



# บริษัท จักรประกันภัย จำกัด (มหาชน) CHARAN INSURANCE PUBLIC COMPANY, LIMITED

ทะเบียนเลขที่ บมจ. 327 REGISTRATION No. PCL. 327

408/1 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพฯ 10320 \* 408/1 RACHADAPISEK ROAD, HUAYKWANG BANGKOK 10320  
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順興利保險  
(大衆)有限公司

- Translation -

Ref. 002/2021

February 24, 2021

Subject: The Notification of the Board of Directors' resolution to approve the dividend payment and convene the 28<sup>th</sup> Annual General Meeting of shareholders for the year 2021 (revise)

To: The President  
The Stock exchange of Thailand

As The Board of Directors of Charan Insurance Public Company Limited ("the Company") at the Meeting No. 1/2021 held on February 24, 2021 resolved the meeting resolution as follows;

1. Approved to propose to the Annual General Meeting of Shareholders for the year 2021 to consider and approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2020 which have been audited by the certified auditor.
2. Approved to schedule the record date for the right Shareholders (Record Date) to attend the 28<sup>th</sup> Annual General Meeting of shareholders for the year 2021 will be set on March 17, 2021 and for the right to receive the dividend on May 11, 2021
3. Approved to propose the Annual General Meeting of Shareholders for the year 2021 to consider and approve dividend payment for the year 2020 that distribute not less than 60 percent of net profit for the operating results, from January 1, 2020 to December 31, 2020 at 2.60 baht per share totaling 31.2 mil. baht, which will be paid from the net profit on May 27, 2021, "However, the right to receive such dividends above remains uncertain unless the 28<sup>th</sup> Annual General Meeting of Shareholders for the year 2021 has granted its approval"
4. Approved to propose the Annual General Meeting of Shareholders for the year 2021 to consider and re-appoint 3 directors who retire by rotation in 2021 to be director of the Company for another term. There are 3 directors who will retire by rotation namely;
  1. Mr. Sompol Chaiyachow Independent Director and Chairman of Audit Committee
  2. Mr. Sukich Charanvas Director and Managing Director
  3. Mr. Kittiphong Charanvas Director
5. Approved to propose to the Annual General Meeting of Shareholders for the year 2021 to consider and approve of remuneration of Directors and Audit Committee for the year 2021, the detail are as following;

Component of Remuneration	2021
<b><u>Board of Directors</u></b>	
<b>Meeting Allowance</b>	
- Chairman of the Board	20,000 baht / meeting
- Member of the Board	15,000 baht / member / meeting
<b><u>Audit Committee</u></b>	
<b>Meeting Allowance</b>	
- Chairman of the Committee	20,000 baht / meeting
- Member of the Committee	15,000 baht / member / meeting
<b>Directors' remuneration is not applicable to the Executive Board, the Investment Committee and the Risk Management Committee.</b>	

6. Approved to propose the Annual General Meeting of Shareholders for the year 2021 as considered by the Audit Committee to consider and approve the appointment of auditors from The DIA International Auditing Company Limited to be the auditor of the Company by having one of four auditors to be the Company's auditor and to express his/her opinion on the financial statement of the Company for the year ended 2021. In this regard, the audit fee for the year ended 2021 will be totaling 1,550,000 baht as the same rate for the year 2020
7. Approved to schedule the date for the 28<sup>th</sup> Annual General Meeting of Shareholders which will be held on Wednesday, April 28, 2021 at 14.00 hours, at The Sarocha Room on the 3<sup>rd</sup> floor, The Swissotel Bangkok Ratchada, Rachadaphisek Road Huaykwang Bangkok, the agenda for the meeting will be;
  - 3.1 To consider and certify the Minutes of the 27<sup>th</sup> Annual Ordinary General Meeting of Shareholders held on July 22, 2020.
  - 3.2 To acknowledge the Board of Directors' Report on the Company's Performance for the year 2020
  - 3.3 To consider and approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2020
  - 3.4 To consider and approve the Allocation Net Profit and Dividend Payment for the year 2020
  - 3.5 To consider and approve the Directors' Remuneration for the year 2021
  - 3.6 To consider and appoint directors to succeed those completing their terms
  - 3.7 To consider and appoint the external auditor and fix the audit fee for the year 2021
  - 3.8 To consider and approve the amendment dividend payment policy from not less than 60 percent of net profit to not less than 20 percent of net profit of the operating results.
  - 3.9 To consider other matter (if any)

Please be informed accordingly.

(Mr. Sukich Charanvas)

Managing Director