

Criteria for the Shareholders to propose General Agenda for the 2020 Annual Ordinary General Meeting of Shareholders (AGM) of the Charan Insurance Public Company Limited

Objective

Charan Insurance Public Company Limited (the Company) realized the important of shareholders and supporting the shareholders' rights as the Good Corporate Governance relating to the Securities and Exchange Act B.E. 2551. For the shareholders to be equally treated, the Company would like to provide opportunities for shareholders to propose agenda items. The under clear and transparent criteria are as follows;

Qualifications of Shareholders

1. They shall be the Company's Shareholders, by one shareholder or several shareholders combined who have held shares not less than 0.5 percent of total shares with voting right.
2. The shareholders must have fully qualification according to criteria No. 1 and continuously held shares for a period not less than 12 month from the date of holding such share to the date of proposing the agenda.

Proposal of the agenda

The Company shall not accept the proposal as the agenda;

1. The proposal proposed by shareholders who do not possess all qualifications as the stated in these criteria.
2. A proposal that the information shareholder provided is incomplete, insufficient, incorrect, untrue statement, ambiguous proposal and unable to contact the shareholders or unable to propose within the time limit.
3. The proposal that proven in violates with laws, regulations, rules and article of the regulatory or involved agencies, government agencies or relate agencies, or actions not in compliance with the articles of association, the resolution of shareholders' meeting and the good corporate governance of the Company.
4. A proposal that is stipulate by laws to consideration in AGM and the Company has already been placed on the AGM agenda
5. A proposal founds not authority or duty of the AGM by law.
6. A proposal founds beyond the objectives or authority of the Company operations.
7. A proposal that shareholders already proposed in AGM within the past one year, and 2 those under support by less than 10 percent of total voting shares, given that the factual events have no changed significantly.
8. A proposal that is routine or is the Board of Directors management authority expect it may cause significantly affect the shareholders in general.

9. A proposal that is likely to be beneficial for a particular persons or group of persons, or unlikely to be beneficial to the Company operations.

Conditions in proposing an agenda

The shareholders who have fully qualification under above criteria have to fill out the **“Proposed Agenda for 2020 AGM Form”** with sign his/her name and attach evidences of shares holding and other supporting document for the Board consideration and submit to the Company via registered mail within **February 21, 2020.**

In case of several shareholders combined propose an agenda, each of them must fill out the “Proposed Agenda for 2020 AGM Form” and sigh their name as evidence separately and gather to submit into one set. The shareholders have to fill out a name of contact person in form. When the Company contacts the appointed Shareholders have to make one proposal form per one agenda and submit all documents to the Company in following address.

To Company Secretary

408/1 Charan Insurance Building Rachada Road

Samsen Nok Huaykwang

Bangkok 10310

Please note at the corner of envelope **“The Proposed Agenda for 2020 AGM Form”**

The Company Secretary shall primary consider, and propose to the Board of Director propose the proposal of shareholders to Independent Director for primary consideration and will notify the results in March 2020. The proposal approved by the Board of Director will be include as the agenda of the Annual General Meeting, the result will be informed within March 2020.

Proposed Agenda for 2020 AGM Form

1. I am (Mr. / Mrs. / Miss) being the shareholder of Charan Insurance Public Company Limited, holding shares, resident at No. Moo Village / Building Road Sub district District Province Zip Code Mobile phone number Home / Office number Email address (if any)

2. I would like to propose for () Acknowledgement () Consideration Subject Subject Detail
.....
.....

Other information and that useful for consideration (such as facts or reason, etc.)
.....
.....
.....

There are attachment documents to sign and certify the accuracy of ever page sheets

3. I hereby appoint Mr. / Mrs. / Miss to be the contact person with the Company under clause 2.

I certify that all information written in this form, evidence of shareholding, and all other supporting documents are true and correct and allowing the Company to disclose all information and documents. I have affixed my signature as evidence below.

Sign..... (Shareholder)
(.....)
Date

The Shareholders must submit documentation as follows;

- The evidence of shareholding such as the certificate of shareholding issued by the securities companies or any other evidence form the Thailand Securities Depository Co., Ltd. or the Stock Exchange of Thailand (SET) or copy of Securities Paper and certified true copies by such shareholders.
- In case shareholder is a person, attach a copy of valid National ID Card or passport (in case of nonresidents) and certified true copy by sign his / her name in this form.
- In case shareholder is Juristic person, attach a copy of the Company's affidavit and copy of valid National ID Card or passport (in case of non-residents) of authorized signatories and certified true copy by sign his / her name in this form
- In case shareholder changes their title, name or surname, the copy of evidence of those changes shall be enclosed and certified true copy.
- Other necessary documents.

.....