

THRE: Resolutions of Board of Director's Meeting No.3/2017

August 31, 2017

President

The Stock Exchange of Thailand

Attachments: Form for Report on Names of Members and Scope of Performance of the Audit Committee (F24-1)

Thai Reinsurance Public Company Limited would like to report the resolutions of the Board of Director's Meeting No. 3/2017 held on August 31, 2017, as follows:

1. Appoint Chairman and Vice Chairman with the effective date from August 31, 2017 as follows:
 - 1.1 Mr. Surachai Sirivallop as Chairman
 - 1.2 Mr. Chandran Ratnaswami as Vice Chairman
2. Approve the payment of interim dividend for the operating period of January 1 – June 30, 2017 at the rate of Baht 0.05 per share. The record date of shareholders for rights to receive the dividend will be on September 15, 2017, the closing date of register book will be on September 18, 2017 and the payment date will be on September 29, 2017. Tax basis of the dividend payment are as follows:
 - Shareholder would get tax credit of Baht 0.01 dividend per share paid from net profit with 20% corporate income tax.
 - Shareholder would not get tax credit of Baht 0.04 dividend per share paid from net profit with 5-year cumulative losses.
3. Approve the amendment of the Audit Committee Charter to ensure its scope of duties and responsibilities are completed in accordance with the principles of good corporate governance as per the attachments.

Please be informed accordingly.

Sincerely yours,

(Mr. Oran Vongsuraphichet)
Chief Executive Officer

Form for Report on Names of Members and Scope of Performance of the Audit Committee

The Board of Directors meeting of Thai Reinsurance Public Company Limited No. 3/2017 held on August 31, 2017 resolved the meeting's resolutions in the following manners:

- ~~Determination~~/Change in the scope of duties and responsibilities of the audit committee with the following details:

-As details below-

.....

.....

.....

, the ~~determination~~/change of which shall take an effect as of August 31, 2017

The audit committee is consisted of:		Remaining terms of holding office
1. Chairman of the Audit Committee	Mr. Aswin Kongsiri	2 years 8 months
2. Director of the Audit Committee	Ms. Potjanee Thanavarant	1 year 8 months
3. Director of the Audit Committee	Mr. Chanin Roonsamrarn	8 months
Secretary to the Audit Committee	Mr. Kiti Wichitsawangwong	

The Audit Committee has the scope of authority, responsibility and reporting to the Board of Directors as follows:

1. To review and ensure the accuracy and adequacy of the Company's financial report.
2. To review and ensure the adequacy and effectiveness of the Company's internal controls and internal audit systems.
3. To consider charter of the internal audit unit and ensure the unit independent. To approve the appointment, performance evaluation, promotion, transfer and termination of the head of internal audit unit or any other unit in charge of an internal audit.
4. To review and ensure the Company's practices compliance with the laws and regulations specified by The Stock Exchange of Thailand (SET) and all other laws relating to the Company's business.
5. To consider, select, nominate, and terminate 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 the auditor at least once a year.
6. To consider connected transactions or transactions where there may be a conflict of interest and ensure that they conform to the laws and regulations of The Stock Exchange of Thailand (SET), and are reasonable and in the best interests of the Company.
7. To prepare an Audit Committee's report, signed by the Audit Committee Chairman, which must contain at least information as required by The Stock Exchange of Thailand (SET) for publication in the Company's annual report.

8. To review and ensure that the Company has risk management policy and proper implementation of policies and guidelines for effective risk management, and supervise the Enterprise Risk Management Committee.
9. To review and ensure that the Company has the whistle blowing system, to ensure that all complaints are independently investigated and properly follow-up
10. To review and ensure that the Audit Committee Charter covers the duties and responsibilities of the Audit Committee at least once a year.
11. To perform any other duties assigned by the Board of Directors with the consent of the Audit Committee.
12. In cases where any internal audit or any other work of the Audit Committee requires specialized expertise, the Audit Committee shall consider hiring the consultants or external professional experts with the Company's expenses, for giving opinion or recommendation.

The company hereby certifies that

1. The qualifications of the aforementioned members meet all the requirements of the Stock Exchange of Thailand; and
2. The scope of duties and responsibilities of the audit committee as stated above meet all the requirements of the Stock Exchange of Thailand

(Seal)

Signed _____ Chief Executive Officer
(Mr. Oran Vongsuraphichet)