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The Minutes of Extraordinary General Meeting of Shareholders No. 1/2565

TQM Alpha Public Company Limited or “TQM”

(Formerly known as TQM Corporation Public Company Limited)

Meeting Date : Thursday 18 August 2022 at 14.00 hours
Place : Electronic Meeting at TQM Alpha Public Company Limited, the Integrity Room, 6th floor,
Chairman : Dr.Unchalin Punnipa Chairman of the Board of Directors
Meeting Secretary : Ms.Supichaya Theppitak Company Secretary
Attendees : Before the meeting

Description	Shareholders	Votes
No. of shareholders	8,146	600,000,000
Shareholder attending in person	39	354,443,903
Shareholder attending by proxy	512	93,814,039
Total shareholders attending meeting	551	448,257,942

There were 74.7097% of the total issued and paid and outstanding shares of 600,000,000 of the Company, thus, forming a quorum according to Company Article of Association.

Meeting open at 14.00 hours.

Before the official opening of the meeting, Ms. Ariya Silakorn, Assistant Vice President – Investor Relations, as the moderator, welcomed the shareholders and informed that under the outbreak of the COVID-19 virus, the Company was aware and cared for everyone's health. The Board of Directors therefore approved to hold the Extraordinary General Meeting of Shareholders No. 1/2565 of the Company via electronic media (E-EGM) only. This meeting was an electronic meeting in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and the announcement of the Ministry of Digital Economy and Society on Security Standards of Electronics Conferences B.E. 2563 (2020) and in accordance with the rules stipulated by relevant laws on Thursday 18 August 2022 at 14.00 hours. The names of shareholders entitled to attend the Extraordinary General Meeting of Shareholders No.1/2565 were specified on the date of 22 July 2022 or Record Date and the meeting invitation letter had been sent to all shareholders. After that, the moderator informed the agenda of the meeting according to the meeting invitation as follows:

- Agenda 1 To certify the minutes of the Annual General Meeting of Shareholders for 2022
- Agenda 2 To consider and approve the change of Company's name
- Agenda 3 To consider and approve the change of Company's seal
- Agenda 4 To consider and approve the amendment of Company's Memorandum of Association, clause 1
- Agenda 5 To consider and approve the amendment of Company's Articles of Association
- Agenda 6 To consider and approve the appointment of one new director
- Agenda 7 To consider other matters (if any)

The Company allowed shareholders who were unable to attend the meeting could appoint proxies to independent director, the information of the independent director appeared in the notice of the Extraordinary General Meeting of Shareholders No. 1/2565 Enclosure 4 pages 3.

The Company published the invitation letter for the Extraordinary General Meeting of Shareholders No. 1/2565 along with supporting documents in both Thai and English on the Company's website since 3 August 2022 (15 days in advance) to allow shareholders sufficient time to consider meeting agendas and supporting information and allow shareholders to submit questions in advance to the Company Secretary in order to be able to answer shareholders' questions completely and comprehensively

The moderator introduced the board's members to the meeting as follows:

- | | |
|---|--|
| 1. Dr. Unchalin Punnipa | Chairman of the Board of Directors / Chairman of Risk Management Committee / President |
| 2. Mr. Marut Simasathien
(attended via electronic media) | Independent Director / Chairman of the Audit Committee / Nomination and Remuneration Committee / Risk Management Committee / Corporate Governance Director |
| 3. Mr. Chinapat Visuttiapat
(attended via electronic media) | Independent Director / Member of The Audit Committee / Nomination and Remuneration Committee / Risk Management Committee / Corporate Governance Director |
| 4. Dr. Rutchaneeporn Pookayaporn
(attended via electronic media) | Independent Director / Chairman of the Nomination and Remuneration Committee / Member of The Audit Committee / Corporate Governance Director |
| 5. Ms. Suvabha Charoenying
(attended via electronic media) | Independent Director / Chairman of Corporate Governance Committee |
| 6. Dr. Napassanun Punnipa | Chairman of Executive Committee / Nomination and Remuneration Committee / Chief Executive Officer (CEO) |
| 7. Ms. Somporn Ampaisutthipong | Executive Director / Chief Financial Officer (CFO) |
| 8. Ms. Ratana Punnipa | Executive Director / Nomination and Remuneration Committee / Chief Risk Officer (CRO) |
| 9. Mr. Ampon Oniam | Executive Director / Chief Operations Officer (COO) |

Director who did not attend the meeting, Mr. Thana Thienachariya

The Company has 10 directors, of which 9 directors has attended the meeting, or equal to 90%.

Then the moderator introduced Company's executives and legal advisors attending the meeting as follows:

Executives

- | | | |
|--------------------------|------------------------------------|---------------------------------|
| 1. Mr. Surath Pralongsil | Chief Commercial Officer (CCO) | (attended via electronic media) |
| 2. Dr. Chupun Gowarit | Chief Transformation Officer (CTO) | (attended via electronic media) |

3. Mr. Patinyasak Tuntichuti Accounting Vice President (attended via electronic media)
4. Ms. Kanjaneer Kulsurakit Assistant Finance Vice President (attended via electronic media)

Legal Advisor ONE Law Office Limited

1. Ms. Sukanya Singmethakul (attended via electronic media)
2. Ms. Vasinee Woramuksik (attended via electronic media)

The moderator informed the meeting process and the instruction in sharing comments.

The Company assigned Quidlab Co., LTD. an Electronic Meeting System service provider (E-EGM) as an independent agency to review the registration, collect and count the voting results in the meeting of the shareholders. In the event that shareholders encounter technical difficulties in using the Electronic Meeting System (E-EGM) before or during the meeting, please contact Quidlab Co., LTD. Tel. : +66(0)-2-013-4322 or +66(0)-800-087-616 E-mail : info@quidlab.com through the channels specified in the Electronic Conference System (E-EGM) manual that shareholders received by email.

Shareholders could attend the meeting via Weblink that Quidlab Co., LTD. sent by E-mail that the shareholder or proxy had registered with the Company. Shareholders can log in by filling in the Username and Password according to the method specified by the Company and can register by clicking on the button "Register to Attend the Meeting" which this step would be considered that the shareholders had completed the registration to attend the meeting. The number of shareholders' shares would be counted to constitute a quorum.

Today's meeting was conducted in order of the agenda stated in the meeting invitation letter, and the meeting will be informed in each agenda. The Company allow shareholders to ask questions and share their comment through two channels:

- Channel 1: Press the "Raise Hand" button, and a hand symbol will appear at the bottom of the screen. Staff will allow shareholders to turn on the microphone and camera to ask question or share comments. Then, please press "Raise Hand" button again to lower your hand.
- Channel 2: Type a message through the system chat box (E-EGM) by clicking on the "Chat" button to type the message and when finished typing press "Enter" to send the message and then the officer would read the shareholders' questions.

If any shareholder had questions or comments about the Company that was not on the agenda, the moderator would read the inquiries and comments on the last agenda (Others) which was at the end of the meeting.

Votes counting and votes casting

- Voting method was an E-Voting system, counting votes as 1 share to 1 vote
- At the end of each agenda, the meeting would be allowed to vote on that agenda.
- The shareholders 60 seconds to vote for each agenda.
- The shareholders can vote "Agree" "Disagree" or "Abstain" for each agenda
- In the vote counting, only the votes of "Disagree" and/or "Abstain" be counted. Then, these votes will be deducted from the total number of votes attending the meeting. The rest would be considered as the votes to approve that agenda.

- In case the shareholders did not vote for any agenda, the system would count the votes as "Agree" automatically.
- When the counting of votes for that agenda was completed, the voting results would be displayed to the meeting. If the vote counting from the meeting had been completed, the system would close voting for that agenda.
- However, the number of shareholders and votes in each agenda may not be the same as there may be additional shareholders or proxies attending or leaving the meeting.

Vote Casting

- If a shareholder wishes to vote "Disagree" or "Abstain" during the vote casting period of each agenda, please press "Vote", which is the first icon on the left of the screen, to press "Disagree" or "Abstain". After casting the vote, please press "Send". Then, a pop-up message "Vote is submitted" will be shown on the screen. If no voting is selected or pressed in any agenda, it will be deemed a favorable vote.
- If a shareholder authorizes a proxy to attend the meeting and votes for his/her own self, the Company has already recorded shareholders' votes "Agree", "Disagree" or "Abstain" of each agenda into the system.

Then the moderator reported that the company had 8,146 shareholders, representing 600,000,000 shares. There were 39 shareholders attending in person, representing 354,443,903 shares, and 512 shareholders attending by proxy, representing 93,814,039 shares. Total number of shareholders and proxies attending the meeting was 551, representing 448,257,942 shares or 74.7097%, thus, forming a quorum according to Company's articles of association.

The moderator invited Dr.Unchalin Punnipa, the Chairman of the meeting, to welcome the shareholders and open the Extraordinary General Meeting of Shareholders No. 1/2565.

Agenda 1. To certify the minutes of the Annual General Meeting of Shareholders for 2022

The chairman addressed the meeting that the company held the 2022 annual general meeting of shareholders on 28 April 2022 with details in enclosure 1 of the invitation of Extraordinary General Meeting of Shareholders No. 1/2565. The board had considered and approved to propose to the Extraordinary General Meeting of Shareholders No. 1/2565 to certify.

The moderator asked the shareholders and proxies for questions and suggestions. There was not any question from shareholders and proxies for this agenda. The moderator, thereafter, announced the voting result as follows:

Type of Vote	Number of Votes (1 share 1 vote)	Percent of votes of the Shareholders who attend the meeting and cast their votes (%)
Approved	448,351,539	100.0000
Disapproved	3	0.0000
Voided	-	-
Total	448,351,542	100.0000
Abstained	-	-

Remark:

1. This matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.
2. In this agenda, there were additional three shareholders with a total of 93,600 shares joining the meeting. (Total number of shareholders joining the meeting was 554.) Total shares counted in this agenda were 448,351,542 shares or 74.7253% of Company's sold shares.

Resolution: Certified the Minutes of the Annual General Meeting of Shareholders for 2022 held on 28 April 2022, by majority of the total number of votes of all shareholders attending the Meeting and casting their votes

Agenda 2. To consider and approve the change of Company's name

The Chairman informed that according to the Board of Directors' meeting of TQM Corporation Public Company Limited No.3/2565 held on 11 May 2022, it resolved to approve the change of company's name, and to propose to the shareholders' meeting for consideration and approval. The change of Company's name is in accordance with the expansion to diversified businesses by partnering with experts in different fields, such as finance, car dealer or construction, etc. The businesses are categorized into three main businesses, namely 1. Insurance Group 2. Financial Group 3. Technology Platform Group. The ticker "TQM" in the Stock Exchange of Thailand remains unchanged. Details are as follows.

Present Thai name	บริษัท ทีคิวเอ็ม คอร์ปอเรชั่น จำกัด (มหาชน)
Present English name	TQM Corporation Public Company Limited
New Thai name	บริษัท ทีคิวเอ็ม อัลฟา จำกัด (มหาชน)
New English name	TQM Alpha Public Company Limited

It is approved to propose to EGM 1/2565 to consider and approve the change of Company's name.

The moderator asked the shareholders and proxies for questions and suggestions. There was not any question from shareholders and proxies for this agenda. The moderator, thereafter, announced the voting result as follows:

Type of Vote	Number of votes (1 share 1 vote)	Percent of votes of the shareholders present at the meeting and eligible to vote (%)
Approved	448,351,539	100.0000
Disapproved	3	0.0000
Abstained	-	-
Voided	-	-
Total	448,351,542	100.0000

Remark: This matter requires an affirmative resolution passed by no less than three quarters of the total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: Approve the change of Company's name by no less than three quarters of the total number of votes of the shareholders present at the meeting and eligible to vote

Agenda 3. To consider and approve the change of Company's seal

The Chairman informed the meeting that in accordance with the change of Company's name in Agenda 2, the Company's seal should be changed accordingly.



It is approved to propose to EGM 1/2565 to consider and approve the change of Company's seal in accordance with name change.

The moderator asked the shareholders and proxies for questions and suggestions. There was not any question from shareholders and proxies for this agenda. The moderator, thereafter, announced the voting result as follows:

Type of Vote	Number of votes (1 share 1 vote)	Percent of votes of the shareholders present at the meeting and eligible to vote (%)
Approved	448,351,539	100.0000
Disapproved	3	0.0000
Abstained	-	-
Voided	-	-
Total	448,351,542	100.0000

Remark: This matter requires an affirmative resolution passed by no less than three quarters of the total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: Approve the change of Company's seal by no less than three quarters of the total number of votes of the shareholders present at the meeting and eligible to vote

Agenda 4. To consider and approve the amendment of Company's Memorandum of Association, clause 1

The Chairman informed the meeting that in accordance with the change of Company's name in Agenda 2, the Company's Memorandum of Association must be amended with details as follows.

- The Company's name is “บริษัท ทีคิวเอ็ม อัลฟา จำกัด (มหาชน)” with the name in English as "TQM Alpha Public Company Limited"

Approved to propose to EGM 1/2565 to consider and approve the amendment of Company's Memorandum of Association, clause 1, in accordance with name change

The moderator asked the shareholders and proxies for questions and suggestions. There was not any question from shareholders and proxies for this agenda. The moderator, thereafter, announced the voting result as follows:

Type of Vote	Number of votes (1 share 1 vote)	Percent of votes of the shareholders present at the meeting and eligible to vote (%)
Approved	448,351,539	100.0000
Disapproved	3	0.0000
Abstained	-	-
Voided	-	-
Total	448,351,542	100.0000

Remark: This matter requires an affirmative resolution passed by no less than three quarters of the total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: Approve the change of Company's seal by no less than three quarters of the total number of votes of the shareholders present at the meeting and eligible to vote

Agenda 5. To consider and approve the amendment of Company's Articles of Association

The Chairman informed the meeting that in accordance with the change of Company's name in Agenda 2 and the change of Company's seal in Agenda 3, the Company's Articles of Association: article 1, 2 and 54, should be amended with details as follows.

1. Present: These Articles shall be called the Articles of Association of "TQM Corporation Public Company Limited"
- New: These Articles shall be called the Articles of Association of "TQM Alpha Public Company Limited"

2. Present: Unless specified otherwise, the term "Company" shall mean บริษัท ทีคิวเอ็ม คอร์ปอเรชั่น จำกัด (มหาชน) with the name in English as "TQM Corporation Public Company Limited"
- New: Unless specified otherwise, the term "Company" shall mean บริษัท ทีคิวเอ็ม อัลฟา จำกัด (มหาชน) with the name in English as "TQM Alpha Public Company Limited"

54. Company's seal

Present	New

It is approved to propose to EGM 1/2565 to consider and approve the amendment of Company's Articles of Association, article 1, 2 and 54, in accordance with name change.

The moderator asked the shareholders and proxies for questions and suggestions. There was not any question from shareholders and proxies for this agenda. The moderator, thereafter, announced the voting result as follows:

Type of Vote	Number of votes (1 share 1 vote)	Percent of votes of the shareholders present at the meeting and eligible to vote (%)
Approved	448,351,539	100.0000
Disapproved	-	-
Abstained	-	-
Voided	3	0.0000
Total	448,351,542	100.0000

Remark: This matter requires an affirmative resolution passed by no less than three quarters of the total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: Approve the amendment of Company's articles of association article 1, 2 and 54 by no less than three quarters of the total number of votes of the shareholders present at the meeting and eligible to vote

Agenda 6. To consider and approve the appointment of one new director

The Chairman informed that according to the Board of Directors' meeting of TQM Corporation Public Company Limited No.4/2565 held on 7 July 2022, it resolved to approve the appointment of one new director, Mr. Nattavudh Pungcharoenpong, to be a new Non-Executive Director of the Company with remuneration as approved by the shareholders' meeting. In order to support the business growth, the Company needs to seek for more diversity of proficient and experienced talents. The Board of Directors approved to propose in the Extraordinary General Meeting of Shareholders 1/2565 to approve the appointment of Mr. Nattavudh Pungcharoenpong who has an expertise in technology, to be a new Non-Executive Director of the Company. Therefore, the number of Company's directors will be changed from 10 to 11.

The nominated person has passed the prudent and judicious consideration and screening of the Board of Directors and the Remuneration Committee. Mr. Nattavudh Pungcharoenpong, who has an expertise in technology, is well-qualified and does not have prohibited characteristics as specified by relevant regulations and laws. Also, he is proficient and experienced in the specific field. This appointment will increase efficiency and diversity of the Board's structure, and will be beneficial to the operations of the Company.

The moderator asked the shareholders and proxies for questions and suggestions. There was not any question from shareholders and proxies for this agenda. The moderator, thereafter, announced the voting result as follows:

Type of Vote	Number of Votes (1 share 1 vote)	Percent of votes of the Shareholders who attend the meeting and cast their votes (%)
Approved	447,449,228	99.7987
Disapproved	902,314	0.2013
Voided	-	-
Total	448,351,542	100.0000
Abstained	-	-

Remark: This matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

Resolution: Approve the appointment of one new director, Mr. Nattavudh Pungcharoenpong, to be a new Non-Executive Director of the Company by a majority of the total number of votes of the shareholders who attend the meeting and cast their votes

Agenda 7. To consider other matters (if any)

The moderator informed the meeting there was no suggestion or comment for this agenda. Therefore, she opened the floor for shareholders and/or proxies to share useful comments. There was no further question from shareholders and proxies for this agenda. The moderator asked the Chairman to close the meeting.

The Chairman brought the meeting to a close and thanked shareholders for their trust and partnership in TQM Corporation Public Company Limited, which from now on should be called TQM Alpha Public Company Limited. He also thanked for taking time to attend the Extraordinary General Meeting of Shareholders No. 1/2565, and hoped for kind cooperation again in the future as always.

The meeting adjourned at 14.48 hours.

-Signature-

..... Chairman of the meeting
(Mr.Unchalin Punnipa)

-Signature-

.....Company Secretary
(Miss Supichaya Theppitak)