

8<sup>th</sup> April 2026

Re: Invitation to attend the 2026 Annual General Meeting of Shareholders (“AGM”)  
To: Shareholders

Attachments: 1. A copy of the Minutes of the 2025 Annual General Meeting  
2. Report of the Company’s 2025 performance  
3. 2025 Annual Report (in the form of QR code)  
4. Profile of nominated director for election  
5. Proxy Form

The Board of Directors of MSIG Insurance (Thailand) Public Company Limited held a meeting on 17<sup>th</sup> March 2026 and resolved to hold the 2026 Annual General Meeting of Shareholders on **Wednesday, 22<sup>th</sup> April 2026 at 11.00 a.m. in the “Auditorium Room” on the 10<sup>th</sup> Floor, MSIG Building, 1908 New Petchburi Road, Bangkok, Huay Kwang, Bangkok**, with the following agenda:

- Agenda 1 To approve the Minutes of the 2025 Annual General Meeting of Shareholders**  
**The Board’s Opinion:** The Board agrees that the Minutes of the 2025 Annual General Meeting of Shareholders held on 22nd April 2025 have been correctly recorded and proposes to the Shareholders’ Meeting to consider approving the said Minutes.
- Agenda 2 To acknowledge the Report on the Company’s 2025 performance.**  
**The Board’s Opinion:** The Board proposes to the Shareholders’ Meeting to acknowledge the Company’s 2025 performance. Details are shown in Attachment No. 2, which has been distributed to the shareholders together with this invitation.
- Agenda 3 To approve the Company’s Finance Statements for the fiscal year ended 31<sup>st</sup> December 2025**  
**The Board’s Opinion:** The Board proposes to the Shareholders’ Meeting to consider approving the Company’s Finance Statements for the fiscal year ended 31<sup>st</sup> December 2025 which have been audited and certified by the external auditor, KPMG Phoomchai Audit Limited and endorsed by the Board as being accurate. Details are shown in Attachment No.3 which has been distributed to the shareholders together with this invitation.
- Agenda 4 To approve the allocation of net profit and dividend payment.**  
**The Board’s Opinion:** The Board reported to the Shareholders Meeting that in 2025 the Company had a profit after tax in the amount of Baht 224 million and no accumulated losses. The Board, therefore, proposes that Shareholders consider approving a dividend payment of Baht 40 per share for a total of 1,426,662 shares, amounting to Baht 57 million. Such dividend payment will be made only to the shareholders who are entitled to receive the dividend as per the names appearing in the Company’s Shareholder Register Book as of 31<sup>st</sup> March 2026. The dividend shall be paid on 15<sup>th</sup> May 2026. Regarding the remaining profit in the amount of Baht 167 million, the Board proposes that Shareholders consider approving the allocation of this amount to the Company’s retained earnings account.

**Agenda 5 To approve the election of directors who are due to retire by rotation, nominated new director and to determine the remuneration of directors.**

**The Board's Opinion:** There are two directors who are due to retire by rotation, namely,

1) Mr. Sanit Rangnoi	Chairman of the Audit Committee and member of Nomination and Remuneration Committee.
2) Mr. Clemens Phillippi	Executive Director, member of Audit Committee and the Nomination and Remuneration Committee

The Board of Directors, with the recommendation of the Nominations and Remuneration Committee, have considered candidates taking into account their knowledge, expertise, and experience relevant to the Company's business; and therefore, proposed that Shareholders consider re-electing Mr. Sanit Rangnoi and Mr. to serve as director sand to continue their current roles for another term.

In order to ensure that the structure of the Board of Directors remains appropriate and aligned with the size, nature, and complexity of the Company's insurance business, as well as to enhance the effectiveness of corporate governance, risk management oversight, and strategic direction setting, the Board of Directors deems it appropriate to propose the appointment of one additional director.

Having considered the recommendation of the Company's Nomination and Remuneration Committee, the Board proposes that Mr. Michiya Goto be appointed as an additional director of the Company. This is on the basis that Mr. Michiya Goto possesses the requisite knowledge, expertise, and extensive experience in executive management within insurance companies across multiple countries, and that he meets all qualifications for directors as prescribed by applicable laws and the Company's Articles of Association, as detailed in Attachment No. 4.

The Board, with the recommendation of the Nomination and Remuneration Committee, further proposes that Shareholders approve the directors' remuneration to be paid at the same rates as per details below:

- (1) Director's Bonuses for 2025 performance for four (4) directors, in the total amount of Baht 3,150,000. (Three million one hundred and fifty thousand Bath).
- (2) Meeting fees of the Board of Directors and Board sub-committees (i.e., Audit Committee and Nomination & Remuneration Committee)

Chairperson	30,000	Baht per meeting attended.
Director	20,000	Baht per person per meeting attended.
- (3) Overseas seminar allowance (if any), in the amount of Baht 10,000 per person per trip plus other travelling expenses as actually incurred.

The directors who waived their right to receive the director's bonuses, the meeting fees, and the overseas seminar allowance for 2026 were Mr. Norihiro Tanaka, Mr. Clemens Philippi and Mr. Rattapol Gitisakchayakul.

**Agenda 6 To approve the appointment of the Auditor and Determination of Audit Fees**

**The Board's Opinion:** The Board proposes to the Shareholders' Meeting to consider appointing KPMG Phomchai Audit Limited with Ms. Orawan Chotiwiriyakul, CPA No. 10566, or Ms. Thitima Phongchaiyong, CPA No. 10728, or Mr. Songchai Wongpiriyaporn, CPA No. 10996, or Mr. Jedsada Leelawatanasuk, CPA No. 11225 of KPMG Phoomchai Audit Ltd. as the Company's auditors for the year 2024 with total audit fees of Baht 3,400,000 (Three million four hundred thousand baht) plus out-of-pocket on actual expenses incurred.

**Agenda 7 Any Other Business (if any)**

Shareholders are cordially invited to attend the meeting on the date, time and place mentioned above. If a shareholder cannot attend the meeting and would like to appoint a proxy to attend the meeting and to vote on his/her behalf, the shareholder needs to complete and sign his/her name on the attached proxy form. If you wish to grant proxy to an independent director, we would like to propose **Mr. Boonchu Angchaisuksiri, the Company's Independent Director**, who has no conflicts of interest in any agenda except Agenda 5 regarding Director's Remuneration.

Please submit the original proxy form together with the supporting documents to the Company through the following channels:

- (1) by taking a photograph of the documents and sending them via email to [cs@th.msig-asia.com](mailto:cs@th.msig-asia.com);  
or
- (2) by sending the original documents by post to the Company Secretary, MSIG Insurance (Thailand) Public Company Limited, 15th Floor, MSIG Building, No. 1908 New Phetchaburi Road, Bang Kapi Sub-district, Huai Khwang District, Bangkok 10310.

In addition, the Company has published the Notice of the Annual General Meeting of Shareholders together with all supporting documents on our website at [www.msig-thai.com/th/shareholder-services](http://www.msig-thai.com/th/shareholder-services) from 8 April 2026 onwards.

Should you have any queries or require any additional information about the meeting or would like to make any changes to your personal information or the method of receiving dividend payment, please contact the Company Secretary, telephone No. 02-825-8519 or email to [cs@th.msig-asia.com](mailto:cs@th.msig-asia.com)

Yours sincerely,



Mr. Arnop Phorndhiti  
Chairman of the Board of Directors