



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

順興利保險  
(大衆)有限公司

ทะเบียนเลขที่ บมจ. 327 REGISTRATION No. PCL. 327

408/1 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพฯ 10320 \* 408/1 RACHADAPISEK ROAD, HUAYKWANG BANGKOK 10320  
โทรศัพท์. 0-2276-1024 โทรสาร. 0-2275-4919

- Translation -

Ref. 002 / 2022

February 23, 2022

Subject: The Notification of the Board of Directors' Resolution, Omission of Dividend Payment and Convene the 29th Annual General Meeting of Shareholders for the year 2022

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. 1/2022 held on February 23, 2022 resolved the meeting resolution as follows;

1. Approved to propose to the Annual General Meeting of Shareholders for the year 2022 to consider and approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2021 which has been audited by the certified auditor.
2. Approved to schedule for the right Shareholders (Record Date) to attend the 29th Annual General Meeting of shareholders for the year 2022 will be set on March 17, 2022
3. Approved to propose the Annual General Meeting of Shareholders to consider and approve the omission of dividend payment for the year 2021, due to the Company had net loss as defined by the Public Limited Company Act B.E.2535 and the Company's Articles of Association.
4. Approved to propose the Annual General Meeting of Shareholders for the year 2022 to consider and re-appoint two directors who retire by rotation in 2022 to be director of the Company for another term. Two directors who will retire by rotation namely;
  - 1) Mr. Sopon Kluaymai Na Ayudhya Chairman of the Board
  - 2) Mrs. Poodpong Arsingsamanunta Member of the Audit Committee and Independent Director
5. Approved to propose to the Annual General Meeting of Shareholders for the year 2022 to consider and approve the remuneration of the Board of Directors and Audit Committee for the year 2022, the detail are as following;

Component of Remuneration	2022
<b><u>Board of Directors</u></b>	
<b>Meeting Allowance</b>	
- Chairman of the Board	25,000 Baht / Time
- Member of the Board	20,000 Baht / Person / Time
<b><u>Audit Committee</u></b>	
<b>Meeting Allowance</b>	
- Chairman of the Committee	25,000 Baht / Time
- Member of the Committee	20,000 Baht / Person / Time

Directors' remuneration is not applicable to the Executive Board, the Investment Committee, the Risk Management Committee, and the Product Committee

6. Approved to propose the Annual General Meeting of Shareholders for the year 2022 as considered by the Audit Committee to consider and approve the appointment of auditors from The DIA International Auditing Company Limited by having one of three auditors as the Company's auditor and to express his/her opinion on the financial statement of the Company for the

year ended 2022. In this regard, the audit fee for the year ended 2022 will be totaling 1,550,000 Baht as the same rate for the year 2021

<b>Auditor's Names</b>	<b>Registration No.</b>	
1. Miss Suphaphorn Mangjit	8125	and/or
2. Mr. Joompoth Priratanakorn	7645	and/or
3. Mrs. Suvimol Chrityakierne	2982	

7. Approved to schedule the date for the 29th Annual General Meeting of Shareholders for the year 2022 which will be held on Wednesday, April 27, 2022 at 14.00 hours, at The Company's conference room on 11th floors, Charan Insurance Building 408/1, Ratchadaphisek road, Samsen Nok, Huaykwang, Bangkok 10310. The agenda for the meeting will be;

- 7.1 To consider and certify the Minutes of the 28th Annual Ordinary General Meeting of Shareholders held on April 28, 2021
- 7.2 To acknowledge the Board of Directors' Report on the Company's Performance for the year 2021
- 7.3 To consider and approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2021
- 7.4 To consider and approve the omission of dividend payment for the year 2021
- 7.5 To consider and approve the Directors' Remuneration for the year 2022
- 7.6 To consider and appoint directors to succeed those completing their terms
- 7.7 To consider and appoint the external auditor and fix the audit fee for the year 2022
- 7.8 To consider other matter (if any)

Please be informed accordingly.

(Mr. Sukich Charanvas)  
Managing Director