



Notice of 2023

Annual General Meeting of Shareholders (The 30th Meeting)

Charan Insurance Public Company Limited

Wednesday, April 26, 2023 at 14.00 hours

At The Company's conference room on 11th floors, Charan Insurance Building 408/1, Ratchdaphisek road, Samsen Nok, Huaykwang, Bangkok

Physical meeting

- Registration starts at 13.00 hours.

For convenience in the registration, please bring your barcode already printed on the invitation letter to show at the meeting.



[Download Document](#)



[Download Form 56-1 One Report](#)

The Company still has measures to maintain social distancing and the number of meeting seats is limited. Therefore, if the seats are unavailable, the Company requests the shareholders attend the meeting via electronic means or appoint a proxy to an independent director of the Company.

Cancellation of tokens are canceled in respect of the regulator's campaign for the reduction and abolishment of tokens given away at the Annual General Meeting of Shareholders (AGM)

Privacy Notice
For the Annual General Meeting of Shareholders 2023

Charan Insurance Public Company Limited (the Company) greatly aware of the personal data protection of shareholders and/ or proxy holders in accordance with the Privacy Data Protection Act B.E. 2562. The Company would like to inform the shareholders and/ or proxy holders regarding the information and rights under the law as follows;

Objective and Necessary to collect your Personal Data

The Company is necessary to collect personal data regarding shareholders and /or proxy holders. Personal data consists of the following:

1. General Personal Data such as name, surname, identification number, date of birth, gender, nationality, shareholder identification number, number of shares, bank account number, image and video recording of the meeting etc.

In the case of granting a proxy, it is necessary for the Company to collect the copy of shareholder's personal identification card which may contain religion information that is considered as Sensitive Data. The Company has no intention to collect such Sensitive Data. Accordingly, you can redact such data.

Shareholders' contact Information and registration information related to electronic systems access such as Address, Telephone number, Email, IP Address (in case of online access to the meeting)

The Company will record and broadcast images and sounds of the meeting for its legitimate interests and the interests of shareholders.

However, The Company may collect your Personal Data directly from shareholders and/or proxy holders from Thailand Securities Depository Company Limited ("TSD") as the Company registrar), but only in necessity and in accordance with measures required by law.

Purpose of Collection, Use and Disclosures of Personal Data

The Company collects, uses and discloses your Personal Data for following purpose:

1. Inviting the Annual General Meeting of Shareholders for the year 2022 and holding the Annual General Meeting of Shareholders as required by law, or delivering documents as requested by shareholders
2. Probably disclosing Personal Data to other persons or regulatory authorities related to the mentioned purposes as required by law such as Department of Business Development; Ministry of Commerce, SET and Electronic conferencing administrator.
3. Using for promoting the Company's public relations under legitimate interest basis and the interests of the Company shall not override the fundamental rights and freedoms of the shareholders and/or proxy holders.

Retention Periods for Personal Data

The Company will retain your Personal Data within the period specified by relevant laws, and will collect, use and disclose your Personal Data for the necessary duration, as defined in this Privacy Notice. If it is not

possible to specify the Personal Data retention period, the Company will retain the Personal Data as may be expected per data retention standards (such as the longest legal prescription of 10 years).

Owner's right of Data Subject

As the owner of the personal data, you have the rights set forth in the Personal Data Protection Act B.E. 2562, which may include the rights to withdraw the consent, to access and obtain a copy of your Personal Data, to correct, delete or clean up your Personal Data, refuse to processing of your Personal Data, rights to transfer your Personal Data according to the legal method stipulated, rights of complaint and rights to object to the processing or disclosing your Personal Data.

In this regard, the company reserves the right to consider the request to exercise your rights and process in accordance with personal data protection act 2019.

Contact Information

To contact the Company to exercise those rights or others under the Personal Data Protection Act B.E. 2562, please contact;

Charan Insurance Public Company Limited

Website: <http://charaninsurance.co.th/>

Address: Charan Insurance Building 408/1, Ratchadaphisek road,

Samsen Nok, Huaykwang, Bangkok

Tel. 02-276-1024 Cont. 212 or E-mail: charanins@charaninsurance.co.th



บริษัท จรัญประกันภัย จำกัด (มหาชน)
CHARAN INSURANCE PUBLIC COMPANY, LIMITED

順興利保險
(大平)有限公司

ทะเบียนเลขที่ บมจ. 0107537000807 REGISTRATION NUMBER 0107537000807

408/1 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพฯ 10310 • 408/1 RACHADAPHISEK ROAD, HUAYKWANG BANGKOK 10310

โทรศัพท์. 0-2276-1024 โทรสาร. 0-2275-4919

Ref. JorPor 004 / 2023

April 5, 2023

Subject : Notice of 2023 Annual General Meeting of Shareholders

To : Shareholders of the Charan Insurance Public Company Limited

- Attachments :
1. Minutes of the 29th Annual General Meeting of Shareholders (for Agenda 1)
 2. Form 56-1 One Report 2022 in the form of e-book accessible through QR Code together with the Company's Statements of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2022 as approved by Certified Public Accountant and Audit Committee (for Agenda 2 and 3)
 3. Details of Nominated Directors for the election (for Agenda 6)
 4. Profiles of persons nominated as auditors (for Agenda 7)
 5. The Definition of Company's Independent Director
 6. The Company's Article of Association relating to the Annual General Meeting of Shareholders
 7. Documents or Evidence Showing an Identity of the Shareholder or Proxy Holder Entitled to Attend the Meeting
 8. Details of the Directors proposed by the Company to act as proxy for shareholders
 9. Proxy form A, B, C
 10. Map of the meeting venue

The Board of Directors of Charan Insurance Public Company Limited had resolved to hold the 30th Annual General Meeting of Shareholders on **Wednesday, April 26, 2023 at 14.00 hours, at Charan Insurance Building 408/1, Ratchadaphisek road, Samsen Nok, Huaykwang, Bangkok 10310** to consider the following agenda:

Agenda 1: To consider and certify the Minutes of the 29th Annual General Meeting of Shareholders held on April 27, 2022

Facts and Rationale: The Company held the 29th Annual General Meeting of shareholders on April 27, 2022 and Minutes of the meeting has been record and submitted to the Stock Exchange of Thailand, The Office of the Insurance Commission (OIC) and the Ministry of Commerce within the time frame prescribed by laws. The Minutes of the said meeting was also posted in the Company's website <http://www.charaninsurance.co.th>, details of which are shown in **Attachment 1**.

The Board's Opinion: The Minutes of the 29th Annual General Meeting of Shareholders held on April 27, 2022 was accurately recorded, the Board of Directors recommended the shareholders to certify the Minutes.

Agenda 2: To acknowledge the Board of Directors' report on the Company's performance for the year 2022

Facts and Rationale: The Company's Performance for the year 2022 can be found in the Company's Annual Report 2022 which is in QR Code as shown in **Attachment 2**, and can be summarized as follows:

(Unit: Baht)

Details	2022	2021	Change (%)
Premium Written	484,436,787	316,631,593	53%
Earning Premium Written	421,562,418	138,997,174	203.29%
Underwriting Income	449,426,722	153,826,715	192.16%
Less Underwriting Expenses	395,936,552	217,768,132	81.82%
Gain (Loss) from Underwriting	53,490,169	(63,941,417)	183.65%
Gain on Investment and Other Income	31,630,833	26,664,402	18.63%
Net Gain (Loss)	69,797,500	(28,314,453)	346.51%
Earnings (Loss) Per Share	5.82	(2.36)	346.61%

The Board's Opinion: The Board of Directors recommended the shareholders to acknowledge the Company's Performance for the year 2022

Agenda 3: To consider and approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2022

Facts and Rationale: According to the Article 112 of the Public Limited Company Act B.E. 2535, the Board has ensured that the Statement of Financial Position and Statement of Comprehensive Income as of the end of the accounting period of the Company which have been audited by the Certified Auditors and reviewed by the Audit Committee, and shall propose to the shareholders at the Annual General Meeting for consideration and approval. Details of Financial Position and Company's Operation for the year 2022 are as follows:

(Unit: Baht)

Details	2022	2021	Change (%)
Assets	980,014,300	886,658,051	10.54%
Liabilities	396,864,203	370,621,779	7.08%
Owners' equity	583,150,097	516,036,271	13.01%
Income			
- Underwriting Income	449,426,722	153,826,715	192.16%
- Net Investment Income	19,443,935	19,191,801	1.31%
- Other Income	12,186,898	7,472,600	63.09%
Total	481,057,555	180,491,117	166.53
Expenses			
- Underwriting Expenses	350,402,304	161,397,711	117.10%
- Operating Expenses	45,313,793	39,921,273	13.51%
- Net impairment losses on financial assets	220,454	16,449,147	(98.66%)
Total	395,936,552	217,768,131	81.82
Profit before Income Tax Expenses	85,121,002	(37,277,014)	328.35%
- Income Tax (expenses) Income	(15,323,502)	8,962,561	(270.97%)
Net Profit (Loss)	69,797,500	(28,314,453)	346.51%
Earning (Loss) per Share	5.82	(2.36)	346.61%

The Board’s Opinion: The Board of Directors recommended the shareholders to consider and approve the Company’s Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2022 which have been audited by the Certified Auditors and reviewed by the Audit Committee.

Agenda 4: To consider and approve the allocation net profit and dividend payment for the year 2022

Facts and Rationale: As the Board of Directors at the Meeting No. 1/2023 approved to propose the 2023 Annual General Meeting of Shareholders to consider and approve dividend payment for the year 2022 that distribute not less than 20 percent of net profit for the operating results, from January 1, 2022 to December 31, 2022 at 2.00 Baht per share totaling 24.00 million Baht, which will be paid from the net profit on May 25, 2023, “However, the right to receive such dividends above remains uncertain unless the 30th Annual General Meeting of Shareholders for the year 2023 has granted its approval”

The payment of such dividend will be paid to the shareholders whose names appeared on the list of shareholders at the date to determine the right to receive dividend on May 15, 2023

The Board’s Opinion: The Board of Directors recommended the shareholders to consider and approve the allocation net profit and dividend payment for the year 2022 at 2.00 Baht per share totaling 24.00 million Baht. The details are as follows;

The Comparison of the Dividend Payment for the year 2022 with the previous year

(Unit : Baht)

Details of Dividend Payment	2022 (Present year)	2021 (Previous year)
1. Earnings (Loss) Per Share	5.82	(2.36)
2. Shares	12,000,000	12,000,000
3. Dividend Per Share	2.00	-
4. Total Payment Dividend	24,000,000	-
5. Divided Payment Ratio (%)	34.36	-

Agenda 5: To consider and approve the Directors’ Remuneration for the year 2023

Facts and Rationale: According to the Article 26 of the Company’s Articles of Association prescribed that directors are entitled to the remuneration by means of award, meeting allowance, bonus or other benefits as approved by shareholders in the Annual General Meeting of Shareholders. The shareholders may approve the amount of remuneration and method of payment for the fixed period of time or for an open period until further changes by shareholders in the Annual General Meeting of Shareholders.

The Director’s remuneration is not determined by the Remuneration Committee, as such committee has not yet been appointed. However, the Board of Director Meeting has carefully considered the remuneration of Directors, comparing with the familiar industries as well as the Company’s business expansion and operating results and deems it appropriate to recommend the proposed rates of Directors’ remuneration as proposed rate

The Board’s Opinion: The Board of Directors considered and recommended the shareholders to approve the Directors’ Remuneration for the year 2023 as follows;

Component	2023	2022
1. Board of Directors		
• Monetary Remuneration		
Meeting Allowance		
- Chairman of the Board	25,000 Baht / Time	25,000 Baht / Time
- Member of the Board	20,000 Baht / Person / Time	20,000 Baht / Person / Time
Directors' fee	1,200,000 baht, which is computed from the rate of 5% of the dividend payout; the fee payable to the Chairman shall be 50% higher than the rate payable to each member of the Board.	-
• Non-monetary compensation.	-	-
2. Audit Committee		
• Monetary Remuneration		
Meeting Allowance		
- Chairman of the Committee	25,000 Baht / Time	25,000 Baht / Time
- Member of the Committee	20,000 Baht / Person / Time	20,000 Baht / Person / Time
• Non-monetary compensation.	-	-

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

Agenda 6: To consider and appoint directors to succeed those completing their terms

Facts and Rationale: According to the Article 14 of the Company's Articles of Association, in every Annual General Meeting of Shareholders, one – third or the nearest to one – third of the directors who served the Company longest will be retired by rotation; however, the retired directors are eligible for re-election.

In 2023, two directors are due to retire by rotation at the Annual General Meeting of Shareholders, one of them is independent director whose qualifications under the definition of the Securities and Exchange Commission and the Stock Exchange of Thailand which are shown in **Attachment 3**. The names of two directors who will be retired by rotation are as follows;

1. **Mr. Vorayuth Charoenloet** Member of Audit Committee and Independent Director
2. **Mr. Pon Titipanichayangoon** Director

The Company, in accordance with the best practice for corporate governance, invited all shareholders to nominate any qualified person to be elected as Company's Directors, the Company was inform the criteria and procedure via the Stock Exchange of Thailand's website as well as the Company's website for the period from October 1, 2022 to December 31, 2022. However, there was no proposal of director nominee submitted to the Company.

The Board's Opinion: The Board of Directors, excluding directors who might have conflict of interests, in accordance with the best practice for corporate governance, considered on the knowledge, expertise,

good morals and ethical principles, clear career records and time devotion to the Company that the retiring directors have appropriate qualifications for the business operation of the Company, and recommended the shareholders to re-elect the three retiring directors namely **1. Mr. Vorayuth Charoenloet** **2. Mr. Pon Titipanichayangoon** to serve as the Company’s directors for another term, detail of each director which are shown in the **Attachment 3**.

The two directors consist of one independent director namely **Mr. Vorayuth Charoenloet** who have demonstrated himself and independently expressed his opinion according to relevant rules and regulation and he had served as independent directors with more than nine years in his directorship, he brought about their experience, knowledge and expertise to beneficially contribute in formulating strategy and business operation of the Company. Additionally, **Mr. Pon Titipanichayangoon** has knowledge, expertise and accountable performance.

Agenda 7: To consider and appoint the external auditor and fix the audit fee for the year 2023

Facts and Rationale: According to the Public Limited Companies Act, B.E. 2535, the appointment of the Company’s external auditors and the audit fees shall be approved at the Annual General Meeting of Shareholders. The Audit Committee have considered the performance, independence as well as the audit fees proposed to the Board of Directors at the meeting No.1/2023 held on February 22, 2023 to considered and appointed The DIA International Auditing Company Limited which have been the Company’s auditor for ten years and fixed the audit fees for the year 2023, with the following proposals for appointed by the Annual General Meeting of Shareholders:

1. to appoint the following audits of DIA International Auditing Company Limited, all of whom are registered as auditors with the Federation of Accounting Profession in accordance with the Accounting Professions Act, B.E. 2547:

Name	CPA Registration No.	Experiences in Providing Audit Services to the Company
1. Mrs. Suvimol Kritthayakiern	2982	2018 – Present
2. Mr. Chumpot Prairattanakorn	7645	Nil
3. Miss Supaporn Mangjit	8125	2021 – Present

All above three auditors of DIA International Auditing Company Limited have neither any relationships nor any transactions that may constitute a conflict of interest with the Company or any of its executives or any related parties.

2. to approve the audit fees for the year 2021 at 1,550,000 baht as the same rate with the previous year.

Audit fee		
1. Fee for review three quarterly Financial Statement	570,000	Baht
2. Audit Fee for the year ended December 31, 2023	780,000	Baht
3. Fee for review of the Risk Based Capital (RBC) reportfor half - yearly	200,000	Baht
4. Other	-	
Total	<u>1,550,000</u>	Baht

The Board's Opinion: The Audit Committee has considered and selected the three auditors on the basis of their performance, independence and audit fees. It is therefore recommended the shareholders to approve the appointment of the auditors of DIA International Auditing Company Limited, namely; Mrs. Suvimol Krittiyakiern, CPA Registration No. 2982; and/or Mr. Chumpot Prirattanakorn, CPA Registration No.7645; and/or Miss Supaporn Mangjit, CPA Registration No. 8125, as the Company's auditor for the year 2023 and proposes to the shareholders to approve the audit fees for the year 2023 at 1,550,000 Baht as the same rate with the previous year.

Agenda 8: To consider other matter (if any)

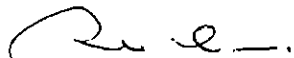
The Company invited all the shareholders to propose the meeting agenda and submit the question in advance, the Company was inform the criteria and procedure via the Stock Exchange of Thailand's website for the period from October 1, 2022 to December 31, 2022. However, there was neither proposal of the meeting agenda nor the question in advance to the Company.

Shareholders are invited to attend to the meeting on date, time and place as mentioned above. A map of the Meeting Venue is shown in **Attachment 10**, shareholders who can't attend the meeting, please appoint representatives as a proxy holder to attend and cast vote on their behalf, and fill in and sign the proxy **Form A. and B.** as **Attachment 9**.

If shareholders prefer to appoint the Company's Independent Directors to be the proxy holder, there are as follows;

1. **Mrs. Poodpong Arsingsamanunta** Chairman of the Audit Committee and Independent Director
2. **Mr. Sukich Charanvas** Director and Managing Director

You are kindly requested to submit the completed Proxy Form to the Company before the date of the meeting or before your proxy holder attends the meeting. **The Company has set the record date on Thursday, March 16, 2022 to determine the shareholders entitled to attend the 2023 Annual General Meeting of Shareholders.**



(Mr. Sukich Charanvas)

Director and Secretary to the Board of Director



(Mr. Pon Thitipanichayangoon)

Director

The Minutes of the 29th Annual General Meeting of Shareholders

Charan Insurance Public Company Limited

Wednesday, April 27, 2022

**The Meeting was held at the Company's conference room on 11th floors,
Charan Insurance Building 408/1, Ratchadaphisek road, Samsen Nok, Huaykwang, Bangkok**

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The Meeting started at 14.00 hours

Mr. Sapon Kluaymai Na Ayudhaya, Chairman of the Board, is Chairman of the Meeting.

The Chairman informed the Meeting that there were 12 shareholders present in person, and 17 shareholders by proxy. In total, 29 shareholders and proxy holders attended the meeting, holding a total of 5,846,713 shares, equivalent to 48.72% of the total 12,000,000 issued shares which constitute a quorum pursuant to the Company's Articles of Association. The Chairman declared the 29th Annual General Meeting of Shareholders open. Before commencing the meeting, the Chairman assigned Mr. Sukich Charanvas, Managing Director, to introduce those in attendance to the meeting, e.g. Directors, Executives, Auditor, and Legal Division as well as explain the voting methods are as follows:

Director present at the Meeting:

- | | |
|----------------------------------|---|
| 1. Mr. Sapon Kluaymai Na Ayudhya | - Chairman of the Board |
| 2. Mr. Vorayuth Charoenloet | - Member of Audit Committee
- Independent Director |
| 3. Mrs. Poodpong Arsingsamanunta | - Member of Audit Committee
- Independent Director |
| 4. Mr. Pon Titipanichayangoon | - Director |
| 5. Mr. Kittipong Charanvas | - Director |
| 6. Mr. Sukich Charanvas | - Managing Director
- Secretary of the Board of Director |

Directors absent from the Meeting:

- | | |
|--------------------------|---|
| 1. Mr. Sompol Chaiyachow | - Chairman of Audit Committee
- Independent Director |
|--------------------------|---|

Auditors

1. Miss Supaporn Mangjit from DIA International Auditing Company Limited

All 6 Directors attended the meeting from the total Board members of 7 equivalents to 85.71%

The Chairman declared to the meeting, in accordance with the good corporate governance practice and realizes the importance of shareholders to be equally treated. In case that shareholder unable to attend the meeting in person, the company provided the shareholders assign a proxy to an Independent Director and / or Managing Director to attend the meeting and cast votes on his/her behalf. The Company also provided an opportunity for every shareholder to propose the meeting agenda and submit the question for the Annual General Meeting of Shareholder in advance, the Company was informed the criteria and procedure via the Stock Exchange

of Thailand's website and the Company's website for the period from October 1, 2021 to December 31, 2021. However, there was neither proposal of the meeting agenda nor submit the question in advance to the Company.

The Chairman assigned Mr. Sukich Charanvas, Managing Director to inform the meeting for the voting methods are as follows:

1. Each shareholder shall have one vote for every share held.
2. The Chairman will ask in every agenda, any shareholders who wish to vote to **disapprove** or **abstain**, if there no, the remainder shall be deemed that all shareholders agree on that agenda.
3. In casting votes on each agenda item, shareholders who voted to **disapprove** or **abstain** on such an agenda item would be requested to raise their hands and **mark** the voting card to notify the Company's officer to have their barcodes scanned and their voting cards collected. For shareholders who voted to **approve** should **mark** the voting card and do not required to raise their hands. All the approval voting cards were to be collected when the meeting adjourned.
4. For the agenda item that needs the majority voting of shareholders attending the meeting and casting their votes, the **abstain** and **void** are not included as part of the total votes. For the agenda item that needs three-fourths (if any) voting of shareholders attending the meeting, such **voting cards above** will be included as part of the total votes. In counting and summing up the votes for each agenda, the votes indicated in proxy forms shall also be counted. For each agenda item, the votes shall be counted, and the results shall be announced on the screen after the counting votes was finished.
Void shall be consider in the event that the shareholder or proxy holder fails to clearly specify their intention on the voting cards, such as when more than one box is marked on the voting cards, or a signature is not provided to verify a correction made on the cards.
5. The total number of shareholders or proxy holders and the casting votes on each agenda might vary from item to item since shareholders or proxy holders might leave the meeting or later enter the meeting.
6. In case the shareholders or proxy holders wished to leave before the end of the meeting, it was requested that they return all the voting cards at the exit so that the officer could update the attendance lists
7. Due to the outbreak of the Coronavirus Disease 2019 ("COVID-19") which rapidly spread, the company necessary to have the precautionary measures and guidelines about the Annual General Meeting of Shareholders, prescribed by the Department of Disease Control and Ministry of Public Health as announced in the Notice of 2020 which has been sent to the shareholders. All the Shareholders and proxy holders shall be required to fill in the Health Declaration Form, the screening and registration might be late, so please forgive any errors/mistakes.
8. For the shareholders or proxy holders wishing to asked questions on each agenda items, please write down on the question form which provided by the Company instead of speaking through microphone. In the meeting, all the questions were not addressed during the meeting; the Company will post the answers on the Company's website within 7 business days.
9. On **Agenda 2**, this item was for acknowledge the Board of Directors' report on the Company's Performance for the year 2021 only and therefore did not require to be voted on.
10. On **Agenda 6**, this item was for consider and appoint directors to succeed those completing their terms, so please the shareholders or proxy holders elect each director clearly as the voting procedures which mentioned above.

After the meeting acknowledged the voting methods, the Chairman informed the meeting that in order for the meeting to proceed with transparency, Mrs. Suree Namchan, a proxy, was requested to represent those who attended the meeting, act as witnesses in the vote counting, and propose to consider the following agendas:

Agenda 1: To consider and certify the Minutes of the 28th Annual General Meeting of Shareholders held on April 28, 2021

The Chairman informed the meeting to consider and certify the Minutes of the 28th Annual General Meeting of Shareholders held on April 28, 2021 which are shown in the Company's website, for this meeting the copy of Minutes together with the Notice was shown in the **Attachment 1** which are shown as a QR code

After that, the Chairman gave an opportunity for the shareholders to inquire and comment on relevant matters by writing on provided question form, there was neither inquiry nor comment.

The Chairman requested the meeting to consider and certify the Minutes of the 28th Annual General Meeting of Shareholders held on April 28, 2021

The meeting considered and certified the Minutes of the 28th Annual General Meeting of Shareholders held on April 28, 2021. The vote results are as follows:

Approve	5,846,713	votes	equivalent to	100%
Disapprove	0	vote	equivalent to	0
Abstain	0	vote		
Void	0	vote		

Agenda 2: To acknowledge the Board of Directors' Report on the Company's Performance for the year 2021

The Chairman assigned Mr. Sukich Charanvas, Managing Director to inform the meeting.

The Managing Director delivered a summary as follows; the premium written for the year 2021 of 316.63 million Baht, increase by 59.47% from the prior year. The earned premium written after deducing the premium ceded and the unearned premium reserves of 139 million Baht. The total revenues consisting of fee and commission income, and income on investment of 180.49 million Baht. The total expenses after deducing the underwriting expenses, operating expenses, and net impairment losses on financial assets of 217.77 million Baht. The loss before income tax of 37.28 million Baht, the Company's loss for the year after deducing tax income of 28.31 million Baht or basis loss per share of 2.36 Baht, compared to prior year which basis earning per share of 4.27 Baht or decrease equivalent to 155.27%. This was because the unearned premium reserve in 2021 increased by 117.88 million Baht, while the unearned premium reserve in 2020 decreased by 111.21 million Baht.

Financial Position as at December 31, 2021, the Company has the total assets of 886.66 million Baht, increase from the prior year of 99.42 million Baht or 12.63%. The total liabilities of 370.62 million Baht, increase from the prior year 140.64 million Baht or 61.15%. The total shareholder' equity of 516.04 million Baht, decrease by 7.40% or 43 Baht per share. The Capital Adequacy Ratio (CAR) as at December 31, 2021 of 211% or 1.76 times as prescribed by The Office of Insurance Commission (OIC).

After that, the Chairman gave an opportunity for the shareholders to inquire and comment on relevant matters by writing on provided question form, there was neither inquiry nor comment.

The Chairman requested the meeting to acknowledge the Board of Director's report for the year 2021.

The meeting acknowledged the Board of Directors' Report on the Company's Performance for the year 2021.

This item was for acknowledge only and therefore did not require to be voted on.

Agenda 3: To consider and approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2021

The Chairman informed the meeting that the Directors provided the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2021 which have been Audited from the DIA International Auditing Co., Ltd. and reviewed by the Audit Committee. The details are disclosed in the Form 56-1 One Report 2021 as provided in QR Code.

After that, the Chairman gave an opportunity for the shareholders to inquire and comment on relevant matters by writing on provided question form, there was neither inquiry nor comment.

The Chairman requested the meeting to consider and approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2021.

The meeting considered and approved the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2021. The vote results are as follows:

Approve	5,846,713	votes	equivalent to	100%
Disapprove	0	vote	equivalent to	0
Abstain	0	vote		
Void	0	vote		

Agenda 4: To consider and approve the omission of dividend payment for the year 2021

The Chairman assigned Mr. Sukich Charanvas, Managing Director to inform the meeting.

The Managing Director informed to the meeting that in the 2021, the Company has loss for the year ended December 31, 2021 of 28.31 million Baht, or basis loss per share of 2.36 Baht. According to the resolutions of Board of Director's meeting No.1/2022 held on February 23, 2022 has resolved to approve the omission of dividend payment for the year 2021 and propose to the Annual General Meeting of Shareholders to consider and approve the omission of dividend payment for the year 2021.

After that, the Chairman gave an opportunity for the shareholders to inquire and comment on relevant matters by writing on provided question form, there was neither inquiry nor comment.

The Chairman requested the meeting to consider and approve the omission of dividend payment for the year 2021.

The meeting considered and approved the omission of dividend payment for the year 2021. The vote results are as follows:

Approve	5,846,713	votes	equivalent to	100%
Disapprove	0	vote	equivalent to	0
Abstain	0	vote		
Void	0	vote		

Agenda 5: To consider and approve the Directors' Remuneration for the year 2022

The Chairman assigned Mr. Sukich Charanvas, Managing Director to inform the meeting.

The Managing Director informed to the meeting that the Director's remuneration is not determined by the Remuneration Committee, as such committee has not yet been appointed. However, the Board of Directors in the meeting has carefully considered by the responsibilities appropriateness and comparing with familiar industries as well as the Company's business expansion and financial results, deems it appropriate to propose the Director's remuneration for the year 2022. The details are as follows:

Component of Remuneration	2022	2021
<u>Board of Directors</u>		
Meeting Allowance		
- Chairman of the Board	25,000 Baht / meeting	20,000 Baht / meeting
- Member of the Board	20,000 Baht / meeting	15,000 baht / member / meeting
Directors' fee	-	1,560,000 baht, which is computed from the rate of 5% of the dividend payout; the fee payable to the Chairman shall be 50% higher than the rate payable to each member of the Board.

Audit Committee

Meeting Allowance

- Chairman of the Committee	25,000 Baht / meeting	20,000 Baht / meeting
- Member of the Committee	20,000 Baht / meeting	15,000 Baht / member / meeting

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

After that, the Chairman gave an opportunity for the shareholders to inquire and comment on relevant matters by writing on provided question form, there was neither inquiry nor comment.

The Chairman requested the meeting to consider and approve the Directors' Remuneration for the year 2022.

The meeting considered and approved the Directors' Remuneration for the year 2022. The vote results are as follows:

Approve	5,846,713	votes	equivalent to	100%
Disapprove	0	vote	equivalent to	0
Abstain	0	vote		
Void	0	vote		

Agenda 6: To consider and appoint directors to succeed those completing their terms

The Chairman assigned Mr. Sukich Charanvas, Managing Director to inform the meeting.

The Managing Director informed to the meeting that, according to the Article No.14 of the Company's Articles of Association, in every Annual General Meeting, one – third or the nearest to one – third of the directors who served the Company longest will be retired by rotation; however, the retired directors are eligible for re-election.

In 2022, two directors are due to retire by rotation which are **Mr. Sapon Kluaymai Na Ayudhya**, Chairman of the Board, and **Mrs. Poodpong Arsingsamanunta** Member of the Audit Committee and Independent Director, the Company prescribed the qualifications under the definition of the Securities and Exchange Commission and the Stock Exchange of Thailand which are not holding more than 1% of the total number of voting shares of the Company, not involve in the management, not being a relation by blood of any director or executives, not being a provider of any professional service with the Company, not being the Director who has been appointed to represent major shareholder, not engaging in any business of the same nature with the Company and not having any characteristics which could interfere with the exercise of their independent judgment on the Company's operation.

The Company invited all shareholders to nominated any qualified person to be elected as the Company's Directors, the Company was informed the criteria and procedure via the Company's website for the period from October 1, 2021 to December 31, 2021. However, there was no proposal of the director nominee submitted to the Company.

The Board of Directors, excluding directors who might have conflict of interests, propose to the meeting to consider and appoint the two directors to succeed those completing their terms serves as the Company's Directors for another term. For the proposal **Mrs. Poodpong Arsingsamanunta** to the meeting for the consideration serves as the Independent Director for another term. Even though **Mrs. Poodpong Arsingsamanunta** had served as Independent Director with more than nine years in his directorship, the Board of Director considered that she is knowledgeable person, the ability and her diverse experience which shall develop the Company's business and shall make the Company achieve the goal. In addition she also expressed her opinion independently to relevant rules and regulation. Details of each Director are disclosed in **Attachment 3** as provided in QR Code.

After that, the Chairman gave an opportunity for the shareholders to inquire and comment on relevant matters by writing on provided question form, there was neither inquiry nor comment.

The Managing Director requested the meeting to consider and appoint directors to succeed those completing their terms.

The meeting considered and appointed directors to succeed those completing their terms. The vote results are as follows:

Directors	Approve		Disapprove		Abstain		Void	
	Vote	Percent %	Vote	Percent %	Vote	Percent %	Vote	Percent %
1. Mr. Sapon Kluaymai Na Ayudhya	5,846,713	100	0	0	0		0	
2. Mrs. Poodpong Arsingsamanunta	5,846,513	99,997	200	0.003	0		0	

Agenda 7: To consider and appoint the external auditor and fix the audit fee for the year 2022

The Chairman assigned Mr. Sukich Charanvas, Managing Director to inform the meeting.

The Managing Director informed to the meeting that, the Audit Committee had considered the performance, independence as well as the audit fees proposed to the Board of Directors and recommended the shareholders to consider and appoint auditors from the DIA International Auditing Co., Ltd which was registered

with the Federation Accounting Profession in accordance with the Accounting Profession Act, B.E. 2547 (2004).

The details are as follows:

Name	CPA Registration No.	Experiences in Providing Audit Services to the Company
1. Mrs. Suvimol Kritthayakiern	2982 and / or	2018 - 2020
2. Mr. Chumpot Prairattanakorn	7645 and / or	Nil
3. Miss Supaporn Mangjit	8125	2021 - Present

In 2022, Miss Supaporn Mangjit shall sign the audit report of the Company. All three auditors from the DIA International Auditing Co., Ltd had neither any relationships nor any transactions that could constitute a conflict of interest with the Company or any of its executives or any related parties.

The Managing Director requested the meeting to consider and appoint the external auditor and fix the audit fee for the year 2022 totaling 1,550,000 baht as the same rate with the previous year, the details are as follows;

Audit fees		
1. Fee for review three quarterly Financial Statement	570,000	Baht
2. Audit Fee for the year ended December 31, 2022	780,000	Baht
3. Fee for review of the Risk Based Capital (RBC) report for half - yearly	200,000	Baht
4. Other	-	
Total	<u>1,550,000</u>	Baht

After that, the Chairman gave an opportunity for the shareholders to inquire and comment on relevant matters by writing on provided question form, there was neither inquiry nor comment.

The meeting considered and appointed Mrs. Suvimol Krittiyakiern, CPA Registration No.2982 and/or Mr. Chumpot Prairattanakorn, CPA Registration No. 7645 and/or Miss Supaporn Mangjit, CPA Registration No. 8125 from the DIA International Auditing Co., Ltd as Company's Auditor for the year 2022, and fixed the audit fees totaling 1,550,000 Baht. The vote results are as follows:

Approve	5,846,713	votes	equivalent to	100%
Disapprove	0	vote	equivalent to	0
Abstain	0	vote		
Void	0	vote		

Agenda 8: To consider other matter (if any)

The Chairman informed the meeting that the Company announced in the Company's website for the period from October 1, 2021 to December 31, 2021, there was no the proposal of the meeting agenda submitted to the Company.

After that, the Chairman informed the meeting that the 2022 Annual General Meeting of Shareholders completed all the agendas. If any shareholders or proxy holders would like to inquire and comment on relevant matters, so please write on provided question form and submit to the Company's staff for answer in the Company's website.

The contents were summarized as follows:

Mr. Natthasat Pichyawongkasem – Shareholder questioned are as follows:

1. How is the trend for the operating results in 2022?
2. How is the stock market outlook?
3. What is the new calculated income approach of non-life insurance?

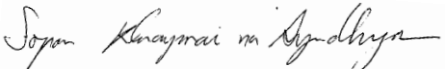
Mr. Sukich Charanvas - Managing Director, informed that:

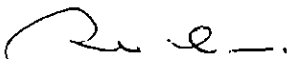
1. The results in 2022 should be profitable, if the claim rate is in normal condition.
2. If you mean the shares of Charan Insurance Public Company Limited (CHARAN), the Company would like to inform you that this question cannot be answered because it may be guidance to the shareholders.
3. If you mean the approach of calculating income according to the new accounting standard for non-life insurance business No. 17 (TFRS 17). In the case of CHARAN, most of the insurance policies are covered for no more than 1 year, so they are mostly in the framework of the PAA (Premium Allocation Approach). Moreover, the PAA ensures that the obtained values do not differ from the current calculations.

There was neither question nor comment.

The Chairman then declared the meeting closed and thanked all shareholder and Proxy Holders for attend the 2022 Annual General Meeting of Shareholders.

The meeting adjourned at 14.45 hours


Sign Chairman
(Mr. Sapon Kluaymai Na Ayudhya)


Sign Minute Taker
(Mr. Sukich charanvas)

Managing Director and Secretary to the Board of Director

**The Form 56-1 One Report 2022 in the form of e-book accessible through QR Code
together with the Company's Statements of Financial Position and Statement of
Comprehensive Income for the year ended December 31, 2022
as approved by Certified Public Accountant and Audit Committee**

To facilitate shareholder's access to information with ease, Charan Insurance Public Company Limited has provided the Form 56-1 One Report 2022 to the shareholders in the form of e-book which can be downloaded from the following channels:

1. QR Code



QR Code

The Form 56-1 One Report 2022

For iOS System (iOS 11 and above)

- 1) Turn on the mobile camera.
- 2) Scan the above QR Code.
- 3) Notification will appear on top of the screen. Click the notification to access the Form 56-1 One Report 2021

Remark: If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as Line or QR CODE READER

For Android System

- 1) Open Line applications. Click "Add friend" and choose "QR Code"
- 2) Scan the QR Code to access the Form 56-1 One Report 2021

2. Company's website

Shareholders can find the Form 56-1 One Report 2022 (and the Annual Report in 5 preceding years) through the Company's website <http://charaninsurance.co.th/en/investor/financialinfo/annualreport/>

Charan Insurance Public Company Limited
Details of Nominated Directors for the election

1. Mr. Vorayuth Charoenloet

Address 408/1 Charan Insurance Building, Ratchadaphisek road, Samsen Nok, Huaykwang,
Bangkok 10310

Date of Birth May 18, 1950 **Age** 73 **Nationality** Thai

Proposed Position Member of Audit Committee and Independent Director

Current position Member of Audit Committee and Independent Director

Years as the Director 21 years

Educational Background

- Master's Degree Economics, Pittsburg State University, U.S.A.
- Bachelor of Economics (Hons.), University of Delhi, India

Training / Seminar

- Director Accreditation Program (DCP), Class of 2005
Thai Institute of Directors Association (IOD)

CHARAN Shareholding (as at March 16, 2023)

- Self: 0.0017%
- Spouse: None

Position in other Company

- Listed companies

- None

- Non-listed companies

- None

- Other Business with Potential Conflicts of Interest

- None

Recruitment

- The selection Directors of the Company is not determined by the Nominating Committee, as such committee has not yet been appointed. However, the Board of Directors has carefully considered the nominated persons according to the process specified by the Company with qualifications in accordance with relevant regulations and suitable for the Company's business operations, including experience and expertise from various professions and performance as a director of the Company in the past, it is deemed appropriate that **Mr. Vorayuth Charoenloet** had knowledge, ability and qualifications suitable for being elected as a director of the Company.

Legal Dispute

- No legal dispute during the 5 past years

Relationships with Management Committee or Major Shareholders of CHARAN

- No consanguinity relationship, marriage relationship or legally registered relationship with management committee or major shareholders of CHARAN or its affiliates (such as parents, spouse, children, brothers and sisters, uncles and aunts including spouse of such persons).

Being a Provider of any Professional Services (such as Auditor or Legal)

- None

Meeting Attendance

- The Board of Directors Meeting 5/5
- The Audit Committee Meeting 4/4
- The Annual General Meeting of Shareholders 2022

Charan Insurance Public Company Limited
Details of Nominated Directors for the election

1. Mr. Pon Titipanichayangoon

Address 408/1 Charan Insurance Building, Ratchadaphisek road, Samsen Nok, Huaykwang,
Bangkok 10310

Date of Birth March 1, 1950 **Age** 73 **Nationality** Thai

Proposed Position Director and Member of the Executive Committee

Current position Director and Member of the Executive Committee

Years as the Director 38 years

Educational Background

- Vocational Certificate, Bangkok Commercial College

Training / Seminar

- Director Accreditation Program (DAP) Class of 10/2005
Thai Institute of Directors (IOD)
- Insurance Management Development Program (IMDP) Class of 7/1996
General Insurance Management Development Institute, Thammasat University

CHARAN Shareholding (as at March 16, 2023)

- Self: 1.17%
- Spouse: None

Position in other Company

- Listed companies

- None

- Non-listed companies

- None

- Other Business with Potential Conflicts of Interest

- None

Recruitment

- The selection Directors of the Company is not determined by the Nominating Committee, as such committee has not yet been appointed. However, the Board of Directors has carefully considered the nominated persons according to the process specified by the Company with qualifications in accordance with relevant regulations and suitable for the Company's business operations, including experience and expertise from various professions and performance as a director of the Company in the past, it is deemed appropriate that **Mr. Pon Titipanichayangoon** had knowledge, ability and qualifications suitable for being elected as a director of the Company.

Legal Dispute

- No legal dispute during the 5 past years

Relationships with Management Committee or Major Shareholders of CHARAN

- No consanguinity relationship, marriage relationship or legally registered relationship with management committee or major shareholders of CHARAN or its affiliates (such as parents, spouse, children, brothers and sisters, uncles and aunts including spouse of such persons).

Being a Provider of any Professional Services (such as Auditor or Legal)

- None

Meeting Attendance

- The Board of Directors Meeting 5/5
- The Risk Management Committee Meeting 4/4
- The Annual General Meeting of Shareholders 2022

Charan Insurance Public Company Limited

Profiles of persons nominated as auditors

- 1. Name - Surname** : Mr. Chumpot Prairattanakorn
- Address** : 316/32 Soi Sukhumvit 22, Sukhumvit Road, Khlong Toei, Khlong Toei, Bangkok 10110
- Educational background** : Master's Degree of Accounting, Thammasat University
: Bachelor's Degree of Accounting, Thammasat University
- Professional License** : Certified Public Accountant (CPA) Registration No. 7645
: Certified Public Accountant approved by the Securities and Exchange Commission
- Experience**
- 2011 - Present : Partner, DIA International Audit Company Limited
- 2015 – 2017 : Working Group on Financial Reporting Standards for Small and Medium Enterprises, Accounting Profession
- 2011 – 2014 : Accounting Standards Technical Subcommittee Federation of Accounting Professions
- 2011 - Present : Accounting and Audit Lecturer, Federation of Accounting Professions
- 2010 – 2011 : Budget Manager, ThaiNamthip Corp., Ltd
- 2005 – 2010 : Audit Manager, Deloitte Touche Tohmatsu Jaiyos. Audit Company Limited
- 2001 – 2005 : Senior Assistant Auditor, EY Office Company Limited
- Other**
- Auditor : Jutha Maritime Public Company Limited
: Pico (Thailand) Public Company Limited
: Moong Pattana International Public Company Limited
: Ocean commerce public company limited
: Three Sixty Five Public Company Limited
: General Electronic Commerce Services Company Limited
: Cybertron Company Limited
: You Technologies Group (Thailand) Company Limited
- Information for consideration**
- : Family relationship with executives or major shareholders of the Company or its subsidiaries - None -
- : Relationship with the company / subsidiaries / associated companies or juristic persons that may have conflicts at present - None -
- : Significant business relationship that may result in inability to act independently - None -
- : Relationship as a director, employee, employee or holding any position in the Company or its subsidiaries - None -

Charan Insurance Public Company Limited

Profiles of persons nominated as auditors

- 1. Name - Surname** : Miss Supaporn Mangjit
- Address** : 316/32 Soi Sukhumvit 22, Sukhumvit Road, Khlong Toei, Khlong Toei, Bangkok 10110
- Educational background** : Master's Degree of Business Administration (Finance and Banking),
Ramkhamhaeng University
: Bachelor's Degree of Business Administration (Accounting), Ramkhamhaeng University
- Professional License** : Certified Public Accountant (CPA) Registration No. 8125
: Certified Public Accountant approved by the Securities and Exchange Commission
- Experience**
- 2010 – Present : Partner, DIA International Audit Company Limited
- 1995 – 2010 : Staff - Audit Manager, DIA International Audit Company Limited
- Other**
- Auditor : Southern Concrete Pile Public Company Limited
: Samchai Steel Industries Public Company Limited
: Mandarin Hotel Public Company Limited
: LDC Dental Public Limited Company
: Project Planning Service Public Company Limited
: SiamEast Solutions Public Company Limited
: Grand Prix International Public Company Limited
Etc.
- Information for consideration**
- : Family relationship with executives or major shareholders of the Company or its subsidiaries - None -
- : Relationship with the company / subsidiaries / associated companies or juristic persons that may have conflicts at present - None -
- : Significant business relationship that may result in inability to act independently - None -
- : Relationship as a director, employee, employee or holding any position in the Company or its subsidiaries - None -

Charan Insurance Public Company Limited

Profiles of persons nominated as auditors

- 1. Name - Surname** : Mrs. Suvimol Kritthayakiern
- Address** : 316/32 Soi Sukhumvit 22, Sukhumvit Road, Khlong Toei, Khlong Toei, Bangkok 10110
- Educational background** : Master's Degree of Accounting, Chulalongkorn University
: Bachelor's Degree of Accounting, Chulalongkorn University
- Professional License** : Certified Public Accountant (CPA) Registration No. 2982
: Certified Public Accountant approved by the Securities and Exchange Commission
: Certified Internal Auditor (CPLA), The Institute of Internal Auditors of Thailand
: Certified Public Accountant approved by the Department of Insurance
- Training with the Thai Institute of Directors Association (IOD)**
: Ethical Leadership Program (ELP), Class of 10/2017
: Advanced Audit Committee Program (AACP), Class 7/2017
: Audit Committee Program (ACP), Class of 36/2011
: Director Certification Program (DCP, Class of 92/2007
- Other training experiences**
: Tax Law Certificate Training Course, Class 1
: Institute of Judicial Officers, Court of Justice
: Certificate Course, Certified Professional Internal Audit of Thailand, Class 1
: The Institute of Internal Auditors of Thailand
: Balanced Scorecard Program, Faculty of Commerce and Accountancy, Chulalongkorn University
: Academic Seminar on "Money Laundering"
: Faculty of Commerce and Accountancy Chulalongkorn University Alumni Association
: New Generation Leadership, Transparency, Against Corruption, Class of 1/2018, Mahidol University
- Experience**
- 2019 – Present : Chairman, NSL Foods Public Company Limited
- 2018 – 2019 : Chairman of the Audit Committee and Independent Auditor, Global power synergy public company limited
- 2017 – Present : Audit Committee and Independent Auditor, TEAM Consulting Engineering and Management Public Company Limited
- 2016 – 2018 : Independent Auditor, Thai Oil Public Company Limited
- 2015 – Present : Chairman of the Audit Committee and Independent Auditor, Khonburi Sugar Public Company Limited
- 2010 – Present : Managing Director, DIA International Audit Company Limited

2010 – Present : Executive Committee, DIA Audit Company Limited

Social Activities

- 2017 – Present : Sub-Committee – Revenue Department, Thai Chamber of Commerce and Board of Trade of Thailand
- 2017 – Present : Central Committee, Federation of Accounting Professions under the Royal Patronage (Registrar)
- 2017 – 2020 : Member of the Accounting Standard Setting Committee, Federation of Accounting Professions under the Royal Patronage of His Majesty the King
- 2017 – Present : Director and Chairman of the Audit Committee, Thai Investors Association
- 2017 – Present : Member of the Sub-Committee of the Trade Protection and Countermeasures Division, Department of Foreign Trade
- 2014 – 2017 : Audit Committee, Federation of Accounting Professions under the Royal Patronage of His Majesty the King
- 2012 - Present : Committee, Foundation for Supporting the Development of Academic Law, Faculty of Law, Chulalongkorn University
- 2004 – present : Academic Committee, Alumni Association, Faculty of Commerce and Accountancy, Chulalongkorn University

Academic Activities

- 2017 – Present : Bachelor's Degree, Special Lecturer, Department of Management, Mahidol University Kanchanaburi Campus
Subject: Internal Audit Seminar (KAAC461)
- 2010 – Present : Master's Degree, Special Lecturer, Department of Accounting, Dhurakij Pundit University
Subject: Issues and problems with accounting standards (AC511)
- 2010 : Bachelor's Degree, Special Lecturer, Department of Accounting, Chulalongkorn University
Subject: Principles and Techniques for Internal Auditing
- 2006 : Bachelor's Degree, Special Lecturer, Department of Accounting, Dhurakij Pundit University
Subject: Auditing

Other

Appointed by the Ministry of Finance as a liquidator : Ocean Securities and Finance Company Limited

Appointed by the Ministry of Finance as a liquidator : L.P.N. Credit Foncier Co.,Ltd.

Information for consideration

- : Family relationship with executives or major shareholders of the Company or its subsidiaries - None -
- : Relationship with the company / subsidiaries / associated companies or juristic persons that may have conflicts at present - None -
- : Significant business relationship that may result in inability to act independently - None -
- : Relationship as a director, employee, employee or holding any position in the Company or its subsidiaries - None -

Charan Insurance Public Company Limited

The Definition of Company's Independent Director

The Company's Article of Association stipulate that at least one-third of Board membership shall be independent and the Board shall comprise a minimum of three independent directors, and that independent directors are appointed to the Board by the Board of Directors or the general meeting (as are may be).

Based on the company director selection standards, the criteria for selecting an independent director shall take into account the qualifications of directors prescribe by the Public Limited Companies Act, securities and exchange laws and other applicable regulation. An independent director is a director who: is professionally qualified, specialized and experienced; and can exercise independent judgment on the direction of business operations ensuring the organization's good governance and improve management practices. Any nominated person who meets all such requirements shall be proposed to the shareholders' meeting for appointment as company director. If an independent director stops being a director before completing the term of appointment, the Board of Directors may appoint a replacement member who meets the above requirements to fill the vacancy. A director who is appointed in this way shall serve the remaining term of office of the vacant directorship.

The Board of Directors has established the qualifications for an independent director as are follows.

1. Not holding more than 1.0% of the total number of voting shares of the Company or any of its major shareholders or controlling parties. The number of shares held shall include those owned by any person related to such independent director.

2. Not being an executive director, employee, staff member or advisor receiving regular compensation from, or a controlling person of the Company or its major shareholder(s) or controlling party(ies), either currently or within at least two years prior to appointment as independent director.

3. Not being a relation, either by blood or by law, of any director, executive, major shareholder, controlling party, person being nominated as director, executive or controlling party of the Company. A relation shall include father, mother, spouse, sibling and child including son or daughter in law.

4. Not having any business relationship with the company or any of its major shareholders or controlling parties in such a way that may interfere with the exercise of his/her judgment, and not being a substantial shareholder or controlling person of any person/party that has business relationship with the Company or any of its major shareholders or controlling parties, either currently or within at least two years prior to appointment as independent director.

5. Not being an auditor of the Company or any of its major shareholders or controlling parties, and not being a substantial shareholder (owning more than 10% of the total number of voting share, including those owned by any related person), a controlling party or a partner of an audit firm which is the affiliation of any of the Company's auditors, major shareholders or controlling parties, either currently or within at least two years prior to appointment as independent director.

6. Not being a provider of any professional services, including legal or financial advice which receive payments exceeding two million baht per year from the Company or from any of its major shareholders or controlling parties, and not being a substantial shareholder, a controlling party or a partner of such professional service provider, either currently or within at least two years prior to appointment as independent director.

7. Not being a director who has been appointed to represent any director of the Company or any of its major shareholders or any shareholder related to the major shareholder of the Company.

8. Not engaging in any business of the same nature as or in significant competition with the business of the Company, nor being a substantial partner executive director, employee, staff member, advisor/consultant who receive regular compensation from or hold more than one percent of the voting shares of a company engaging in any business of the same nature as or in significant competition with that of the Company.

9. Not having any characteristics which could compromise the exercise of his/her independent judgment on the Company's operation.

Article of Association
of Charan Insurance Public Company Limited
(Relating to the Annual General Meeting of Shareholders)

.....

Chapter 4
Directors

12. There shall not less than five, but not more than fifteen Directors, and not less than half of the Directors shall be resident of the Kingdom.

13. The election of Director at the General Meeting of Shareholder shall carried out in accordance with the following rules and procedure;

(1) A shareholder shall have one vote for each share he holds or represents.

(2) A shareholder shall votes for all the nominated candidates as a whole or votes for an individual nominee by using a share which he holds or represents.

(3) The candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as Directors in that order until all of the Director position are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of Directors to be exceeded, the remaining appointment shall be made the Chairman of the meeting.

14. At the Annual General Meeting of Shareholder, one-third of the Directors, or if their number is not multiple of three, then the number nearest to one-third, must retire from the office.

The Directors retiring from the office in the first and second years of the registration of the conversion to public limited company shall be done by drawing lots. In subsequent years, the Director who has held office longest shall retire.

A retiring Director is eligible for reelection.

Chapter 5
General Meeting of Shareholders

28. The Board of Directors shall arrange for the shareholders' meeting which is an Annual General Meeting of Shareholder within four months from the last day of fiscal year of the Company. The Annual General Meeting of Shareholders other than the one referred to previously shall be called Extraordinary General Meeting of Shareholders. The Board of Directors may call an Extraordinary General Meeting of Shareholders at any time as the Board consider, it appropriate to do so or shareholders holding shares together not less than one-fifth of the total number of shares sold, or shareholders of not less than twenty five persons holding shares altogether not less than one-tenth of the total number of shares sold may submit their names in a request. In such case, the Board of Directors shall proceed to arrange a shareholders' meeting to be held within one month from the date of receipt of such request from the shareholders.

29. In calling an General Meeting of Shareholders, the Board of Directors shall prepare a written notice of the meeting that include the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indicating clearly whether it is the matters proposed for information for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the registrar for their information at least seven days prior to the date of the meeting. The notice for the meeting shall also be published in a newspaper at least three days prior to the date of the meeting.

The place of the meeting is needless at the head office of the Company, the Board of Directors shall determine the place.

30. In order constitute a quorum, there shall be not less than twenty five shareholder and proxy holders (if any) attending the shareholders' meeting or not less than one-half of the total number of total shareholders, and in either case such shareholder shall hold share is as aggregate of nor less than one-third of total number of share sold.

At any shareholders' meeting, if one hour has passed from the time specified for the meeting and the number of shareholders attending the meeting does not constitute a quorum as require, and if such shareholders' meeting was required by the shareholders, such meeting shall be called once again, and the notice of the meeting shall be delivered to the shareholders not less than seven days prior to the date meeting. In the subsequent meeting a quorum is not required.

31. The Chairman of the Board of Directors shall be the Chairman of the shareholders' meeting. If the Chairman of the Board is not present at the meeting, or cannot perform his duty, and if there is the Vice Chairman, the Vice Chairman shall be the Chairman of the meeting. If there is no Vice Chairman, or Vice Chairman cannot perform his duty, the shareholders at the meeting shall elect one shareholder to be the Chairman of the meeting.

If casting votes, each shareholders shall have votes equal to the number of share held by him. One share is entitled to one vote.

Voting shall be made openly, unless at least five shareholders request a secret vote and the meeting resolves accordingly. The method for secret vote shall be as a specified by the Chairman of the meeting

32. The resolution of the shareholders' meeting shall comprise the following votes;

(1) For an ordinary case, a resolution shall require a simple majority of the total vote cast by shareholders present at the meeting. In the case of an equality of votes, the Chairman of the meeting shall have an additional vote as a casting vote.

(2) For the following case; a resolution shall require the votes of not less than three-fourth of the total number of votes cast by the shareholders present and entitled to vote;

(a) The sale or transfer of whole or important parts of the Company to other person.

(b) The purchase or acceptance to transfer of business of other companies or private companies to the Company.

(c) The making amendment or cancellation of contracts relating to leading out the Company's business, wholly or contain important parts' the assignment to any other persons to manage the business of the Company or the consolidation of the business with other persons with an objective to share profit and loss.

33. The business to be accomplished at the Annual General Meeting of Shareholders are as follows;

(1) To acknowledge report of the Board of Directors which is presented to the meeting showing the Company's Performance during the past year.

(2) To consider and approve balance sheet.

(3) To consider allocation of net profit.

(4) To elect directors replace those who retire by rotation of their terms.

(5) To elect the auditors and audit fee.

(6) Other business.

Charan Insurance Public Company Limited

Documents or Evidence Showing an Identity of the Shareholder or Proxy Holder Entitled to Attend the Meeting

1. Natural Person

1.1 Thai nationality

- (a) Identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise officer): or
- (b) In case of proxy, copy of identification card of the shareholder and identification card or passport (in case of foreigner) of the proxy holder.

1.2 Non-Thai nationality

- (a) Passport of the shareholder: or
- (b) In case of proxy, copy of passport of the shareholder and identification card or passport (in case of foreigner) of the proxy holder.

2. Juristic person

2.1 Juristic person registered in Thailand

- (a) Copy of corporate affidavit issued by Ministry of Commerce: and
- (b) Copy of identification card or copy of passport (in case of foreigner) of the authorized director who signs the proxy form including identification card or passport (in case of foreigner) of the proxy holder.

2.2 Juristic person registered outside of Thailand

- (a) Copy of corporate affidavit: and
- (b) Copy of identification card or copy of passport (in case of foreigner) of the authorized director who signs the proxy form including identification card or passport (in case of foreigner) of the proxy holder.

A copy of documents must be certified true copy. In case of any documents or evidence produced or executed outside of Thailand, such documents or evidence should be notarized by notary public.

Remark: The Company reserves the right to waive any of the above requirements for some of the shareholders on case by case basis, at the Company's sole discretion.

Charan Insurance Public Company Limited

Details of the Directors proposed by the Company to act as proxy for shareholders

1. Mrs. Poodpong Arsingsamanunta

Address 408/1 Charan Insurance Building, Ratchadaphisek road, Samsen Nok, Huaykwang, Bangkok 10310

Date of Birth May 22, 1949 **Age** 74 **Nationality** Thai

Current position Chairman of Audit Committee and Independent Director

Years as the Director 17 years

Educational Background

- Master's Degree of Business Administration, Ramkhamhaeng University
- Bachelor's Degree of Finance and Banking, Faculty of Commerce and Accountancy, Thammasat University

Training / Seminar

- Director Accreditation Program (DAP), Class of 2015
Thai Institute of Directors Association (IOD)

Vested interest in the Agenda

- None -
-

1. Mr. Sukich Charanvas

Address 408/1 Charan Insurance Building, Ratchadaphisek road, Samsen Nok, Huaykwang, Bangkok 10310

Date of Birth August 23, 1946 **Age** 77 **Nationality** Thai

Current position Managing Director

Years as the Director 49 years

Educational Background

- Master's Degree of Civil Engineering,
California State University at Long Beach, U.S.A.
- Bachelor's Degree of Civil Engineering,
California State University at Long Beach, U.S.A.

Training / Seminar

- Director Accreditation Program (DCP) 45/2005
Thai Institute of Directors Association (IOD)

Vested interest in the Agenda

- None -



หนังสือมอบฉันทะ แบบ ก.
Proxy (Form A)

เขียนที่ _____
Written at _____
วันที่ _____ เดือน _____ พ.ศ. _____
Date _____ Month _____ Year _____

1. ข้าพเจ้า _____ สัญชาติ _____
I / We _____ Nationality
ที่อยู่ _____
Address _____

2. เป็นผู้ถือหุ้นของ บริษัท จรรย์ประกันภัย จำกัด (มหาชน)
As a shareholder of Charan Insurance Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม	..... หุ้น	และออกเสียงลงคะแนนได้เท่ากับ	..... เสียง ดังนี้
Holding the total amount of	shares	and the voting right equals to	vote are as follows;
หุ้นสามัญ	..... หุ้น	ออกเสียงลงคะแนนได้เท่ากับ	..... เสียง
Ordinary Share	shares	equal to voting right votes	votes
หุ้นบุริมสิทธิ	..... หุ้น	ออกเสียงลงคะแนนได้เท่ากับ	..... เสียง
Preferred Share	shares	equal to voting right votes	votes

3. ขอมอบฉันทะให้
Here by appoint

- (1) ชื่อ (Name) อายุ (Age) ปี (Year)
อยู่บ้านเลขที่ (Resident at) ถนน (Road) ตำบล/แขวง (Sub District)
อำเภอ/เขต (District) จังหวัด (Province) รหัสไปรษณีย์ (Postal Code) หรือ (or)
- (2) นางผุดตอง อาสิงสมานันท์ (Mrs. Poodpong Arsingsamanunta) อายุ (Age) 74 ปี (Year)
อยู่บ้านเลขที่ (Resident at) 408/1 ถนน (Road) รัชดาภิเษก ตำบล/แขวง (Sub District) สามเสนนอก
อำเภอ/เขต (District) ห้วยขวาง จังหวัด (Province) กรุงเทพมหานคร รหัสไปรษณีย์ (Postal Code) 10310 หรือ (or)
- (3) นายสุกิจ จรรย์วาศน์ (Mr. Sukich Charanyas) อายุ (Age) 77 ปี (Year)
อยู่บ้านเลขที่ (Resident at) 408/1 ถนน (Road) รัชดาภิเษก ตำบล/แขวง (Sub District) สามเสนนอก
อำเภอ/เขต (District) ห้วยขวาง จังหวัด (Province) กรุงเทพมหานคร รหัสไปรษณีย์ (Postal Code) 10310

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 30 ในวันพุธที่ 26 เมษายน 2566 เวลา 14.00 น. ณ ห้องประชุม ชั้น 11 อาคารจรรย์ประกันภัย เลขที่ 408/1 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310 หรือที่แจ้งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote in the 30th Annual General Meeting of Shareholders at 14.00 hours on Wednesday, April 26, 2023 at the Company's conference room on 11th floors, Charan Insurance Building 408/1, Ratchadaphisek road, Samsen Nok, Huaykwang, Bangkok 10310, or at any adjournment thereof to any other date, time and venue.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts undertaken by the Proxy at such meeting shall be deemed as my act (s) in every respect.

ลงชื่อ/ Signature ผู้มอบฉันทะ/Proxy Grantor
(.....)

ลงชื่อ/ Signature ผู้รับมอบฉันทะ/Proxy Holder
(.....)

ลงชื่อ/ Signature ผู้รับมอบฉันทะ/ Proxy Holder
(.....)



หนังสือมอบฉันทะ แบบ ข
Proxy (Form B)

เขียนที่ _____
Written at _____
วันที่ _____ เดือน _____ พ.ศ. _____
Date _____ Month _____ Year _____

1. ข้าพเจ้า _____ สัญชาติ _____
I / We _____ Nationality
ที่อยู่ _____
Address _____

2. เป็นผู้ถือหุ้นของ บริษัท จักรประกันภัย จำกัด (มหาชน)
As a shareholder of Charan Insurance Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น	และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Holding the total amount of _____ shares	and the voting right equals to _____ vote are as follows;
หุ้นสามัญ _____ หุ้น	ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary Share _____ shares	equal to voting right votes _____ votes
หุ้นบุริมสิทธิ _____ หุ้น	ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred Share _____ shares	equal to voting right votes _____ votes

3. ขอมอบฉันทะให้
Here by appoint

- (1) ชื่อ (Name) _____ อายุ (Age) _____ ปี (Year)
อยู่บ้านเลขที่ (Resident at) _____ ถนน (Road) _____ ตำบล/แขวง (Sub District) _____
อำเภอ/เขต (District) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____ หรือ (or)
 (2) _____ นางผุดผ่อง อธิสงฆานันท์ (Mrs. Poodpong Arsingamanunta) อายุ (Age) 74 ปี (Year)
อยู่บ้านเลขที่ (Resident at) 408/1 _____ ถนน (Road) _____ รัชดาภิเษก _____ ตำบล/แขวง (Sub District) _____ สามเสนนอก _____
อำเภอ/เขต (District) _____ ห้วยขวาง _____ จังหวัด (Province) _____ กรุงเทพมหานคร _____ รหัสไปรษณีย์ (Postal Code) 10310 _____ หรือ (or)
 (3) _____ นายสุกิจ จรรย์วาศน์ (Mr. Sukich Charanyas) อายุ (Age) 77 ปี (Year)
อยู่บ้านเลขที่ (Resident at) 408/1 _____ ถนน (Road) _____ รัชดาภิเษก _____ ตำบล/แขวง (Sub District) _____ สามเสนนอก _____
 อำเภอ/เขต (District) _____ ห้วยขวาง _____ จังหวัด (Province) _____ กรุงเทพมหานคร _____ รหัสไปรษณีย์ (Postal Code) 10310 _____

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 30 ในวันพุธที่ 26 เมษายน 2566 เวลา 14.00 น. ณ ห้องประชุม ชั้น 11 อาคารจักรประกันภัย เลขที่ 408/1 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote in the 30th Annual General Meeting of Shareholders at 14.00 hours on Wednesday, April 26, 2023 at the Company's conference room on 11th floors, Charan Insurance Building 408/1, Ratchadaphisek road, Samsen Nok, Huaykwang, Bangkok 10310, or at any adjournment thereof to any other date, time and venue.

4. ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
I / We hereby authorize the Proxy to vote on my behalf in this meeting as are follows;

- วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ครั้งที่ 29 เมื่อวันที่ 27 เมษายน 2565
Agenda 1 To consider and certify the Minutes of the 29th Annual General Meeting of Shareholders held on April 27, 2022
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามคำสั่งของข้าพเจ้าดังนี้
(b) The Proxy must cast the votes in accordance with my following instruction:
- เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

- **วาระที่ 2**
Agenda 2 **รับทราบรายงานคณะกรรมการเกี่ยวกับผลการดำเนินงานของบริษัทฯ ในรอบปี 2565**
To acknowledge the Board of Directors' report on the Company's performance for the year 2022
(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own direction.
(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) The Proxy must cast the votes in accordance with my following instruction:
 เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)
- **วาระที่ 3**
Agenda 3 **พิจารณาอนุมัติงบแสดงฐานะทางการเงินและงบกำไรขาดทุนเบ็ดเสร็จ ประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2565**
To consider and approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2022
(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own direction.
(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) The Proxy must cast the votes in accordance with my following instruction:
 เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)
- **วาระที่ 4**
Agenda 4 **พิจารณาอนุมัติจัดสรรเงินกำไรและการจ่ายเงินปันผล ประจำปี 2565**
To consider and approve the allocation of net profit and dividend payment for the year 2022
(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own direction.
(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) The Proxy must cast the votes in accordance with my following instruction:
 เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)
- **วาระที่ 5**
Agenda 5 **พิจารณาอนุมัติค่าตอบแทนกรรมการ ประจำปี 2566**
To consider and approve the directors' remuneration for the year 2023
(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own direction.
(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) The Proxy must cast the votes in accordance with my following instruction:
 เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)
- **วาระที่ 6**
Agenda 6 **พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ**
To consider and appoint directors to succeed those completing their term
(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own direction.
(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) The Proxy must cast the votes in accordance with my following instruction:
 การแต่งตั้งกรรมการทั้งหมด
The appointment of all directors
 เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)
 การแต่งตั้งกรรมการเป็นรายบุคคล
The appointment of each director
 เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)
1. คุณวรยุทธ เจริญเลิศ
Mr. Vorayuth Charoenloet
 เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)
2. นายพนธ์ ฐิติพานิชยางกูร
Mr. Pon Titipanichayangour
 เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

- วาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชี ประจำปี 2566
Agenda 7 To consider and appoint the external auditor and fix the audit fee for the year 2022
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (b) The Proxy must cast the votes in accordance with my following instruction:
- เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

- วาระที่ 8 พิจารณาเรื่องอื่นๆ (ถ้ามี)
Agenda 8 To consider other matters (if any)
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (b) The Proxy must cast the votes in accordance with my following instruction:
- เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

5. การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of proxy in any agenda that is not as specified herein shall be considered as invalid and not my voting as a shareholder.

6. ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณา หรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

If I do not specify or clearly specify my 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 authorize to consider the matter and vote on my behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts undertaken by the Proxy at such meeting shall be deemed as my act (s) in every respect.

ลงชื่อ/ Signature ผู้มอบฉันทะ/Proxy Grantor
 (.....)

ลงชื่อ/ Signature ผู้รับมอบฉันทะ/Proxy Holder
 (.....)

ลงชื่อ/ Signature ผู้รับมอบฉันทะ/ Proxy Holder
 (.....)

หมายเหตุ / Remark

- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
 A shareholder appointing a proxy must authorize only 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.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล
 In respect of the agenda as to the appointment and election of the directors, either the whole set of the directors or only certain member may be vote for.
- ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข ตามแนบ
 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 (From B)

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.
Annex to the Form of Proxy (Form B)

การมอบฉันทะในฐานะผู้ถือหุ้นของ บริษัท จริญประกันภัย จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 30 ในวันพุธ ที่ 26 เมษายน 2566 เวลา 14.00 น. ณ ห้องประชุม ชั้น 11 อาคารจริญประกันภัย เลขที่ 408/1 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Grant of proxy as a shareholder of Charan Insurance Public Company Limited, at the 30th Annual General Meeting of Shareholders at 14.00 hours on Wednesday, April 26, 2023 at the Company's conference room on 11th floors, Charan Insurance Building 408/1, Ratchadaphisek road, Samsen Nok, Huaykwang, Bangkok 10310, or at any adjournment thereof to any other date, time and venue.

วาระที่..... เรื่อง.....
 Agenda..... Subject.....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The proxy shall vote independently as to his/her consideration.
- (ก) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (a) The proxy shall vote according to the shareholder's requirement are as follows;
- เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

วาระที่..... เรื่อง.....
 Agenda..... Subject.....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The proxy shall vote independently as to his/her consideration.
- (ก) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (a) The proxy shall vote according to the shareholder's requirement are as follows;
- เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

วาระที่..... เรื่อง.....
 Agenda..... Subject.....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The proxy shall vote independently as to his/her consideration.
- (ก) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (a) The proxy shall vote according to the shareholder's requirement are as follows;
- เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

วาระที่..... เรื่อง.....
 Agenda..... Subject.....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The proxy shall vote independently as to his/her consideration.
- (ก) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (a) The proxy shall vote according to the shareholder's requirement are as follows;
- เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

วาระที่..... เรื่อง.....
 Agenda..... Subject.....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The proxy shall vote independently as to his/her consideration.
- (ก) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (a) The proxy shall vote according to the shareholder's requirement are as follows;
- เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

วาระที่ เรื่อง เลือกตั้งกรรมการ (ต่อ)

Agenda Subject: To approve the appointment of directors (Cont.)

ชื่อกรรมการ

Name of Director

เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

ชื่อกรรมการ

Name of Director

เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

ชื่อกรรมการ

Name of Director

เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

ชื่อกรรมการ

Name of Director

เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)

ชื่อกรรมการ

Name of Director

เห็นด้วย (Approve) ไม่เห็นด้วย (Disapprove) งดออกเสียง (Abstain)



หนังสือมอบฉันทะแบบ ค. / Proxy Form C.

(แบบที่ใช้เฉพาะกรณีที่ผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้ Custodian ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

(Only foreign shareholders as registered in the registration book who have custodian in Thailand)

เขียนที่ _____
 Written at _____
 วันที่ _____ เดือน _____ พ.ศ. _____
 Date _____ Month _____ Year _____

1. ข้าพเจ้า

I / We

สัญชาติ

Nationality

ที่อยู่

Address

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น(Custodian) ให้กับ

As a Custodian for

เป็นผู้ถือหุ้นของ บริษัท จักรประกันภัย จำกัด (มหาชน) (“บริษัทฯ”)

Being a shareholder of Charan Insurance Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม	หุ้น	และออกเสียงลงคะแนนได้เท่ากับ	เสียง ดังนี้
Holding the total amount of	shares	and the voting right equals to	vote are as follows;
หุ้นสามัญ	หุ้น	ออกเสียงลงคะแนนได้เท่ากับ	เสียง
Ordinary Share	shares	equal to voting right votes	votes
หุ้นบุริมสิทธิ์	หุ้น	ออกเสียงลงคะแนนได้เท่ากับ	เสียง
Preferred Share	shares	equal to voting right votes	votes

2. ขอมอบฉันทะให้

Here by appoint

- (1) ชื่อ (Name) อายุ (Age) ปี (Year)
 อยู่บ้านเลขที่ (Resident at) ถนน (Road) ตำบล/แขวง (Sub District)
 อำเภอ/เขต (District) จังหวัด (Province) รหัสไปรษณีย์ (Postal Code) หรือ (or)
- (2) นางผดุง อาริสงษานันท์ (Mrs. Poodpong Arsingsamanunta) อายุ (Age) 74 ปี (Year)
 อยู่บ้านเลขที่ (Resident at) 408/1 ถนน (Road) รัชดาภิเษก ตำบล/แขวง (Sub District) สามเสนนอก
 อำเภอ/เขต (District) ห้วยขวาง จังหวัด (Province) กรุงเทพมหานคร รหัสไปรษณีย์ (Postal Code) 10310 หรือ (or)
- (3) นายสุกิจ จรรย์วานิช (Mr. Sukich Charanvas) อายุ (Age) 77 ปี (Year)
 อยู่บ้านเลขที่ (Resident at) 408/1 ถนน (Road) รัชดาภิเษก ตำบล/แขวง (Sub District) สามเสนนอก
 อำเภอ/เขต (District) ห้วยขวาง จังหวัด (Province) กรุงเทพมหานคร รหัสไปรษณีย์ (Postal Code) 10310

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 30 ในวันพุธ
 ที่ 26 เมษายน 2566 เวลา 14.00 น. ณ ห้องประชุม ชั้น 11 อาคารจักรประกันภัย เลขที่ 408/1 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง
 กรุงเทพมหานคร 10310 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote in the 30th Annual General Meeting of Shareholders at 14.00 hours on Wednesday, April 26,
 2023 at the Company's conference room on 11th floors, Charan Insurance Building 408/1, Ratchadaphisek road, Samsen Nok, Huaykwang, Bangkok
 10310, or at any adjournment thereof to any other date, time and venue.

3. ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We would like to grant proxy holder to attend and vote in the Meeting as follows:

- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

Grant proxy the total amount of shares holding and entitled to vote.

- มอบฉันทะบางส่วน คือ

Grant partial shares of:

<input type="radio"/> หุ้นสามัญ	.....	หุ้น	ออกเสียงลงคะแนนได้เท่ากับ.....	เสียง
Ordinary Share		share	the voting right equals to	share
<input type="radio"/> หุ้นบุริมสิทธิ	.....	หุ้น	ออกเสียงลงคะแนนได้เท่ากับ.....	เสียง
Preferred Share		share	the voting right equals to	Share
รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด	.....			เสียง
Total				votes.

4. ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/ We hereby authorize the Proxy to vote on my behalf in this meeting as are follows;

- วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ครั้งที่ 29 เมื่อวันที่ 27 เมษายน 2565

Agenda 1 To consider and certify the Minutes of the 29th Annual General Meeting of Shareholders held on April 27, 2022

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my behalf at its own direction.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The Proxy must cast the votes in accordance with my following instruction:

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง

Approve share Disapprove share Abstain share

- วาระที่ 2 รับทราบรายงานคณะกรรมการเกี่ยวกับผลการดำเนินงานของบริษัทฯ ในรอบปี 2565

Agenda 2 To acknowledge the Board of Directors' report on the Company's performance for the year 2022

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my behalf at its own direction.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The Proxy must cast the votes in accordance with my following instruction:

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง

Approve share Disapprove share Abstain share

- วาระที่ 3 พิจารณานุมัติงบแสดงฐานะทางการเงินและงบกำไรขาดทุนเบ็ดเสร็จ ประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2565

Agenda 3 To consider and approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2022

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my behalf at its own direction.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The Proxy must cast the votes in accordance with my following instruction:

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง

Approve share Disapprove share Abstain share

- วาระที่ 4 พิจารณานุมัติจัดสรรเงินกำไรและการจ่ายเงินปันผล ประจำปี 2565

Agenda 4 To consider and approve the allocation of net profit and dividend payment for the year 2022

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my behalf at its own direction.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The Proxy must cast the votes in accordance with my following instruction:

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง

Approve share Disapprove share Abstain share

- วาระที่ 5
Agenda 5
- พิจารณาอนุมัติค่าตอบแทนกรรมการ ประจำปี 2566**
To consider and approve the directors' remuneration for the year 2023
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) The Proxy must cast the votes in accordance with my following instruction:
- เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share
- วาระที่ 6
Agenda 6
- พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ**
To consider and appoint directors to succeed those completing their term
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) The Proxy must cast the votes in accordance with my following instruction:
- การแต่งตั้งกรรมการทั้งหมด
The appointment of all directors
- เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share
- การแต่งตั้งกรรมการเป็นรายบุคคล
The appointment of each director
1. คุณวรยุทธ เจริญเลิศ
Mr. Vorayuth Charoenloet
- เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share
2. นายพนธ์ จิตินาณิชยางกูร
Mr. Pon Titipanichayangoon
- เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share
- วาระที่ 7
Agenda 7
- พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชี ประจำปี 2566**
To consider and appoint the external auditor and fix the audit fee for the year 2022
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) The Proxy must cast the votes in accordance with my following instruction:
- เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share
- วาระที่ 8
Agenda 8
- พิจารณาเรื่องอื่น ๆ (ถ้ามี)**
To consider other matters (if any)
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) The Proxy must cast the votes in accordance with my following instruction:
- เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share

5. การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้น ไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of proxy in any agenda that is not as specified herein shall be considered as invalid and not my voting as a shareholder.

6. ในกรณีที่ข้าพเจ้าไม่ได้รับความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณา หรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

If I do not specify or clearly specify my 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 authorize to consider the matter and vote on my behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts undertaken by the Proxy at such meeting shall be deemed as my act (s) in every respect.

ลงชื่อ/ Signature ผู้มอบฉันทะ/Proxy Grantor
(.....)

ลงชื่อ/ Signature ผู้รับมอบฉันทะ/Proxy Holder
(.....)

ลงชื่อ/ Signature ผู้รับมอบฉันทะ/ Proxy Holder
(.....)

หมายเหตุ / Remark

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

This Form C. is used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.

2. หลักฐานที่ต้องแนบพร้อมกบหนังสือมอบฉันทะ คือ

The necessary evidence to be enclosed with this proxy form is:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

The power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf.

- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)

A certification that the authorised signatory of the proxy form is licensed to operate the custodian business.

3. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้น ให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

In the agenda relating the election of Directors, it is applicable to elect either director as a whole or elect each director individually.

5. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบ ฉันทะแบบ ค. ตามแนบ

In case there are agendas other than those specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form C as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.
Annex to the Form of Proxy (Form C)

การมอบฉันทะในฐานะผู้ถือหุ้นของ บริษัท จริญประกันภัย จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 30 ในวันพุธ ที่ 26 เมษายน 2566 เวลา 14.00 น. ณ ห้องประชุม ชั้น 11 อาคารจริญประกันภัย เลขที่ 408/1 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310 หรือที่แจ้งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Grant of proxy as a shareholder of Charan Insurance Public Company Limited, at the 30th Annual General Meeting of Shareholders at 14.00 hours on Wednesday, April 26, 2023 at the Company's conference room on 11th floors, Charan Insurance Building 408/1, Ratchadaphisek road, Samsen Nok, Huaykwang, Bangkok 10310, or at any adjournment thereof to any other date, time and venue.

วาระที่ เรื่อง

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (b) The Proxy must cast the votes in accordance with my following instruction:
- เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
 Approve share Disapprove share Abstain share

วาระที่ เรื่อง

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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วาระที่ เรื่อง

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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วาระที่ เรื่อง

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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วาระที่ เรื่อง

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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 Approve share Disapprove share Abstain share

วาระที่ เรื่อง พิจารณาเลือกตั้งกรรมการ (ต่อ)

Agenda Subject: To approve the appointment of directors (Cont.)

ชื่อกรรมการ
Name of Director

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share

ชื่อกรรมการ
Name of Director

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share

ชื่อกรรมการ
Name of Director

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share

ชื่อกรรมการ
Name of Director

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share

ชื่อกรรมการ
Name of Director

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
Approve share Disapprove share Abstain share

