

## Information of the sub-committees

The Board of Directors has appointed 5 sub-committees with appropriate expertise and experience, including Audit Committee, Nomination and Remuneration Committee, Executive Committee, Investment Committee, and Risk Management Committee, to support the specific duties of the Board of Directors. The scope, authority, duties, and responsibilities of each subcommittee are clearly defined, and the results of each subcommittee meeting are regularly reported to the Board of Directors for acknowledgement.

### Audit Committee

Name	Position	Type of director and has finance and accounting knowledge
1. Mr. Chusak Direkwattanachai	Chairman	Independent Director
2. Mr. Asoke Wongcha-um	Member	Independent Director
3. Mr. Pilas Puntakosol	Member	Independent Director

### Scope of Authorities and Responsibilities of the Audit Committee

1. To review the Company's financial reporting process to ensure that it is adequate, accurate, and reliable with adequate disclosure of important information in accordance with the general accounting standards.
2. To review the Company's internal control system and internal audit system to ensure that they are suitable, efficient and concise according to the standard framework, to define the authorities, duties and responsibilities, to determine an internal audit unit's independence, as well as to approve the appointment, transfer and dismissal of the Head of an Internal Audit unit or any other units in charge of an Internal Audit.
3. To review the Company's compliance with the law on Non-Life insurance, the regulations of the Office of Insurance Commission, the law on securities and exchange, the Exchange's regulations, and the law relating to the Company's business.
4. To consider, select and nominate an independent person to be the Company's Auditor, and to propose such person's remuneration, as well as to attend a non-management meeting with an Auditor at least once a year.
5. To provide suggestions to the management to ensure effective and efficient operational supervision and to report on the Audit Committee's operations to the Company's Board of Directors at the time the Audit Committee deems appropriate, in case there are any suspicious transactions or actions as follows:

5.1 Transactions that may lead to conflicts of interests,

5.2 Corruption, irregularity, or significant deficiency in the Internal Control,

5.3 Violation of the Law on Non-Life insurance, the law on securities and exchange, the Exchange's regulations, and the law relating to the Company's business.

If the Board of Directors or the executives do not proceed with the revision within the time specified by the Audit Committee, the Audit Committee must report to the Office of Insurance Commission without delay.

6. To provide an overall opinion on the Company's Internal Control performance report to the Board of Directors.

7. To review the effectiveness of the Company's Fraud Risk Management to ensure it follows the standard operation procedure. If it is found or suspected that there is fraud or any acts that has material impact on the financial position or the reputation of the Company, the Audit Committee shall report to the Board of Directors for rectification within the appropriate time, without delay, and as the Audit Committee deemed appropriate. If the Board of Directors or the executives fails to make a rectification within the time specified by the Audit Committee, the Audit Committee shall report on such fraud to the Office of Insurance Commission thereafter.

8. To review the connected transactions or the transactions that may lead to conflicts of interest, to ensure that they are in compliance with the laws and the Exchange's regulations and to ensure that such transactions are reasonable and for the highest benefit of the Company.

9. To prepare, and to disclose in the Company's annual report, an Audit Committee's report which must be signed by the Audit Committee's Chairman and consist of at least the following information as follows:

9.1 An opinion the accuracy, completeness and creditability of the Company's financial report,

9.2 An opinion on the adequacy of the Company's internal control system,

9.3 An opinion on the compliance with the law on securities and exchange, the Exchange's regulations, or the law relating to the Company's business,

9.4 An opinion on the suitability of an Auditor,

9.5 An opinion on the transactions that may lead to conflicts of interests,

9.6 The number of the Audit Committee meetings, and the attendance of such meetings by each committee member,

9.7 An opinion or overview comment received by the Audit Committee from its performance of duties in accordance with the charter, and

9.8 Other transactions which, according to the Audit Committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Company's Board of Directors.

10. To review the accuracy of reference documents and self-assessment form regarding the Company's measures against corruption according to the Private Sector Collective Action Coalition against Corruption Program.

11. To perform any other act as assigned by the Company's Board of Directors, with the approval of the Audit Committee.

If it considers necessary, the Audit Committee may seek advice, from external consultants or audit specialists at the Company's expense. In the case that the Audit Committee's duties are changed, the Company shall disclose a resolution to change its duties and name list of members and scope of work of the audit committee according to such change in the form as prescribed by the Stock Exchange of Thailand within 3 (three) business days and in the form prescribed by the Office of Insurance Commission within 15 (fifteen) business days from the date on which the change is made.

#### **Nomination and Remuneration Committee**

Name	Position	Type of director
1. Mr. Asoke Wongcha-um	Chairman	Independent Director
2. Mr. Chusak Direkwattanachai	Member	Independent Director
3. Mr. Boonchai Chokwatana	Member	Independent Director

#### **Scope of Authorities and Responsibilities of the Nomination and Remuneration Committee**

1. To determine and seek endorsement from the Board of Directors on the policies, criteria, and method to recruit the Directors and the Members of various Committees with the authorities and responsibilities directly assigned by the Board of Directors, and the nomination of the Executives Officers from the President level and higher;

2. To nominate, select, and seek endorsement from the Board of Directors on the qualified persons to hold the positions of Directors, Members of the Committees and Executive Officers from the President level and higher;

3. To determine the policies for remuneration payment and other benefits which will be offered to the Directors, Members of the Committees, and Executive Officers from the President level and higher to propose to the Board of Directors for considerations.

4. To determine the guidelines to evaluate the performance of the Directors and the Executive Officers from the President level and higher for the purpose of an annual review, by taking into account of their authorities, responsibilities and related risks, and value the long-term incremental value of the Shareholders' Equity to support the assessment too;
5. To consider and provide recommendations regarding the policies of Human Resources Management and policies related to the remuneration structure of the employees;
6. To perform any other acts assigned by the Board of Directors.

#### **Executive Committee**

Name	Position	Type of director
1. Mr. Somkiat Sirichatchai	Chairman	Executive Director
2. Mrs. Sujitpan Lamsam	Member	Executive Director
3. Mrs. Nualphan Lamsam	Member	Executive Director
4. Mr. Sara Lamsam	Member	Executive Director
5. Mr. Han Mong Siew	Member	Non-executive Director
6. Mr. Wasit Lamsam	Member	Executive Director
7. Mr. Adrian Lim	Member	Non-executive Director
8. Mr. Surat Srisomboonkul	Member	Executive Director
9. Mrs. Puntrika Baingern	Member and Secretary	Executive Director

#### **Scope of Authorities and Responsibilities of the Executive Committee**

1. To coordinate with the Management on all aspects of the day-to-day operations of the Company and on the implementation per the business plan and budget by the Management;
2. To consider and decide on certain issues assigned by the Board of Directors which shall be subject to review and improve as the Board of Directors shall see fit;
3. To consider and approve and/or endorse various issues in the ordinary course of business that is referred to them by the Management;
4. To consider all other issues not in the ordinary course of business and/or beyond the scope of approved business plan and budget which will significantly affect the financial condition, performance, or reputation of the Company.

## Investment Committee

Name	Position	Type of director
1. Mrs. Sujitpan Lamsam	Chairperson	Executive Director
2. Mrs. Nualphan Lamsam	Member	Executive Director
3. Mrs. Puntrika Baingern	Member	Executive Director
4. Mr. Han Mong Siew	Member	Non-executive Director

### Scope of Duties, Authorities and Responsibilities of the Investment Committee

1. Set Overall Strategies and Tactics, consistent with laws or regulations, in the Investment Policy Framework and Investment Plan of the Company which are approved by the Board of Directors as proposed by the Risk Management Committee.
2. Propose Investment Policies and Tactics to the Board of Directors via the Risk Management Committee once a year and to review these policies on a quarterly basis per the proposal of the Head of Investment Department and to report to the Risk Management Committee.
3. Monitor compliance of investments with relevant laws and regulations. If breaches occur, decide on the appropriate actions to be taken by the Chief Investment Officer, and if resolving the breaches seem practically unachievable, liaise with the Insurance Commissioner on how to manage the situation.
4. Monitor the compliance of the investments with the Investment Policy Framework. If breaches occur, decide on appropriate actions to be taken by the Chief Investment Officer and if resolving the breaches seems practically unachievable, decide on how to manage the situation in the best interest of all stakeholders.
5. Manage and coordinate with financial institutions, external fund managers, responsible custodians and banks of the Company.
6. Provide recommendation to the Risk Management Committee concerning revisions in the Investment Policy Framework and Investment Plan before presenting to the Board of Directors.
7. Ensure adequate and effective operational procedures, internal controls and systems for identifying, measuring, monitoring and controlling investment risks are in place to implement the Board of Directors' approved policies and standards.
8. Ensure effective management information systems to ensure timely, accurate and informative reporting on investment activities and the existence of a comprehensive reporting process.
9. Ensure clear delineation of lines of authority and responsibilities for managing investments.
10. Perform any other duties that may be delegated by the Executive Committee from time to time.

## Risk Management Committee

Name	Position	Type of director
1. Mr. Somkiat Sirichatchai	Chairman	Executive Director
2. Mrs. Sujitpan Lamsam	Member	Executive Director
3. Mrs. Nualphan Lamsam	Member	Executive Director
4. Mrs. Puntrika Baingern	Member	Executive Director
5. Mr. Suthee Mokkhavesa	Member	Executive Director
6. Mr. Han Mong Siew	Member	Non-executive Director
7. Mr. Harvey Chamberlain	Member	Non-executive Director
8. Mr. Adrian Lim	Member	Non-executive Director
9. Mr. Wasit Lamsam	Member	Executive Director
10. Mr. Surat Srisomboonkul	Member	Executive Director
11. Mr. Prawith Jimarkorn	Member	Executive Director
12. Mr. Pongsathorn Liamnak	Member	Executive Director

### Scope of Authorities and Responsibilities of the Risk Management Committee

1. To assist the Board of Directors to determine the risk appetite;
2. To review and recommend the Risk Management Strategies, Policies and Risk Tolerance for the Board of Directors' consideration and approval;
3. To determine, examine and seek endorsement from the Board of Directors on framework, policies and other documents relevant to the risk management which must cover various major risks such as insurance risk, credit risk, liquidity risk, market risk, operational risk, investment risk as well as reputation risk;
4. To review the adequacy of the Risk Management Policies and Framework for identifying, measuring, monitoring and controlling risks and to provide recommendations to the Board of Directors as deemed necessary;
5. To ensure adequate infrastructures, resources, systems and documentation are in place for effective risk management;
6. To review the management's periodic reports on risk exposure, capital efficiency, risk portfolio composition and the Company's activities that related to Risk Management to ensure the Company operates its business under the Risk Management Policy.
7. To provide recommendation to the Board of Directors periodically concerning the solvency position of the Company at present and expect to be in the future;
8. To ensure clear delegation of lines of authority and responsibilities for managing risk;

9. To ensure that the risk governance procedures fully comply with the prevailing corporate governance regulations of Thailand, and to advise the Board of Directors on any risk of potential breach of such regulations;
10. To establish Risk Mitigation Plan to handle the risk in case of emergencies;
11. To perform any other actions as assigned by the Board of Directors or Audit Committee.