

SO. 2022/008

March 21, 2022

Subject: Dissemination of the Notice of the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders on the Company's Website together with the Guideline for the Electronic Meeting (E-AGM) Attendance

To: The President  
The Stock Exchange of Thailand

Attachment: 1. The Guideline for the Electronic Meeting (E-AGM) Attendance  
2. The Registration Form for the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM)

Reference is made to the resolution of the Board of Directors of Bangkok Insurance Public Company Limited at the meeting No. 1/2022 held on February 25, 2022 to hold the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) on Friday, April 22, 2022 at 2.00 p.m.

The Company would like to inform that the Notice of the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders with relevant documents will be posted on the Company's website [www.bangkokinsurance.com](http://www.bangkokinsurance.com) from March 21, 2022 onwards.

In addition, the Company also attach the Guideline for Electronic Meeting (E-AGM) Attendance and the Registration Form for the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) as set out in [Attachment 1](#) and [Attachment 2](#) to this letter.

Please be informed accordingly.

Sincerely Yours,

(Mrs. Srichitra Pramojaney)

Company Secretary

Company Secretary Office

Tel. 02-285-7320

## **The Guideline for the Electronic Meeting (E-AGM) Attendance**

### **1. Documents required prior to attend the meeting**

#### **1.1 In case shareholders attending E-AGM by themselves**

Shareholders are required to fill out the Registration Form for the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) as set out in Attachment 2, clearly specify e-mail and phone number for the purpose of the meeting registration and attach a copy of the valid identification card or government official identification card or passport (for non-Thai nationality) with certified true copy. In case a shareholder has changed his/her name and/or surname (if any), please attach the document certifying name/surname changing also.

#### **1.2 In case the shareholders appointing proxy to attend E-AGM**

The proxy holders are required to fill out the Registration Form for the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) as set out in Attachment 2, clearly specify e-mail and phone number for the purpose of the meeting registration and attach the required documents as follows:

1.2.1 a proxy form (one or the other) as detailed in item 3.2, which is filled out and signed by the grantor and the proxy holder. In case the grantor is juristic person, a proxy form must be signed by authorized director(s) together with the company seal affixed (if any).

1.2.2 a required document of the proxy holder which is a copy of valid identification card or government official identification card or passport (for non-Thai nationality) with certified true copy.

1.2.3 required documents of the grantor are as follows:

##### **(1) In case the grantor is an ordinary person**

A copy of the valid identification card or government official identification card or passport (for non-Thai nationality) with certified true copy. In case the grantor has changed his/her name and/or surname (if any), please attach the document certifying name/surname changing also.

##### **(2) In case the grantor is a juristic person**

(a) A copy of the valid identification card or government official identification card or passport (for non-Thai nationality) of authorized director(s) of the juristic person with certified true copy by the authorized director(s). In case the authorized director(s) has changed his/her name and/or surname (if any), please submit the document certifying name/surname changing also.

(b) A copy of the company affidavit or other identification of its legal entity status issued by the Ministry of Commerce or government authority not more than 6 months prior to the Meeting date with certified true copy by the authorized director(s).

(c) For foreign shareholders appointing custodian in Thailand by using proxy form C, the following documents must be submitted along with the proxy form:

- A copy of the company affidavit or other identification of custodian issued by the Ministry of Commerce or government authority not more than 1 year prior to the Meeting date with certified true copy by the authorized director(s) of the custodian.
- A copy of the valid identification card or government official identification card or passport (for non-Thai nationality) of the authorized director(s) of the custodian with certified true copy by the authorized director(s).
- A Power of Attorney from shareholders authorizing the custodian to sign the proxy form on behalf of the shareholders.
- A Letter of Certification to certify that the signer in the proxy form has been permitted to act as a custodian.

**1.3 In case the shareholders appointing the independent director or the director as specified in provided proxy forms to attend and vote on their behalf**

The grantor is required to submit a proxy form as detailed in item 3.2 and the required documents of the grantor as detailed in clause 1.2.3 above. However, the grantor is able to watch the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) by submitting the Registration Form for the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) as set out in Attachment 2 and clearly specify e-mail and phone number for the purpose of the meeting registration.

Please submit all the required documents for the meeting registration to the Company

**Within Wednesday, April 20, 2022 via the following channels:**

- **Post:** Reply-Mail Envelope by post (Company Secretary Office, 5th Floor, Bangkok Insurance Building 25 Sathon Tai Road, Thung Maha Mek, Sathon, Bangkok, Thailand, Tel: 02-285-7320)
- **E-Mail:** [cs@bangkokinsurance.com](mailto:cs@bangkokinsurance.com)

**2. Registration process to attend the meeting**

2.1 When the Company receives all required documents as detailed in item 1, the Company will review the documents and verify the right to attend the meeting with the record date for the right to attend the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders and the right to receive the dividend payment dated Friday, March 11, 2022. Once the documents review process is completed, the Company or QuidLab Co. Ltd., the meeting control system provider who provides E-AGM System, will send username and password together with Weblink for logging in E-AGM System to Shareholders or proxy holder (as the case may be). Kindly refrain from giving your username and password to other person.

**In the case your username and password are lost, or you have not received it within Wednesday, April 20, 2022, please immediately contact the Company.**

2.2 Please read the manual for using E-AGM System thoroughly from e-mail that the Company or QuidLab Co. Ltd. sends to you. E-AGM system will be opened 60 minutes prior to the meeting.

2.3 If you have encounter with any technical problem in using the E-AGM system before or during the meeting, please contact Quidlab Co., Ltd. through channels mentioned in the e-mail sending to you.

### **3. Guideline for Proxy Appointment**

3.1 A shareholder must authorize only one proxy holder to attend the meeting and cast the vote, or appoint the Company's independent director or the director as specified in provided proxy forms to be the proxy holder by using the proxy form attached to the notice of Shareholders' Annual Ordinary General Meeting.

3.2 A shareholder other than foreign shareholders appointing custodian in Thailand as their proxy shall complete either proxy form A or form B (Recommended to use form B). Foreign shareholders appointing custodian in Thailand as their proxy may choose to use either proxy form A, form B or form C. In any case, each shareholder shall complete only one of the above proxy form.

3.3 A shareholder shall not split his/her votes, with the exception of foreign shareholder appointing custodian in Thailand using proxy form C.

3.4 A shareholder and a proxy holder shall completely fill out and sign the proxy form, and also initial such deleting, changing or alteration (if any).

3.5 The proxy form should affix duty stamp of Baht 20 and specify the date of proxy form across such stamp duty to validate the legality

3.6 Any original document which is not made in Thai or English is required to translate into English and certified true copy by the shareholder or authorized director(s) of such juristic person.

3.7 The documents mentioned above which has been made at the other country outside Thailand shall be certified by the Thai Consulate, or the notary public, or other competent person legally authorized by local laws of such country to certify the signature of such authorized director(s).

3.8 A proxy form together with documents required prior to attend the meeting, which is completely filled out and signed, shall be submitted to the Company as detailed in item 1.

### **4. Voting Conditions**

#### **4.1 Voting Regulation**

(1) Each shareholder shall have the voting rights equal to the number of shares held by such shareholder (one share one vote) to approve, disapprove or abstain in each agenda and cannot split his/her vote, except for foreign shareholders appointing Custodian in Thailand using proxy form C.

(2) In case of proxy form, if the grantor did not specify the authorization or the authorization is unclear for any of the agenda, the proxy holder shall have the right to consider and vote on such agenda on behalf of the Shareholder.

## **4.2 Voting Procedures**

The Chairman shall inform the meeting of the voting procedures as follows:

(1) The Chairman will propose the meeting to cast the vote for each agenda by asking whether any shareholders agree, disagree or abstain.

(a) A shareholder or proxy holder of proxy form A may cast his or her vote in each agenda to either approve, disapprove, or abstain. For a shareholder or proxy holder who does not vote in any agenda, the system will automatically count your vote as “approve”.

(b) For proxy holder of proxy form B and form C, where the proxy holder must cast the votes in accordance with the shareholders’ instruction, the Company shall count and record the votes as specified by the Shareholder. In case where the grantor does not specify the authorization or the authorization is unclear for any of the agenda, the proxy holder shall have the right to consider and vote on such agenda on behalf of the Shareholder.

(2) The voting made by a poll may be demanded by at least 5 shareholders and approved by the meeting. The chairman shall set up the procedure for voting by a poll and notify to the meeting before voting by a poll on such agenda.

## **4.3 Resolution of the Meeting**

The resolution of shareholder’s meeting consists the following vote:

- General case: the resolution shall be normally by a majority of votes. In the case of an equality of votes, the chairman of the meeting shall have an additional vote as casting vote.

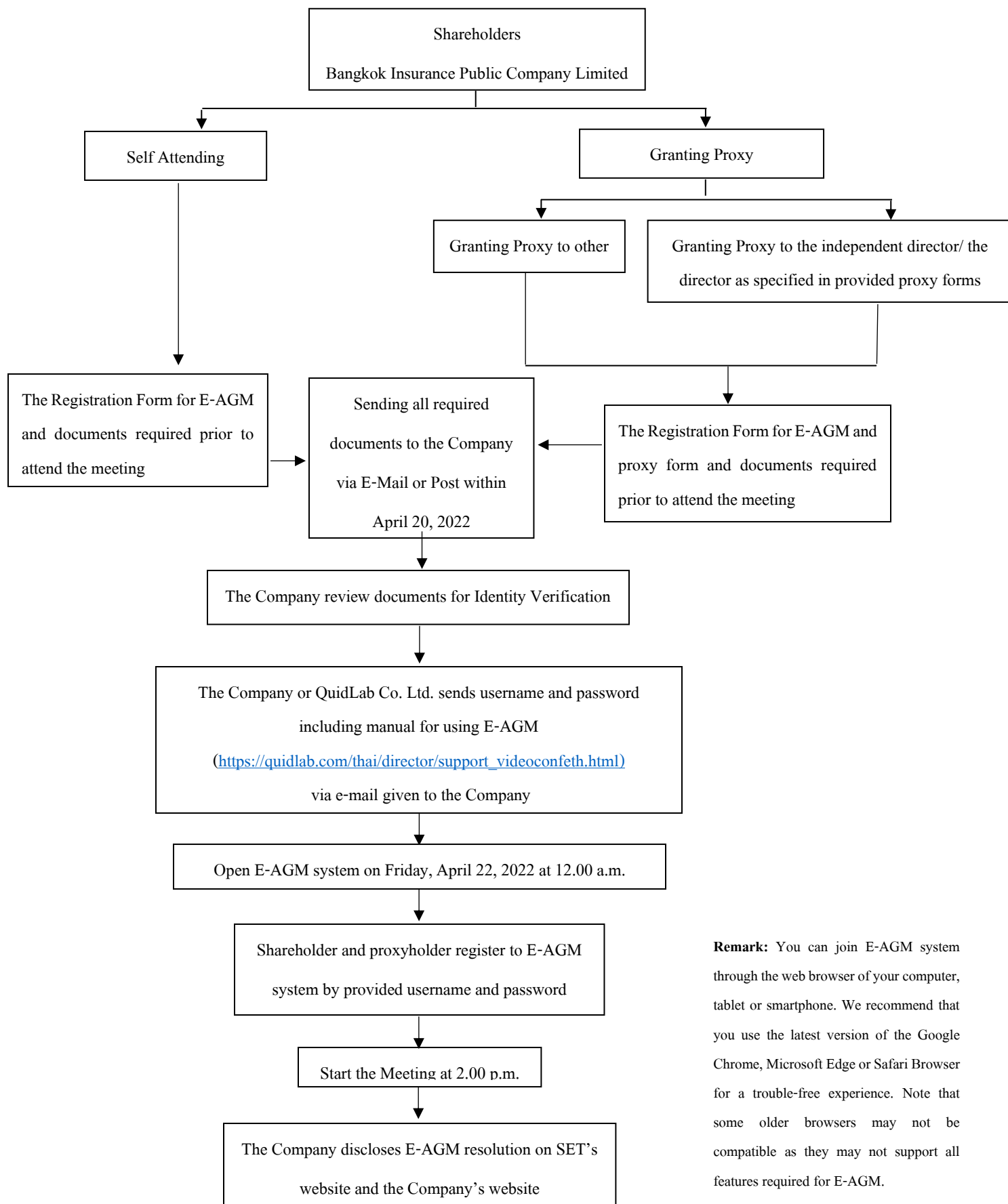
- Other case which the laws or the Company’s Articles of Association provided otherwise: the resolution shall be in accordance with such laws, regulations and/or Company’s Memorandum of Association, which the Chairman notify the meeting before voting on each agenda

The Chairman may solicit the shareholder who has a conflict of interest in each agenda to leave the meeting for a moment and cannot vote on such agenda.

## **4.4 Counting and Announcement of the vote**

The Chairman shall announce the results of the vote count when the vote count shall be completely done.

## E-AGM Procedures



**Remark:** You can join E-AGM system through the web browser of your computer, tablet or smartphone. We recommend that you use the latest version of the Google Chrome, Microsoft Edge or Safari Browser for a trouble-free experience. Note that some older browsers may not be compatible as they may not support all features required for E-AGM.

**The Registration Form for the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM)**

I,.....  
Postal Address.....  
.....  
.....  
E-mail.....Phone Number.....

am a Shareholder / Proxy Holder of a Shareholder named.....  
holding ordinary shares of Bangkok Insurance Public Company Limited in an amount of.....

confirms the attendance of the 29<sup>th</sup> Annual Ordinary General Meeting of Shareholders via electronic method (E-AGM) on Friday, April 22, 2022 at 2.00 p.m. The Company kindly send weblink for attending the E-AGM, username and password to my e-mail as stated above

Signature.....Shareholder/Proxy Holder

(.....)

Date.....

**Remark:** Please submit the completed Registration Form together with documents required prior to attend the meeting as detailed in Attachment 1 to this letter within Wednesday, April 20, 2022 via the following channels:

- Reply-Mail Envelope by post
- E-mail: [cs@bangkokinsurance.com](mailto:cs@bangkokinsurance.com)