>Net investment income and insurance finance expenses</b>	<b>1,400,815</b>	<b>1,332,507</b>	<b>68,308</b>	<b>5.1</b>
Other finance costs	(43,488)	(41,450)	(2,038)	4.9
Other operating expenses	(104,129)	(177,376)	73,247	(41.3)
Share of profits in associates under the equity method	7,216	17,117	(9,901)	(57.8)
Other income	180,841	162,243	18,598	11.5
<b>Profit before income tax expenses</b>	<b>3,703,124</b>	<b>3,697,794</b>	<b>5,330</b>	<b>0.1</b>
Less: Income tax expenses	(581,862)	(616,509)	34,647	(5.6)
<b>Profit for the years</b>	<b>3,121,262</b>	<b>3,081,285</b>	<b>39,977</b>	<b>1.3</b>
Earnings per share (Baht per share)	29.32	28.94	0.38	1.3



**Agenda 4: To approve the net profit allocation and dividend payment for the year 2025**

Opinion of the Board: Proposed the shareholders to consider and approve the annual dividend payment for the year 2025 at Baht 29.00 per share which will be allocated from net profit. The Board of Directors had agreed and already made the interim dividend payments three times with a total of Baht 25.00 per share so the final dividend payment of Baht 4.00 per share is payable.

The shareholder register as of the date (Book Closing Date) for the rights to attend the 33<sup>rd</sup> Annual Ordinary General Meeting of the Shareholders and to receive the dividend payment will be on April 3, 2026. The final dividend payment for the year 2025 will be made on May 6, 2026.

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

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

In 2026, three retired directors are as follows:

- |                                   |   |
|-----------------------------------|---|
| 1. VDC Col Plengsakdi Prakaspesat | Independent Director and<br>Chairman of the Audit Committee |
| 2. Mr. Suvarn Thansathit          | Independent Director  |
| 3. Mr. Panus Thiravanitkul        | Director  |

Please see profiles of Nominated Directors for Re-election in the **Attachment 2 enclosed**.

**Agenda 6: To approve the increasing number of directors from 11 to 14 persons**

Opinion of The Board: To propose that the shareholders consider and approve the increase in the number of directors from 11 to 14 persons, in alignment with the Company's business strategy and operations.

**Agenda 7: To approve the appointment of new directors**

Opinion of The Board: To propose to shareholders for approval the appointment of three additional individuals to the company's directors due to being fully qualified and not possessing any of the prohibitive characteristics prescribed by law. Their names are as follows:

1. Mr. Chawan Sophonpanich
2. Miss Lasa Sophonpanich
3. Miss Paveena Juchuan

Please see profiles of Nominated Directors for Appoint of New Directors in the **Attachment 3 enclosed**.



**Agenda 8: To approve the director's remuneration for the year 2026**

Opinion of The Board: Recommended the shareholders to consider and approve the guidelines for the director's remuneration for the year 2026 same as 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 9: To appoint the external auditors and fix the audit fee for the year 2026**

Opinion of The Board: Recommended the shareholders to consider and authorize anyone of the following persons of the EY Office Limited to be the Company's auditor for the year 2026

Name	CPA Registration No.	Experiences in Providing Audit Services to the Company	
1) Ms. Narissara Chaisuwan	4812	Year 2022 (4 Year)	and/or
2) Ms. Somjai Khunapasut	4499	Nil	and/or
3) Ms. Wanwilai Phetsang	5315	Nil	and/or
4) Ms. Sarunya Pradsri	6768	Nil	

The audit fee for the year 2026 in amount of Baht 3,790,000.- same as year 2025 as per following details:-

	Unit: Baht			
	Year 2026	Year 2025	Change	%
1. Fee for Examination of the Financial Statements for the period ending December 31	2,070,000	2,070,000	-	-
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	1,020,000	-	-
3. Fee for Review of the Risk-Based Capital (RBC) report as at June 30	180,000	180,000	-	-
4. Fee for Examination of the Risk-Based Capital (RBC) report as at December 31	520,000	520,000	-	-
5. Fee for Non-Audit Services	No	No	-	-
<b>Total</b>	<b>3,790,000</b>	<b>3,790,000</b>	<b>-</b>	<b>-</b>



**Agenda 10: 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 4**.

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 5** 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 6**. In addition, the shareholders are kindly requested to deliver the original proxy form and the specified registration documents to the Company on April 23, 2026 through the following channels:

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

In addition, the Company has posted the Notice of the 33<sup>rd</sup> Annual Ordinary General Meeting of Shareholders and the relevant documents of this meeting on the Company's website: [www.bangkokinsurance.com/investor/agm](http://www.bangkokinsurance.com/investor/agm) from April 9, 2026 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 32<sup>nd</sup> Annual Ordinary General Meeting of Shareholders  
Bangkok Insurance Public Company Limited  
(document for Agenda 1)**

The Meeting was convened on April 11, 2025 via electronic method (E-AGM). At the opening, there were 8 shareholders, 34 proxies and a total of 42 persons, holding 104,490,413 shares or 98.1407% 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 11.00 a.m.

The Company Secretary informed the meeting that Mr. Chai Sophonpanich, Chairman of the Board of Directors, was unable to attend the meeting due to other commitments. In order to comply with Section 104 of the Public Limited Companies Act and Article 43 of the Company's Articles of Association, which stipulate that the Chairman of the Board shall preside over the shareholders' meeting, and in the event that the Chairman is absent or unable to perform his duties, the Vice Chairman shall preside, and if there is no Vice Chairman or the Vice Chairman is unable to perform his duties, the shareholders present shall elect one shareholder to act as Chairman of the meeting, the Company Secretary therefore requested the meeting to propose a shareholder to act as Chairman of the meeting.

Ms. Sasamon Santisuk, a shareholder attending the meeting in person, proposed that BKI Holdings Public Company Limited, being the major shareholder, be appointed as Chairman of the meeting. Upon verification of the certificate and power of attorney of BKI Holdings Public Company Limited, it was found that Mr. Apisit Anantanarat was the authorized representative of such juristic person.

There being no other nominations proposed, the Company Secretary requested the meeting to consider approving the appointment of BKI Holdings Public Company Limited, represented by Mr. Apisit Anantanarat, as Chairman of the meeting.

**RESOLUTION:**

The Meeting, by the majority vote of the shareholders attending the Meeting and casting votes, approved the appointment of BKI Holdings Public Company Limited, represented by Mr. Apisit Anantanarat, as Chairman of the meeting.

<input checked="" type="checkbox"/> Approve	104,049,690	votes ( 99.5782 %)
<input type="checkbox"/> Disapprove	36,624	votes ( 0.0350 %)
<input type="checkbox"/> Abstain	404,099	votes ( 0.3867 %)
<input type="checkbox"/> Voided Ballot	0	votes ( 0.0000 %)

Thereafter, Mr. Apisit Anantanarat, Chairman of the meeting, declared the meeting open and assigned Mr. Anek Keereesathien, Company Secretary, to conduct the meeting and act as the recorder of the minutes.

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

There were 8 directors present in the meeting with the following names:

- |                                   |               |   |
|-----------------------------------|---------------|---|
| 1. Dr. Apisit                     | Anantanarat   | - Chairman of the meeting<br>- Director and Chief Executive Officer                                   |
| 2. VDC Col Plengsakdi Prakaspesat |               | - Independent Director<br>- Chairman of the Audit Committee   |
| 3. Mr. Singh                      | Tangtaswas    | - Independent Director<br>(Attend Meeting via electronic method)                                      |
| 4. Mr. Chor.nun                   | Petpaisit     | - Independent Director<br>- Director of the Audit Committee   |
| 5. Ms. Potjanee                   | Thanavaranit  | - Independent Director<br>- Director of the Audit Committee<br>(Attend Meeting via electronic method) |
| 6. M.R. Supadis                   | Diskul        | - Independent Director<br>(Attend Meeting via electronic method)                                      |
| 7. Mrs. Nintira                   | Sophonpanich  | - Independent Director  |
| 8. Mr. Panus                      | Thiravanitkul | - Director<br>- Director of the Corporate Governance and Sustainability Committee                     |

#### Director Absent the Meeting

- |               |              |                        |
|---------------|--------------|------------------------|
| 1. Mr. Chai   | Sophonpanich | - Chairman             |
| 2. Mr. Susumu | Tategami     | - Independent Director |
| 3. Mr. Suvarn | Thansathit   | - Independent Director |

#### 2. Management Members

There were 11 Management Members present in the meeting with the following names:

- |                |                    |  |
|----------------|--------------------|--|
| 1. Ms. Paveena | Juchuan            | - President  |
| 2. Mr. Jakkrit | Chewanuntapornchai | - Executive Vice President                                     |
| 3. Mr. Pan     | Rodloytuk          | - Senior Vice President<br>Financial Institution Business Unit |

- |                  |                |   |
|------------------|----------------|---|
| 4. Mr. Tassapong | Budsayaplakorn | - Senior Vice President<br>Personal Line Business Unit                    |
| 5. Mr. Theerayut | Kitvoraphat    | - Senior Vice President<br>Branch Network and Ventures                    |
| 6. Mr. Suphachai | Assawaraks     | - Senior Vice President<br>Accounting and Treasury Department and CFO     |
| 7. Mr. Kraiwut   | Chombhucotra   | - Senior Vice President<br>Non-Motor Claims Department                    |
| 8. Mr. Choosak   | Taveekitikun   | - Senior Vice President<br>Information Technology Department              |
| 9. Mr. Anek      | Keereesathien  | - Senior Vice President, Legal Department<br>and Company Secretary Office |
| 10. Mr. Pisit    | Kidcharoensuk  | - First Vice President, Motor Claims Department                           |
| 11. Mr. Ekamol   | Aungkavattana  | - Vice President, Investment Office                                       |

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

There were 3 representatives present in the meeting with the following names:

- |                  |                |                  |
|------------------|----------------|------------------|
| 1. Ms. Narissara | Chaisuwan      | - Partner        |
| 2. Ms. Ninnate   | Laopatarakasem | - Senior Manager |
| 3. Mr. Mathus    | Kumpholkijrat  | - Manager        |

After the introduction, Company Secretary informed that the 32<sup>nd</sup> Annual Ordinary General Meeting of Shareholders will be conducted in the form of electronic meeting (E-EGM) provided by Inventech Systems (Thailand) Company Limited which is certified the Standards for Maintenance of Security of Meetings Via Electronic Media by the Electronic Transactions Development Agency (ETDA), and informed the voting procedures as follows:

1. The company will conduct the meeting under of the Company's Articles of Association and arranged meeting agenda.
2. The Company's shareholders can download the meeting documents via the QR Code along with the invitation letter.
3. The vote count will be counted as 1 share equals 1 vote.
4. The shareholder has the right to vote to agree, disagree or abstain from voting only. Except the Custodians who can split their votes, the Company will give shareholders approximately 1 minute to vote on each agenda.

The results of the votes, the Company will deduct the votes of disagree or abstain from the total votes and the rest will be considered as affirmative votes.

For the shareholders who make a proxy for others to attend the meeting and already voted, the Company has already recorded the total votes for voting in each agenda.

The shareholders must remain on the agenda until the end of the agenda and vote on each agenda. In addition, the shareholders who leave the meeting before voting on any agenda is closed. The shareholders cannot be counted as a quorum for that agenda and their votes will not be counted for that agenda. However, the shareholders who leaving the meeting on any agenda will not deprive shareholders of their rights or a proxy to return to attend the meeting and vote on the next agenda.

Proxies who attended the meeting and left the meeting for any reason. The advance voting that the shareholder has specified in the proxy form will be canceled and the Company cannot be combined with the votes for each agenda item where voting has not yet been completed. However, the shareholders leaving the meeting will not affect the shareholders' voting on the agenda for which voting has already been closed.

5. The shareholders can ask the questions and provide opinions on issues related to that agenda by typing a message. Each question will appear in the staff system and the Company will answer your questions at the meeting.

However, the company will provide opportunities for shareholders to ask the questions and give additional opinions at the end of the meeting. In addition, the shareholders who have additional questions or a large number of questions. The Company will be answered the question in the minutes of the meeting. The shareholders can Video Conference and ask the questions at the meeting. By requesting turned on the camera and microphone. However, the Company reserves the right to cut off images and audio that are impolite or may disturb the meeting.

6. Moreover, the Company answered the questions on each agenda, the Company will inform the voting results, it will be considered that the voting on that agenda has ended.

Shareholders acknowledged the guideline 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:

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.

Thereafter, 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 31<sup>st</sup> Annual Ordinary General Meeting of Shareholders held on April 19, 2024**

The Company Secretary, proposed to the Meeting to consider and certify the minutes of the 31<sup>st</sup> Annual Ordinary General Meeting of Shareholders held on April 19, 2024, which submitted to all shareholders along with the invitation letter, details as shown in Attachment 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, by the majority vote of the shareholders attending the Meeting and casting votes, certified the minutes of the 31<sup>st</sup> Annual Ordinary General Meeting of Shareholders held on April 19, 2024.

- Approve ..... 104,489,570 ..... votes ( 99.9992 % )  
 Disapprove ..... 0 ..... votes ( 0.0000 % )  
 Abstain ..... 844 ..... votes ( 0.0008 % )  
 Voided Ballot ..... 0 ..... votes ( 0.0000 % )

In addition, during the meeting on the Agenda 1, there were 1 additional shareholders attending the meeting with 1 shareholder holding 1 share, thus making a total of 43 persons holding 104,490,414 shares attending the meeting.

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

Mr. Apisit Anantanarat, Chairman of the meeting, reported the Company's performance in year 2024 and year 2023 are as follows:

	Unit: Million Baht		
	2024	2023	Change (%)
Gross Written Premium	<u>31,736.1</u>	<u>29,915.7</u>	6.1
Profits (Losses) on Underwriting after Contributions	3,103.0	3,241.4	(4.3)
<u>Less</u> Operating Expenses	(1,190.5)	(1,130.0)	5.4
<u>Less</u> Finance Costs	(41.5)	(41.3)	0.5
Net Underwriting Profit (Loss)	1,871.0	2,070.1	(9.6)
Net Investment Income	<u>1,799.9</u>	<u>1,299.5</u>	38.5
Profits (Losses) before Income Tax Expenses	3,670.9	3,369.6	8.9
<u>Add (Less)</u> Income Tax Benefit (Expenses)	<u>(611.1)</u>	<u>(325.8)</u>	87.6
Net Profits (Losses)	<u>3,059.8</u>	<u>3,043.8</u>	0.5
Earnings (Losses) Per Share (Baht)	<u>28.74</u>	<u>28.59</u>	0.5

In 2024, the gross written premium was in amount of Baht 31,736.1 million, increased by 6.1% from year 2023, and after deducting operating expenses and financial costs, the Company net underwriting profit was in amount of Baht 1,871.0 million, decreased by 9.6% from the previous year.

The net investment income in year 2024 was in amount of Baht 1,799.9 million, increased by 38.5% from year 2023 mainly attributable to gains from the sale of securities, dividend income, interest income, and returns from investments in government bonds.

In 2024, the Company had profits before income tax expenses in amount of Baht 3,670.9 million, increased by 8.9% from the previous year and the net profit after deducting tax expenses was in amount of Baht 3,059.8 million, or Baht 28.74 per share, increased by 0.5% from year 2023.

Dr. Apisit Anantanarat then continually reported the written premium by type of products by comparing the written premium in year 2024 and year 2023 as follows:

**Unit: Million Baht**

Type of Insurance	2024	2023	Change (%)
<b>Fire</b>	1,422.5	1,406.6	1.1
<b>Marine and transportation</b>	775.4	803.6	(3.5)
<b>Motor</b>	13,170.2	12,456.4	5.7
<b>Miscellaneous</b>			
IAR	6,348.0	5,690.5	11.6
Accident	2,370.4	2,058.0	15.2
Health	1,382.0	1,371.7	0.8
Engineering	880.3	969.2	(9.2)
Liability	988.8	904.0	9.4
Aviation	1,052.3	1,074.3	(2.0)
Others	1,020.4	902.5	13.1
<b><u>Total/ Direct Premium</u></b>	<b><u>29,410.3</u></b>	<b><u>27,637.8</u></b>	<b><u>6.4</u></b>
Facultative Reinsurance (FAC)	1,092.5	1,208.2	(9.6)
Domestic Treaty Reinsurance (TREATY)	105	135.8	(22.7)
Overseas Treaty Reinsurance (TREATY)	1,128.3	934.9	20.7
<b><u>Gross Written Premium</u></b>	<b><u>31,736.1</u></b>	<b><u>29,915.7</u></b>	<b><u>6.1</u></b>

In 2024, the fire insurance premium was in amount of Baht 1,422.5 million, increased by 1.1% from the previous year, marine and transportation insurance premiums in the amount of THB 775.4 million, decreasing from the year 2023 by 3.5 percent; and motor insurance premiums in the amount of THB 13,170.2 million, increasing from the year 2023 by 5.7 percent, higher than the market average, with the key reason being that driving behavior returned to normal conditions.

The Miscellaneous insurance premiums amounted to THB 14,042.2 million, increasing from the year 2023 by 8.3 percent, with the key item that grew the most being personal accident insurance premiums, followed by insurance premiums for Industrial All Risks (IAR). However, for engineering insurance premiums, which mainly came from underwriting government construction projects, the proportion decreased due to delays in the formation of the government in the past period.

Therefore, the Company had direct premium in the amount of Baht 29,410.3 million, increased by 6.4% and combined with reinsurance premium in the amount of Baht 2,325.8 million. The Company's gross written premium was in amount of Baht 31,736.1 million, increased by 6.1% from year 2023, which was higher than the average of the non-life insurance industry that expanded at the rate of 0.5 percent.

Thereafter, Mr. Apisit reported underwriting profit classified by type of underwriting for the year 2024 compared with the year 2023 as follows:

	<b>Unit: Million Baht</b>		
	<b>2024</b>	<b>2023</b>	<b>Change (%)</b>
Gross Written Premium	31,736.1	29,915.7	6.1
Net Underwriting Profit			
Fire	451.0	448.3	0.6
Hull	12.8	10.6	20.8
Cargo	140.8	105.4	33.6
Motor	1,191.1	1,281.5	(6.4)
Miscellaneous	1,299.3	1,395.6	(6.9)
<b>Total</b>	<b><u>3,103.0</u></b>	<b><u>3,241.4</u></b>	<b><u>(4.3)</u></b>
<u>Less:</u> Operating Expenses	(1,190.5)	(1,130.0)	5.4
<u>Less:</u> Financial Costs	(41.5)	(41.3)	0.5
<b>Total Net Underwriting Profit</b>	<b><u>1,871.0</u></b>	<b><u>2,070.1</u></b>	<b><u>(9.6)</u></b>

In the year 2024, the Company recorded underwriting profit from fire insurance in the amount of THB 451.0 million, increasing from the year 2023 by 0.6 percent; underwriting profit from hull insurance in the amount of THB 12.8 million, increasing from the year 2023 by 20.8 percent; and underwriting profit from cargo transportation insurance in the amount of THB 140.8 million, increasing from the year 2023 by 33.6 percent.

However, underwriting profit from motor insurance in the amount of THB 1,191.1 million decreased from the year 2023 by 6.4 percent, and underwriting profit from miscellaneous insurance in the amount of THB 1,299.3 million decreased from the year 2023 by 6.9 percent. The key reason was damage to cars, shops, hotels, and industrial factories affected by natural disasters from flooding events in the northern and southern regions in the year 2024, with a damage value affecting the Company of approximately THB 158 million. However, the Company entered into reinsurance contracts for excess loss, resulting in the Company recognizing flood losses of approximately THB 70 million.

Therefore, in the year 2024, the Company's net underwriting profit was THB 1,871.0 million, decreasing from the year 2023 by 9.6 percent.

Thereafter, shareholders were given an opportunity to ask questions regarding the Company's operating results for the year 2024.

Mr. Piyapong Prasatthong and Mr. Aekkat Erbprasartsuk, shareholders attending in person, asked that from the earthquake event in the Republic of the Union of Myanmar with a magnitude of 8.2 on March 28, 2025, which caused many areas in Thailand to feel the tremors, especially in Bangkok where many high-rise buildings were damaged, particularly the new State Audit Office building under construction that collapsed, they therefore wished to know to what extent the Company underwrote the said construction project, and for customers who had home insurance policies with the Company, how they would be affected, and what the Company's estimated total claims from the earthquake event would be.

Mr. Apisit explained that the construction project of the new State Audit Office building had insurance with a group of four co-insurers, with the Company underwriting only 25 percent, representing an amount of approximately THB 275 million out of the total sum insured for the project of approximately THB 2,200 million. In addition, the policy conditions specified that the contractor group as the insured would be responsible for the first portion of loss at 20 percent, resulting in the Company recognizing losses from such project of approximately THB 220 million. When combined with losses from other policies, particularly office buildings, hotels, hospitals, and condominiums, the Company estimated the maximum loss at approximately THB 2,450 million. However, the Company had arranged Excess of Loss (XOL) reinsurance for catastrophe or disaster losses as well. Therefore, the actual loss that the Company would have to recognize in its operating results would be approximately 100 baht, and the excess of approximately THB 2,350 million could be claimed from the reinsurers under the reinsurance contracts.

Therefore, the Company confirmed that even though claims would be paid in this case, Bangkok Insurance Public Company Limited remained financially stable and was not affected in its financial position and operations in any way.

Mr. Jirayu Jirayuwattanakul, a shareholder attending in person, asked that from the earthquake event which caused damage to houses or buildings, some of the visible damage traces might be old and difficult to verify; therefore, when the insured claimed compensation, would it cause moral hazard or not.

Mr. Apisit explained that for damage traces, especially in condominiums or high-rise buildings, initially residents must take photographs of the damage traces and send them to the Company for officers to assess the damage and consider compensation. Some traces might have existed before, therefore it would be necessary to conduct on-site inspections by survey experts to ensure the highest accuracy.

Moreover, Dr. Apisit Anantanarat 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 Company received continuous renewal certification as a membership of the Thai Private Sector Collective Action Coalition Against Corruption (CAC) for the third consecutive time on September 30, 2024, with the certification valid for three years until September 30, 2027.

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 2024.

**Agenda 3: To approve the Company's Statements 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 Company Secretary proposed to the Meeting to approve the Company's Statements of Financial Position and Statement of Comprehensive Income as at December 31, 2024 as approved by Certified Public Accountant and Audit Committee. The financial statements are disclosed in pages 190-269 of the Annual Report 2024.

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

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

**RESOLUTION:**

The Meeting, unanimously, approved the Company's Statements of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2024.

<input checked="" type="checkbox"/>	Approve	104,490,414	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 3, there was no additional shareholder attending the meeting.

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

The Company Secretary proposed to the Meeting that in 2024, the Company posted a net profits after tax expenses of Baht 3,059.7 million and items not to be recognized in profit or loss in subsequent periods of Baht 74.6 million included the unappropriated retained earnings brought forward of Baht 3,267.0 million the total unappropriated retained earnings is amounted to Baht 6,252.1 million

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 26.25 per share for year 2024 allocated from net profit in a total amount of Baht 2,794.8 million The Board of Directors had agreed and already made the quarterly interim dividend payments totally of Baht 21.25 per share so the final dividend payment of Baht 5.00 per share is payable. The details of the net profit allocation are as follows:

The Book Closing Date for the rights to attend the 32<sup>nd</sup> Annual Ordinary General Meeting of Shareholders and to receive the cash dividend will be on March 21, 2025. The final dividend payment of the year 2024 will be made on May 2, 2025.

The Meeting was opened for any queries or comments regarding the allocation of net profit for cash dividend payment for the year 2024. 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 2024 dividend payment as proposed.

<input checked="" type="checkbox"/>	Approve	104,490,414	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 3, there was no additional shareholder attending the meeting.

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

The Company Secretary 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 2025, the four directors who are due to retirement by rotation 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 Anantanatarat - Director and Chief Executive Officer

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) Mr. Chor.nun Petpaisit (2) Mr. Singh Tangtaswas and (3) M.R. Supadis Diskul who have demonstrated themselves and independently expressed their opinion according to relevant rules and regulations. Additionally, for another director, Mr. Apisit Anantanatarat 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. 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. Chor.nun Petpaisit - Independent Director and  
- Director of the Audit Committee (re-elected)

During the meeting on this agenda, there was no additional shareholder attending the meeting, thus making a total of 43 persons holding 104,490,414 shares attending the meeting. The vote results as follow:

<input checked="" type="checkbox"/>	Approve	104,453,790	votes ( 99.9649 %)
<input type="checkbox"/>	Disapprove	0	votes ( 0.0000 %)
<input type="checkbox"/>	Abstain	36,624	votes ( 0.0350 %)
<input type="checkbox"/>	Voided ballot	0	votes ( 0.0000 %)

2. Mr. Singh Tangtaswas - Independent Director (re-elected)

During the meeting on this agenda, there was no additional shareholder attending the meeting, thus making a total of 43 persons holding 104,490,414 shares attending the meeting. The vote results as follow:

<input checked="" type="checkbox"/>	Approve	104,453,790	votes ( 99.9649 %)
<input type="checkbox"/>	Disapprove	0	votes ( 0.0000 %)
<input type="checkbox"/>	Abstain	36,624	votes ( 0.0350 %)
<input type="checkbox"/>	Voided ballot	0	votes ( 0.0000 %)

3. M.R. Supadis Diskul - Independent Director (re-elected)

During the meeting on this agenda, there was no additional shareholder attending the meeting, thus making a total of 43 persons holding 104,490,414 shares attending the meeting. The vote results as follow:

<input checked="" type="checkbox"/>	Approve	104,453,790	votes ( 99.9649 %)
<input type="checkbox"/>	Disapprove	0	votes ( 0.0000 %)
<input type="checkbox"/>	Abstain	36,624	votes ( 0.0350 %)
<input type="checkbox"/>	Voided ballot	0	votes ( 0.0000 %)

4. Mr. Apisit Anantanarat - Director and Chief Executive Officer (re-elected)

During the meeting on this agenda, there was no additional shareholder attending the meeting, thus making a total of 43 persons holding 104,490,414 shares attending the meeting. The vote results as follow:

<input checked="" type="checkbox"/>	Approve	104,453,790	votes ( 99.9649 %)
<input type="checkbox"/>	Disapprove	0	votes ( 0.0000 %)
<input type="checkbox"/>	Abstain	36,624	votes ( 0.0350 %)
<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. Chor.nun | Petpaisit     | - Independent Director and<br>- 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                          |

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

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

### **Agenda 6: To approve the Director's remuneration for the year 2025**

Company Secretary reported to the Meeting that at the 31<sup>st</sup> Annual Ordinary General Meeting of Shareholders held on April 19, 2024, the shareholders had approved the directors' remuneration for the year 2024 which an amount not exceeding Baht 18,000,000.- without any remuneration or other benefits.

For the year 2025, The Board of Directors has considered 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 BKL 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.

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 2025.

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 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.

<input checked="" type="checkbox"/>	Approve	104,453,790	votes ( 99.9649 %)
<input type="checkbox"/>	Disapprove	0	votes ( 0.0000 %)
<input type="checkbox"/>	Abstain	36,624	votes ( 0.0350 %)
<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.

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

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 31<sup>st</sup> Annual Ordinary General Meeting of shareholders as the Company's auditor for the year 2024 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 2025 in an amount of Baht 3,790,000.- increased from the year 2024 in an amount of Baht 870,000.- 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	-	-
<b>Total</b>	<b>3,790,000</b>	<b>2,920,000</b>	<b>870,000</b>	<b>29.8</b>

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 2024 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 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:

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. Sarunya Pradsri CPA Registration No.6768

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 2025. 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 2025 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. Sarunya   | Pradsri   | CPA Registration No.6768        |

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 2025 in a total amount of Baht 3,790,000.-

The vote results of the Agenda 7 are as follows:

- |   |            |                    |
|---|------------|--------------------|
| <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 was no additional shareholder attending the meeting.

### **Agenda 8: To appoint BKI Holdings Public Company Limited, represented by Mr. Apisit Anantanarat, to act as the Chairman of the Meeting**

Company Secretary reported to the Meeting for Agenda Item 8 the meeting had already passed a resolution approved this matter prior to the commencement of the meeting, by a majority vote, to appoint BKI Holdings Public Company Limited, represented by Mr. Apisit Anantanarat, to act as the Chairman of the Meeting.

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

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

Since there were no other matters, the Chairman informed to the Meeting that all agendas proposed to the 32<sup>nd</sup> Annual Ordinary General Meeting of Shareholders were completed and opened the floor for general questions.

There was no other question. The Chairman then declared the Meeting closed and thanked all shareholders for attending the Meeting.

In conclusion, there were 9 shareholders and 34 proxies or a total of 43 persons, with 104,490,414 shares which represented 98.1407% of the total issued and fully paid shares (106,470,000 shares).

The meeting adjourned at 12.15 p.m.

Mr. Apisit Anantanatarat  
Chairman of the Meeting

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) VDC Col Plengsakdi Prakaspesat | Independent Director and<br>Chairman of the Audit Committee |
| (2) Mr. Suvarn Thansathit          | Independent Director  |
| (3) Mr. Panus Thiravanitkul        | Director  |

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

## Profile of Nominated Director for Re-Election

(document for Agenda 5)



### VDC Col Plengsakdi Prakaspesat

<b>Address</b>	442 Phasukkasem Village 4/1, Soi Pattanakarn 63, Kwang Pravet, Pravet District, Bangkok 10250		
<b>Date of Birth</b>	November 18, 1942	<b>Age</b>	83
<b>Nationality</b>	Thai	<b>Status</b>	Married
<b>Occupation/Position</b>	Senior Advisor, Thai Central Chemical Public Co., Ltd.		
<b>Place of Work</b>	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
- Hot Issue for Director “The Evolving Role of Audit Committee in Fostering Trust and Transparency” Class 3/2025

### Position/Experience in Listed Companies

- 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)  
Independent Director, BKI Holding Public Co., Ltd.

- September 11, 2023 – Present

### Position/Experience in Non-Listed Companies

- November 16, 2005 – Present

Chairman of the Audit Committee,  
Bangkok Insurance Public Co., Ltd.

(Bangkok Insurance Public Company Limited  
was delisted from the Stock Exchange of  
Thailand on June 18, 2024)

- April 7, 1999 – Present

Independent Director,  
Bangkok Insurance 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.

- 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.

- 1980 – 2001

Vice Chairman, United Flour Mill Public Co., Ltd.

- 2010 – 2019

Member Experts of Fertilizer Committee,  
The Ministry of Agriculture and Cooperatives

- 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.

- 1997 – 2005

Corporate Chairman, MC. Industrial Chemical  
Co., Ltd.

- 1987 – 2015 Qualified Committee, Assumption University
- 1984 – 2006 Honorary Chairman, Asia Pacific Potash Corporation Ltd.
- 1978 – November 2018 Independent Director and Member of the Audit Committee, Industrial and Commercial Bank of China (Thai) Public Co., Ltd.

**Profile related to Bangkok Insurance Public Company Limited**

**\* Position**

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

**\* Number of years holding a director’s position in BKI** - 27 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>		
2023	5	5
2024	7	7
2025	7	7
- <u>Audit Committee’s Meeting</u>		
2023	6	6
2024	5	5
2025	5	5
- <u>Meeting with the Company’s External Auditor</u>		
2023	2	2
2024	2	2
2025	1	1
- <u>Annual Ordinary General Meeting of Shareholders</u>		
No. 30 (year 2023)	1	1
No. 31 (year 2024)	1	1
No. 32 (year 2025)	1	1

## Profile of Nominated Director for Re-Election

(document for Agenda 5)



**Mr. Suvarn Thansathit**

**Address** 55/38 Muang Thong Thani 5 Village Soi 5  
Ban Mai Sub-District, Pak Kret District, Nonthaburi 11120

**Date of Birth** May 1, 1944 **Age** 81

**Nationality** Thai **Status** Married

**Occupation/Position** Independent Director

**Place of Work** Bangkok Insurance Public Co., Ltd.  
25 Sathon Tai Road, Thung Maha Mek, Sathon, Bangkok 10120

### **Educational Background/Training Courses**

- M.Sc. in Commerce, University of Santo Tomas, the Philippines
- B.B.A. Management, University of the East, the Philippines
- The Joint State – Private Sector Class 355, The National Defence College of Thailand

### **Thai Institute of Directors Association (IOD) Training Courses**

- Director Certification Program (DCP) Class 63/2005

### **Position/Experience in Listed Companies**

- 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)
- September 11, 2023 – Present Independent Director, BKI Holding Public Co., Ltd.
- 2002 – Present Independent Director and Chairman of the Audit Committee, Lalin Property Public Company Limited

- 2007 – December 31,2024 Member, Board of Executive Directors, Bangkok Bank Public Company Limited
- October 2006 – December 31,2024 Director and Senior Executive Vice President, Bangkok Bank Public Company Limited
- 2004 – April 2019 Member, Risk Management Committee, Bangkok Bank Public Company Limited
- 1996 – 2006 Senior Executive Vice President, Bangkok Bank Public Company Limited
- 1990 – 1996 Executive Vice President, Bangkok Bank Public Company Limited
- 1978 – 1990 Executive Officer, Bangkok Bank Public Company Limited

**Position/Experience in Non-Listed Companies**

- April 26, 2005 – Present Independent Director, Bangkok Insurance Public Company Limited  
(Bangkok Insurance Public Company Limited was delisted from the Stock Exchange of Thailand on June 18, 2024)
- November 16, 2005 – June 17, 2024 Director of the Remuneration and Nomination Committee, Bangkok Insurance Public Company Limited
- July 23, 2020 – December 31,2024 Director, Clinixir Co., Ltd.
- 2016 – December 31,2024 Chairman, Bualuang Ventures Limited
- 2006 – December 31,2024 Chairman, Sinnsuptawee Asset Management Co., Ltd.

**Profile related to Bangkok Insurance Public Company Limited**

**\* Position**

- Director - Independent Director (Reappointed on April 21, 2023)
- Executive - None –

**\* Number of years holding a director’s position in BKI** - 21 years (from April 26, 2005 - present)

**\* BKI Shareholding** - None –

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

**\* Meeting Attendance**

<b>Meeting / Year</b>	<b>No. of Attendance (times)</b>	<b>No. of Invitation (times)</b>
- <u>Board of Directors' Meeting</u>		
2023	5	5
2024	7	7
2025	7	7
- <u>Annual Ordinary General Meeting of Shareholders</u>		
No.30 (year 2023)	1	1
No.31 (year 2024)	1	1
No.32 (year 2025)	1	1

## Profile of Nominated Director for Re-election

(document for Agenda 5)



**Mr. Panus Thiravanitkul**

<b>Address</b>	234/519 Nantawan – Srinakarin, Moo 6, Bang Mueang, Samut Prakarn, Samut Prakarn, 10270		
<b>Date of Birth</b>	July 1, 1952	<b>Age</b>	73
<b>Nationality</b>	Thai	<b>Status</b>	Married
<b>Occupation/Position</b>	Director		
<b>Place of Work</b>	Bangkok Insurance Public Co., Ltd. 25 Sathon Tai Road, Thung Maha Mek, Sathon, Bangkok 10120		

### **Educational Background/Training Courses**

- MBA, Chulalongkorn University
- B.Sc. (Economics), Thammasat University
- Advanced Course in General (Non-Life) Insurance, Swiss Insurance Training Centre, Switzerland
- Marine Consequential Loss Insurance, Germany
- Insurance School of Japan

### **Thai Institute of Directors Association (IOD) Training Courses**

- Director Certification Program (DCP) Class 129/2010

### **Position/Experience in Listed Companies**

- September 22, 2023 – Present      Director of the Corporate Governance and Sustainability Committee, BKI Holding Public Co., Ltd. (BKI Holdings Public Company Limited was listed on the Stock Exchange of Thailand on June 18, 2024)
- September 11, 2023 – Present      Director, BKI Holding Public Co., Ltd.

- December 15, 2017 – August 11, 2020 Independent Director,  
Bangkok Life Assurance Public Co., Ltd.
- April 26, 2016 - August 11, 2020 Director and Member of the Nominating and Remuneration  
Committee, Bangkok Life Assurance Public Co., Ltd.

#### **Position/Experience in Non-Listed Companies**

- April 22, 2011 – Present Director, Bangkok Insurance Public Co., Ltd.  
(Bangkok Insurance Public Company Limited was delisted from the Stock Exchange of Thailand on June 18, 2024)
- February 25, 2011 – June 17, 2024 Corporate Governance and Sustainability Committee  
Member, Bangkok Insurance Public Co., Ltd.
- January 1, 2019 - December 31, 2022 Advisor, Bangkok Insurance Public Co., Ltd.
- January 1, 2016 - December 31, 2018 Director and Chief Executive Officer,  
Bangkok Insurance Public Co., Ltd.
- 2011 – 2015 Director and President, Bangkok Insurance Public Co., Ltd.
- 2010 – 2015 President, Bangkok Insurance Public Co., Ltd.
- 2007 – 2009 Executive Vice President, Bangkok Insurance Public  
Co., Ltd.
- 2001 – 2007 Senior Vice President, Operations Department,  
Bangkok Insurance Public Co., Ltd.
- 2000 – 2001 General Manager, Marine Insurance Department,  
Bangkok Insurance Public Co., Ltd.
- 1993 – 2000 Assistant General Manager, Marine Insurance  
Department, Bangkok Insurance Public Co., Ltd.
- December 18, 2018 - Present Chairman, Bangkok Insurance (Lao) Company Limited
- February 9, 2015 - Present Director, Bangkok Insurance (Lao) Company Limited
- 1994 - 1996, 1999 – 2000 Vice Chairman, Marine and Transport Insurance  
Sub – committee, The Thai General Insurance  
Association

#### **Profile related to Bangkok Insurance Public Company Limited**

##### **\* Position**

- Director - Independent Director (Reappointed on April 21, 2023)
- Executive - None –

\* **Number of years holding a director's position in BKI** - 15 years (from April 22, 2011 - present)

\* **BKI Shareholding** - None

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

\* **Meeting Attendance**

<b>Meeting / Year</b>	<b>No. of Attendance (times)</b>	<b>No. of Invitation (times)</b>
- <u>Board of Directors' Meeting</u>		
2023	5	5
2024	7	7
2025	7	7
- <u>Annual Ordinary General Meeting of Shareholders</u>		
No.30 (year 2023)	1	1
No.31 (year 2024)	1	1
No.32 (year 2025)	1	1

**Profile of Nominated Directors for appointment of new directors  
(document for Agenda 6)**

The Board of Directors, excluding directors who might have conflict of interests, proposes to shareholders for approval the appointment of three additional individuals to the company's directors due to being fully qualified and not possessing any of the prohibitive characteristics prescribed by law. Their names are as follows:

- (1) Mr. Chawan    Sophonpanich
- (2) Miss Lasa     Sophonpanich
- (3) Miss Paveena   Juchuan

The profile of those nominated directors for appointment of new directors are the following:

## Profile of Nominated Directors for appointment of new directors

(document for Agenda 5)



**Mr. Chawan Sophonpanich**

**Address** 61 Soi Sukhumvit 19 (Wattana) Khlong toei nuea Sub-District,  
Wattana District, Bangkok 10110

**Date of Birth** November 1, 1976 **Age** 49

**Nationality** Thai **Status** Single

**Occupation/Position** Chief Operating Officer

**Place of Work** Bangkok Insurance Public Co., Ltd.  
25 Sathon Tai Road, Thung Maha Mek, Sathon, Bangkok 10120

### **Educational Background/Training Courses**

- B.A. (Economics), University of Rochester, U.S.A.
- Risk and Insurance Certificate, St.John's University, U.S.A.
- Business Interruption/Contingent BI, Scor Re, France
- Lloydis Asia Underwriters & Broker Forum, Singapore College of Insurance (SCI), Singapore
- Customer Management Asia, Marcus, Malaysia
- AIOI Insurance Seminar, AIOI Insurance, Japan
- The 2004 Mitsui Sumitomo Re, Sumitomo, Japan

### **Thai Institute of Directors Association (IOD) Training Courses**

- None

### Position/Experience in Listed Companies

- January 2026 – Present Chief Operating Officer, Human Resources and Organizational Management Department, BKI Holdings Public Co., Ltd.
- September 22, 2023 – December 31, 2025 Executive Vice President, Human Resources and Organizational Management Department, BKI Holdings Public Co., Ltd.

### Position/Experience in Non-Listed Companies

#### Bangkok Insurance Public Co., Ltd.

- January 2025 - Present Chief Operating Officer
- January 2025 - Present Senior Vice President, Motor Claims Department
- January 2025 - Present Senior Vice President, Building Management Office
- July 1, 2023 - Present Senior Vice President, Quality Control Center
- May 1, 2022 - Present Senior Vice President, Policy Processing Service Division
- May 1, 2022 - Present Senior Vice President, Customer Service Division
- January 28, 2020 - Present Senior Vice President, Human Resources Department
- January 22, 2020 - Present Senior Vice President, Corporate Branding Office
- January 22, 2020 - December 2024 Executive Vice President
- March 1, 2022 - August 31, 2022 Senior Vice President, Personal Lines Business Unit (Acting)
- February 2019 - January 21, 2020 Senior Vice President, Office of Chairman
- January 2016 - January 2019 Senior Vice President, Personal Lines Business Unit
- March 2014 - 2015 Vice President, Office of President
- 2012 - March 2014 Vice President, Personal Lines Business Unit

### Profile related to Bangkok Insurance Public Company Limited

#### \* Position

- Director - None -
- Executive - Chief Operating Officer

#### \* BKI Shareholding

- None –

#### \* Legal Dispute

- No legal dispute during the past 5 years

## Profile of Nominated Directors for appointment of new directors

(document for Agenda 5)



**Miss Lasa Sophonpanich**

<b>Address</b>	61 Soi Sukhumvit 19 (Wattana) Khlong toei nuea Sub-District, Wattana District, Bangkok 10110		
<b>Date of Birth</b>	March 19, 1981	<b>Age</b>	45
<b>Nationality</b>	Thai	<b>Status</b>	Married
<b>Occupation/Position</b>	President		
<b>Place of Work</b>	Bangkok Insurance Public Co., Ltd. 25 Sathon Tai Road, Thung Maha Mek, Sathon, Bangkok 10120		

### **Educational Background/Training Courses**

- Master's Degree in International Affairs, Columbia University, U.S.A.
- Bachelor's Degree in International Relations & Chinese, Wellesley College, U.S.A.
- Certificate in Insurance, the Chartered Insurance Institute (CII)
- Thailand Reinsurance Conference (TRC)
- Advanced Reinsurance Workshop - Munich Reinsurance Company, Germany
- Business Interruption/Contingent BI, Scor Re, France
- P & C Reinsurance, France
- Munich Reinsurance Company - DART, Singapore
- Reinsurance Seminar of the TOA, Japan

### **Thai Institute of Directors Association (IOD) Training Courses**

- None

### Position/Experience in Listed Companies

- January 2026 – Present President, Business Strategy Department, BKI Holdings Public Co., Ltd.
- September 22, 2023 – December 31, 2025 Executive Vice President, Business Strategy Department, BKI Holdings Public Co., Ltd.

### Position/Experience in Non-Listed Companies

#### Bangkok Insurance Public Co., Ltd.

- January 2026 - Present Senior Vice President, Corporate Compliance Management Office
- January 2026 - Present Senior Vice President, Corporate Information Division
- January 2026 - Present Senior Vice President, Corporate Actuarial Division
- January 2025 - Present President
- January 2025 - Present Senior Vice President, Corporate Investment Office
- January 2023 - Present Senior Vice President, Treaty Management Department
- 2017 - Present Senior Vice President, Broker Business Unit
- January 1, 2023 - Dec 2024 Executive Vice President
- 2016 Vice President, Broker Business Unit
- July 2014 - 2015 Assistant Vice President, Treaty Operations Office
- April 2012 - June 2014 Assistant Vice President, Broker Business Unit

#### Others

- June 16, 2025 – Present Director, Bangkok Insurance (Cambodia) Plc.
- February 26, 2020 - December 31, 2022 Chairman and Chairman of Investment Committee, Aioi Bangkok Insurance Public Co., Ltd.

### Profile related to Bangkok Insurance Public Company Limited

#### \* Position

- Director - None -
- Executive - President

#### \* BKI Shareholding

- None –

#### \* Legal Dispute

- No legal dispute during the past 5 years

## Profile of Nominated Directors for appointment of new directors

(document for Agenda 5)



**Miss Paveena Juchuan**

**Address** 19/8 Moo 5 Soi Sang Chim Bang Kruai - Sai Noi Road  
Bang Kruai Sub-District, Bang Kruai District, Nonthaburi 11130

**Date of Birth** July 3, 1969 **Age** 56

**Nationality** Thai **Status** Married

**Occupation/Position** President

**Place of Work** Bangkok Insurance Public Co., Ltd.  
25 Sathon Tai Road, Thung Maha Mek, Sathon, Bangkok 10120

### **Educational Background/Training Courses**

- Master of Science in Insurance and Risk Management Bayes Business School (Formerly Cass), City University of London, UK
- B.B.A. (Insurance), Assumption University
- Advanced Diploma in Insurance (ACII), the Chartered Insurance Institute (CII)
- TransRe International Management Program: Partnership for Success, New York, U.S.A.
- Mini M.B.A., Center for Business Innovation, NIDA Business School
- Comprehensive technical Programme in General Insurance - National Insurance Academy, Pune, India

### **Thai Institute of Directors Association (IOD) Training Courses**

- Director Certification Program (DCP) Class 63/2005

### Position/Experience in Listed Companies

- January 2026 – Present President, Technology and Innovation Development Department, BKI Holdings Public Co., Ltd.
- September 22, 2023 – December 31, 2025 Executive Vice President, Technology and Innovation Development Department, BKI Holdings Public Co., Ltd.

### Position/Experience in Non-Listed Companies

#### Bangkok Insurance Public Co., Ltd.

- January 2026 – Present Senior Vice President, Agent Business Unit
- January 2026 – Present Senior Vice President, Oversea Ventures Office
- January 2025 - Present President
- January 2025 - Present Senior Vice President, Product Design & Development Division
- January 1, 2024 - Present Senior Vice President, Corporate Risk Management Division
- 2016 - Present Senior Vice President, Commercial Lines Business Unit
- January 2019 - December 2024 Executive Vice President
- November 2013 - 2015 First Vice President, Commercial Lines Business Unit
- October 2010 - October 2013 Vice President, Special Risk Business Unit

### Profile related to Bangkok Insurance Public Company Limited

#### \* Position

- Director - None -
- Executive - Chief Operating Officer

#### \* BKI Shareholding

- None –

#### \* Legal Dispute

- No legal dispute during the past 5 years

### **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://app.inventech.co.th/BKI413190R/#/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 April 17, 2026 at 8:30 a.m. and shall be closed on April 24, 2026 Until the end of the meeting.

3. The electronic conference system will be available on April, 24 2026 at 10:00 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 April 23, 2026 through the following channels:

Bangkok Insurance Public Company Limited

Company Secretary Office 5<sup>th</sup> 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: 02-460-9226

Line: @inventechconnect

The system available during 17-24 April 2026 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

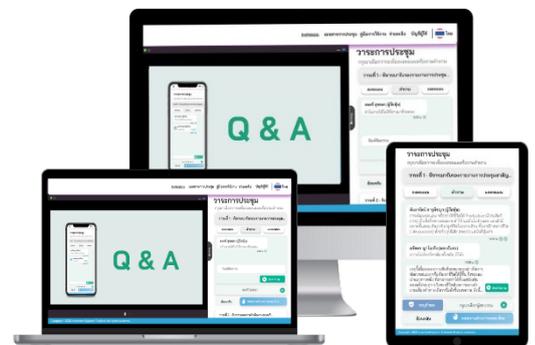
Type the question then click "Send"

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

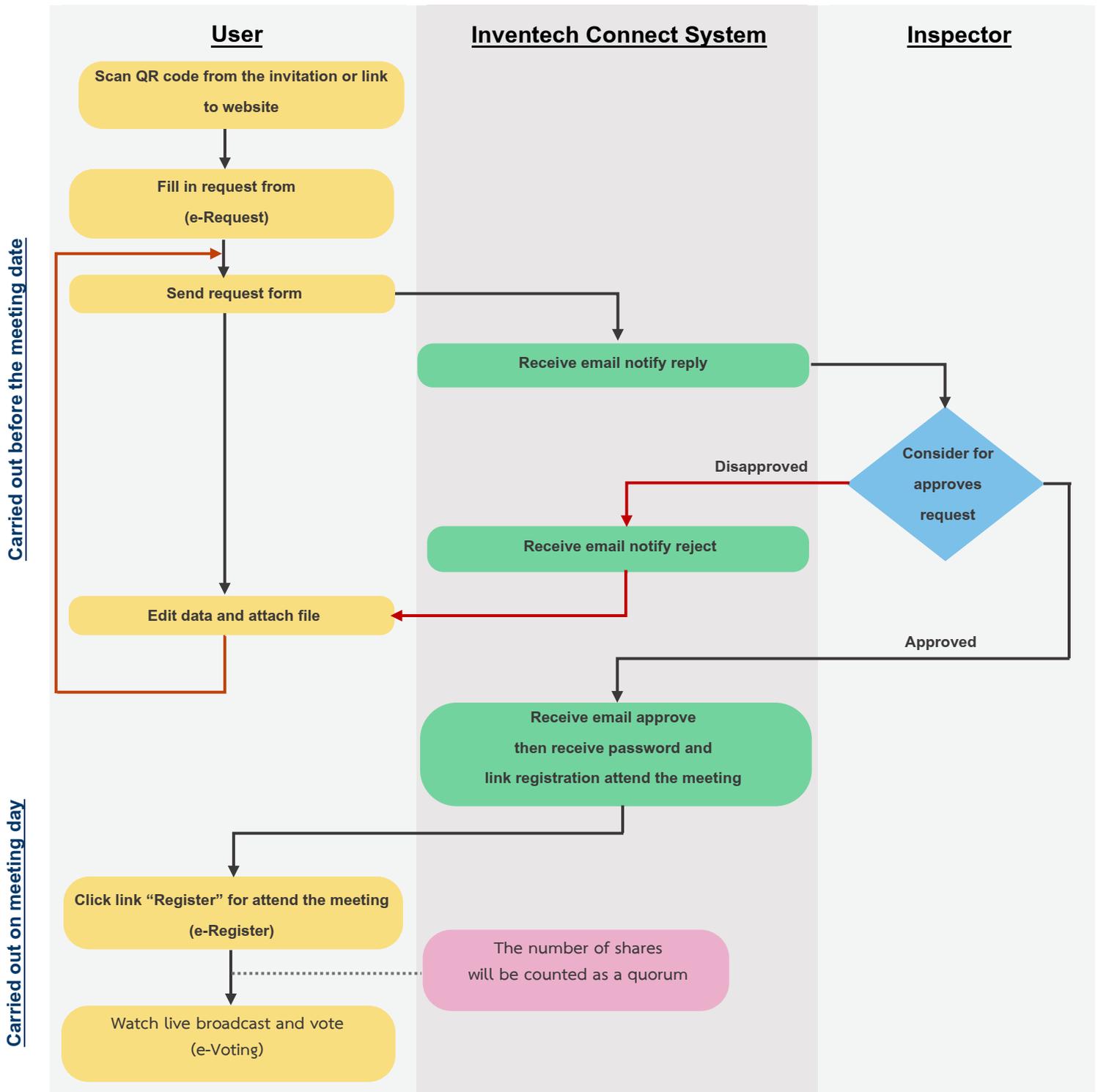
- High-Definition Video: Must have internet speed at 2.5 Mbps (Speed internet that recommend).
- High Quality Video: Must have internet speed at 1.0 Mbps.
- Standard Quality Video: Must have internet speed at 0.5 Mbps.

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**



**Ms. Potjaneer Thanavaranit**

**Address** 178/1 Soi Phaholyothinbangkok 30, Phaholyothin Road,  
Kwang Chankasem, Chatujak District, Bangkok 10900

**Date of Birth** September 13, 1946      **Age** 79

**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)

- Seminar "Preventing, deterring, and suppressing inappropriate behavior in listed companies: Things you need to know about the internal control system for supervision
- SET Sustainability Forum 1/2025: Strengthening Market Confidence Through Audit Excellence

#### **Thai Institute of Directors Association (IOD) Training Courses**

- Boardroom Excellence: "A Key to Corporate Excellence" 2025
- Hot Issues for Directors: "The Evolving Role of AC in Fostering Trust and Transparency" Class 1/2025
- Director's Briefing 4/2025: "ESG Risks Mitigation, what directors need to know Before risks become a turning point for the organization."
- 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
- IT Governance Program (ITG) Class 2/2016
- Director Certification Program Update (DCPU) Class 1/2014
- Anti – Corruption for Executive Program (ACEP) Class 7/2013
- Advanced Audit Committee Program (AACP) Class 10/2013
- Financial Institutions Governance Program (FGP) Class 2/2011
- Audit Committee Program (ACP) Class 32/2010
- Role of the Compensation Committee Program (RCC) Class 4/2007
- Role of the Chairman Program (RCP) Class 13/2006
- Director Certification Program (DCP) Class 17/2002

#### **Position/Experience in Listed Companies**

- 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)
- September 11, 2023 – Present      Independent Director, BKI Holding Public Co., Ltd.
- 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, Berli Jucker Public Co., Ltd.
- July 7, 2020 - Present      Independent Director and Chairman of the Audit Committee, Thai Reinsurance Public Co., Ltd.
- April 2014 - July 2020      Independent Director and Audit Committee Member, Thai Reinsurance Public Co., Ltd.

- June 2012 – April 2014	Director of the Remuneration and Nominating Committee, Thai Reinsurance Public Co., Ltd.
- Present	Independent Director and Chairman of the Board (Independent Director), Audit Committee Member and Chairman of the Compensation & Nominating Committee, Univentures Public Co., Ltd.
- April 2016 – November 2017	Independent Director and Chairman of the Audit Committee, Big C Supercenter Public Co., Ltd.
- 2014 - November 18, 2023	Chairman of the Remuneration Committee, Chairman of the Good Governance Committee, OISHI Group Public Co., Ltd.
- 2009 - November 18, 2023	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.

#### **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)
- January 31, 2018 – Present	Independent Director, Thai Beverage Public Co., Ltd., listed in Singapore Exchange (SGX)
- February 1, 2019 – November 25, 2021	Director of the Audit Committee, Thai Beverage Public Co., Ltd., listed in Singapore Exchange (SGX)
- 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, The Thai Institute of Directors Association (IOD)
- March 24, 2017 – August 2020	Qualified Member of the Committee, The Thai Investors Association
- 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 Adviser, 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**

- 19 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>		
2023	5	5
2024	7	7
2025	7	7
- <u>Audit Committee's Meeting</u>		
2023	6	6
2024	5	5
2025	5	5
- <u>Meeting with the Company's External Auditor</u>		
2023	2	2
2024	2	2
2025	1	1
- <u>Annual Ordinary General Meeting of Shareholders</u>		
No. 30 (year 2023)	1	1
No. 31 (year 2024)	1	1
No. 32 (year 2025)	1	1

**Conflicts of Interest in this AGM No.33:**

- Conflict of interest in this meeting: Agenda 8 - To approve the director's remuneration for the year 2026
- Conflict of interest in this meeting comparing to other directors: 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

- [ ] Mr. Chai Sophonpanich, Chairman
Age 82, Residing at 61 Soi Sukhumvit 19, Klongtoey Nua, Wattana, Bangkok 10110 or
[ ] Ms. Potjane Thanavaranit, Independent Director and Director of the Audit Committee
Age 79, Residing at 178/1 Soi Phaholyothinbangkok 30, Phaholyothin Road,Kwang Chankasem, Chatujak District, Bangkok 10900

As my/our proxy to attend and vote in the 33rd Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) at 11.00 a.m. on Friday, April 24, 2026. 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
(Mr. Chai Sophonpanich) (Ms. Potjane Thanavaranit)
Chairman Independent Director and
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.



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

- [ ] Mr. Chai Sophonpanich, Chairman
Age 82, Residing at 61 Soi Sukhumvit 19, Klongtoey Nua, Wattana, Bangkok 10110 or
[ ] Ms. Potjaneer Thanavaranit, Independent Director and Director of the Audit Committee
Age 79, Residing at 178/1 Soi Phaholyothinbangkok 30, Phaholyothin Road,Kwang Chankasem, Chatujak District, Bangkok 10900

As my/our proxy to attend and vote in the 33rd Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) at 11.00 a.m. on Friday, April 24, 2026. 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 32nd Annual Ordinary General Meeting of Shareholders held on April 11, 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 2: To acknowledge the Board of Directors' report on the Company's Performance for the year 2025
(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, 2025 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 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 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 (3 persons)**
- Approve                       Disapprove                       Abstain
- Vote for an individual nominee**

**1. VDC Col Plengsakdi Prakaspesat                      Independent Director and  
Chairman of the Audit Committee  
(Nominated Director for Re-election)**

Approve                       Disapprove                       Abstain

**2. Mr. Suvarn      Thansathit                      Independent Director  
(Nominated Director for Re-election)**

Approve                       Disapprove                       Abstain

**3. Mr. Panus      Thiravanitkul                      Director  
(Nominated Director for Re-election)**

Approve                       Disapprove                       Abstain

**Agenda 6: To approve the increasing number of directors from 11 to 14 persons**

- 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 approve the appointment of new directors**

- 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 (3 persons)**
- Approve                       Disapprove                       Abstain



**Annex to the Form of Proxy (Form B)**

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

**At the 33<sup>rd</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) at 11.00 a.m. on Friday, April 24, 2026. 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

**Agenda..... Subject: To approve the appointment of new directors**

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

(.....)

(.....)

Stamp  
Duty  
Baht 20

**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 **33<sup>rd</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) at 11.00 a.m. on Friday, April 24, 2026. 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 32<sup>nd</sup> Annual Ordinary General Meeting of Shareholders held on April 11, 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 2: To acknowledge the Board of Directors' report on the Company's Performance for the year 2025**

(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, 2025 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 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 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 (3 persons)** Approve ..... votes       Disapprove ..... votes       Abstain ..... votes **Vote for an individual nominee****1. VDC Col Plengsakdi Prakaspesat****Independent Director and  
Chairman of the Audit Committee  
(Nominated Director for Re-election)** Approve ..... votes       Disapprove ..... votes       Abstain ..... votes**2. Mr. Suvarn Thansathit****Independent Director  
(Nominated Director for Re-election)** Approve ..... votes       Disapprove ..... votes       Abstain ..... votes**3. Mr. Panus Thiravanitkul****Director  
(Nominated Director for Re-election)** Approve ..... votes       Disapprove ..... votes       Abstain ..... votes**Agenda 6: To approve the increasing number of directors from 11 to 14 persons** 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 approve the appointment of new directors**

- 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 (3 persons)**

Approve ..... votes       Disapprove ..... votes       Abstain ..... votes

**Vote for an individual nominee**

**1. Mr. Chawan Sophonpanich**

Approve ..... votes       Disapprove ..... votes       Abstain ..... votes

**2. Miss Lasa Sophonpanich**

Approve ..... votes       Disapprove ..... votes       Abstain ..... votes

**3. Miss Paveena Juchuan**

Approve ..... votes       Disapprove ..... votes       Abstain ..... votes

**Agenda 8: To approve the director’s remuneration for the year 2026**

- 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 9: To appoint the external auditors and fix the audit fee for the year 2026**

- 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 10: 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

At the 33rd Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) at 11.00 a.m. on Friday, April 24, 2026. 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.

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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

Agenda..... Subject: To approve the appointment of new directors

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

(.....)

(.....)

