

Minutes of the Extraordinary General Meeting of Shareholders No. 1/2025

Jasmine International Public Company Limited

Date, Time and Place

The Meeting was held on Thursday 23rd January 2025 at 2:00 PM, via electronic method (E-Meeting) or (E-EGM) only, pursuant to the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and the Notification of the Ministry of Digital Economy and Society Regarding Standards for Maintaining Security of Meetings via Electronic Means B.E.2563 (2020). The live broadcast was conducted from Meeting Rooms 5 and 6, 30th Floor, Jasmine International Tower, No. 200, Moo 4, Chaeng Watthana Road, Pakkret Sub-District, Pakkret District, Nonthaburi Province 11120.

Directors, Executives, and other Persons who Attended the Meeting:-

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| 1. Dr. Soraj Asavaprappa | Chairman of the Board of Directors, Chairman of the Executive Board, and Chief Executive Officer (Acting) |
| 2. Mr. Karl Jamornmarn | Independent Director, Chairman of the Audit and Corporate Governance Committee, and Member of the Remuneration and Nomination Committee |
| 3. Dr. Nattakit Tangpoonsinthana | Independent Director, Chairman of the Remuneration and Nomination Committee, and Member of the Audit and Corporate Governance Committee |
| 4. Mr. Charkit Therdkiat | Independent Director, and Member of the Audit and Corporate Governance Committee |
| 5. Mr. Veerayooth Bodharamik | Director, Chairman of the Committee of Risk Management for Sustainable Development, and Member of the Remuneration and Nomination Committee |
| 6. Mr. Sang Do Lee | Director and Member of the Executive Committee |
| 7. Ms. Benjawan Rakwong | Director and Member of the Committee of Risk Management for Sustainable Development |
| 8. Mr. Pasucha Veerakijakarn | Director |
| 9. Mr. Supakorn Supukporn | Member of the Committee of Risk Management for Sustainable Development, Chief Financial Officer (Acting), and Assistant Vice President, Accounting Department |
| 10. Mr. Thanyaphat Niruthisard | Member of the Executive Committee, Member of the Risk Management for Sustainable Development Committee, and Chief of Staff |
| 11. Ms. Vorraphan Chanpen | Member of the Executive Committee, and Chief Investment Officer |
| 12. Ms. Pitirudee Sirisamphan | Company Secretary, and Senior Vice President of Compliance and Regulatory |
| 13. Mr. Teerasak Petchpaibool | Legal Advisor, TTT& Partners Co., Ltd. |
| 14. Mr. Sahatsawat Satpretpry | Legal Advisor, TTT& Partners Co., Ltd. |

15. Mr. Sornchai Wattanasukchai Independent Financial Advisor, Avantgarde Capital Co., Ltd.
16. Mr. Natthachai Thiaphairat Independent Financial Advisor, Avantgarde Capital Co., Ltd.
17. Mr. Thanon Thamvorapol Independent Financial Advisor, Avantgarde Capital Co., Ltd.

The Company totally has 8 Directors. All attended the Extraordinary General Meeting of Shareholders No. 1/2025, representing 100 percent of Directors' attendance.

Preliminary Proceeding

Mr. Krittikorn Maprajong, Manager, Sustainability & Administration Department, Jasmine International PCL. (the "**Company**" or "**JAS**") acted as the Master of Ceremony of the Meeting. The Master of Ceremony informed the Meeting that the Extraordinary General Meeting of Shareholders No. 1/2025 would be held via electronic method (E-Meeting), pursuant to the Emergency Decree on Electronic Meeting B.E.2563 (2020) and the Notification of the Ministry of Digital Economy and Society Regarding Standards for Maintaining Security of Meetings via Electronic Means B.E.2563 (2020) and other relevant laws and regulations.

For this E-meeting (E-EGM), the Company considered using the E-meeting system of Inventech Systems (Thailand) Co., Ltd., a system service provider that has conducted a self-assessment with the Electronic Transactions Development Agency (ETDA). The system facilitates registration and vote counting during meetings.

Then, he introduced the directors and the executives of the Company and other persons concerned who attended the Meeting to the shareholders and precisely informed the Meeting of voting procedures and relevant voting requirements as follows: -

- The Meeting shall sequentially consider issues, proposed in the agenda items set forth in the meeting invitation letter. Regarding voting, each shareholder shall have a number of votes equal to the number of shares held and entrusted to hold as proxy; with 1 share equivalent to 1 vote. One shareholder or proxy is eligible to choose casting just one type of voting: to agree, to disagree or to abstain, in each agenda item. For proxy grantors who cast the votes in advance, their votes shall be collected to be further combined with the votes that shall be cast by the rest of shareholders in each agenda item.
- To count the votes in each agenda item, only the number of votes cast as disagreement and abstention as well as the ones apparent on invalid ballots shall be deducted from the total number of votes cast by shareholders attending the Meeting and eligible to vote as specified by laws. For an agenda item that requires the votes of the shareholders' meeting, "the resolution shall be passed by a majority of votes in agreement with the proposal, of shareholders attending the Meeting and eligible to vote" unless otherwise required by law.
- The meeting shall be conducted in accordance with the company's regulations. The meeting will proceed in the order of the agenda items specified in the notice of the meeting. Information on each agenda item will be presented accordingly. After the company has presented information on each agenda item to the meeting, shareholders will be given an opportunity to ask questions or express opinions on the respective agenda item before voting. A time limit of 2 minutes is set for voting. Once the vote count for each agenda item is completed, the company will immediately announce the results to the meeting. In cases where questions are raised but not answered during the meeting, the company will record the answers in the meeting minutes.
- In the event that a shareholder leaves the meeting before the voting on any agenda item is concluded, the votes of such shareholder will not be counted as part of the quorum for that

agenda item and will immediately be excluded from the vote count for the remaining agenda items. However, leaving the meeting for a particular agenda item does not revoke the right of the shareholder or proxy holder to rejoin the meeting and vote on subsequent agenda items within the system.

The Company had invited an independent representative -- a legal advisor from TTT & Partners Co., Ltd -- to act as voting inspector and overseer of the Meeting to ensure that the Meeting should proceed with transparency, in compliance with relevant laws and the Articles of Association of the Company and in accordance with the principles of good corporate governance.

The Company is required to collect, gather, use, and disclose personal data, including still images, audio, and video recordings of all meeting participants, for the purposes of recording and preparing reports related to the shareholders' meeting and its associated operations. The Company reserves the right to exclude images and audio of shareholders who ask questions or express opinions that are inappropriate, defamatory, unlawful, infringe on others' rights, disrupt the meeting, or cause inconvenience to other participants.

After the Master of Ceremony had informed the Meeting of voting procedures together with practices thereof, vote counting, how to make inquiries and state the opinions at the Meeting's agendas, none of the shareholders made inquiries on these issues.

The Master of Ceremony then proceeded to inform the Meeting that according to Section 104 of the Public Limited Companies Act B.E.2535 (1992) (the "PLA"), "The chairman of the board shall preside over the meetings of shareholders." Dr. Soraj Asavaprappa, the Chairman of the Board of Directors of the Company, would thus act as the Chairman of this Meeting (the "Chairman").

Then, the Chairman welcomed the shareholders and all the attendees and informed the Meeting of the number of shareholders who attended the Meeting in person and by proxy.

At the Extraordinary General Meeting of Shareholders No. 1/2025, there were 45 shareholders attending the Meeting in person, representing 102,177,753 shares; and 115 shareholders attending the Meeting by proxy, representing 5,117,258,266 shares. Thus, the total number of shareholders attending the Meeting was 160 shareholders, representing 5,219,436,019 shares, equivalent to 62.94 per cent of all the subscribed 8,292,069,705 shares¹. The quorum was thereby constituted according to Section 103 of the PLA and Clause 30 of the Articles of Association of the Company.

Afterward, the Chairman proceeded to declare the Extraordinary General Meeting of Shareholders No. 1/2025 open and conduct the Meeting according to the agenda items set forth in the meeting invitation letter as follows: -

Agenda Item 1 Consideration and approval of the Acquisition of the rights to live broadcast of Premier League and FA Cup football matches

The Chairman assigned Mr. Krittikorn Maprajong, the Master of Ceremony, to give the information on this agenda item to the Meeting.

The Master of Ceremony informed the Meeting that as the Board of Directors' Meeting of the Company resolved to approve the transaction granting the Company the exclusive right to broadcast live audio and visual coverage of Premier League and FA Cup football matches, via Internet TV and Digital TV, including a clips package, for 6 seasons of Premier League football matches, i.e. the 2025/26 to 2030/31 Premier League seasons, which will cover approximately 6 consecutive years, in Thailand,

¹ Excluding the 300,746,366 repurchased shares.

Laos, and Cambodia with a total transaction value of USD 559,980,000 or THB 19,167,723,414² (the “**Premier League and FA Cup Broadcast Transaction**”).

The Premier League and FA Cup Broadcast Transaction qualifies as an acquisition of assets by the Company under the Notification of Capital Market Supervisory Board No. TorChor 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets (as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Operations of Listed Companies in Acquisition or Disposal of Assets, B.E. 2547 (2004) (as amended) (the “**Acquisitions and Disposals of Assets Notification**”). The maximum transaction size is up to 117.82 per cent, calculated based on the total value of consideration paid, as referenced from the Company’s reviewed consolidated financial statements for the second quarter of 2024, ended 30 June 2024. Furthermore, the Company has other asset acquisitions that occurred within the 6 months prior to the Board meeting approving this transaction, amounting to 8.63 per cent. After including the Premier League and FA Cup Broadcast Transaction and those transactions occurring within the 6 months prior to the Board meeting approving this transaction, the total size of asset acquisitions is equal to 126.45 per cent. Therefore, the size of the aforementioned asset acquisitions exceeds 100 per cent, which classifies it as a Class 4 transaction under the Acquisitions and Disposals of Assets Notification.

However, the Company’s execution of this transaction does not require a submission for the Stock Exchange of Thailand (“**SET**”) to consider accepting it as a relisting, as the Premier League and FA Cup Broadcast Transaction meets all the criteria outlined in Clause 24 of the Acquisitions and Disposals of Assets Notification.

Therefore, this transaction is exempt from the requirement to submit a request for relisting. At the same time, the Company still remains obligated to comply with the criteria outlined in the Acquisitions and Disposals of Assets Notification as follows:

- (a) Immediately prepare and disclose information regarding the acquisition of assets in relation to the Premier League and FA Cup Broadcast Transaction to the SET in accordance with the Acquisitions and Disposals of Assets Notification;
- (b) Appoint Avantgarde Capital Company Limited as an independent financial advisor to provide an opinion on the Premier League and FA Cup Broadcast Transaction under the Acquisitions and Disposals of Assets Notification and submit the independent financial advisor’s report to the Company’s shareholders;
- (c) Send the notice of a shareholders’ meeting to its shareholders no less than 14 days in advance, with information at least in accordance with the Acquisitions and Disposals of Assets Notification; and
- (d) Hold a shareholders’ meeting to approve the Premier League and FA Cup Broadcast Transaction, requiring approval to the Premier League and FA Cup Broadcast Transaction from at least three-fourths of the total votes of shareholders present and entitled to vote, excluding votes from interested shareholders.

The Company, as a successful bidder, signed a standstill agreement with FAPL on 12 November 2024 (the “**Standstill Agreement**”), and has paid the rights pre-payment deposit under the Standstill Agreement to FAPL in the amount of USD 40,000,000 or equivalent to THB

² For the exchange rate used in this Information Memorandum, it is the weighted-average interbank foreign selling rate as of 8 November 2024, announced by the Bank of Thailand, which is 1 business day prior to the Board of Directors’ Meeting No. 12/2024 of the Company. This rate will be also used for calculations in the Extraordinary General Meeting of Shareholders No. 1/2025. The weighted-average foreign selling rate for the USD on that date was 34.2293 THB per USD.

1,369,172,000 on 12 November 2024 (the “**Standstill Agreement Deposit**”) in order to receive the exclusive right to enter into negotiations with FAPL regarding the Long Form Agreement.

Please consider additional details in the invitation to the Extraordinary General Meeting of Shareholders No. 1/2025 of the Company dated 8 January 2025.

In this regard, the Meeting is requested for consideration and approval of the granting of authority to the Board of Directors and/or the Acting Chief Executive Officer and/or persons authorized by the Board of Directors and/or persons authorized by the Acting Chief Executive Officer, to be authorized to take any actions related to the Premier League and FA Cup Broadcast Transaction, which include:-

1. Negotiating, entering into, signing, and amending the Long Form Agreement, transaction documents, agreements, contracts, and any other documents necessary and related to the Premier League and FA Cup Broadcast Transaction;
2. Modifying and amending the details, format, criteria, conditions, and other aspects of the acquisition of the rights to live broadcast of Premier League and FA Cup football matches to ensure compliance with the terms and conditions agreed with FAPL, as necessary and appropriate under the applicable laws and regulations;
3. Procuring, arranging, seeking approval for, securing credit, and taking any actions related to loans, bank guarantees, or the obtaining of financial assistance, in any form, from financial institutions or any other persons or entities for the Premier League and FA Cup Broadcast Transaction, including the settlement of payments under the Long Form Agreement, whether in full or in part, in compliance with applicable laws and regulations (the “**Loan**”). This also includes negotiating, entering into, signing, amending, and supplementing agreements, contracts, and other documents necessary and related to the Loan, as well as contracts associated with managing foreign exchange rate fluctuations;
4. Procuring, arranging, and providing security, as well as taking any actions relating to security for the Loan, in any form, in compliance with applicable laws and regulations (the “**Loan Security**”). This also includes negotiating, entering into, signing, amending, and supplementing agreements, contracts, and other documents necessary and related to the Loan Security; and
5. Taking any actions related to or necessary for the successful completion of the Premier League and FA Cup Broadcast Transaction, including the delegation of authority.

After the Master of Ceremony had finished his report on this agenda to the Meeting, he invited the shareholders to ask questions and/or state their opinions. There were some shareholders who were interested in asking questions as follows: -

1. Mr. Suvittha Rattanatanyong, a shareholder attending in person, inquired about the source of funds the company plans to use for paying the licensing fees.

Ms. Vorraphan Chanpen, Chief Investment Officer, clarified that the company plans to use a combination of internal working capital and loans from financial institutions, which are currently under negotiation.

2. Mr. Suvittha Rattanatanyong, a shareholder attending in person, inquired about the payment schedule for the licensing fees.



Ms. Vorraphan Chanpen, Chief Investment Officer, explained that the payment schedule depends on whether the company opts to provide a Bank Guarantee from a financial institution to FAPL or not. If a Bank Guarantee is provided, the payment schedule will consist of 12 installments, with payments made twice a year in July and December of each year. If no Bank Guarantee is provided, the payment schedule will consist of 6 installments. The first installment must be paid after signing the Longform Agreement, with subsequent payments made annually in May before the start of each football season.

3. Mr. Khongkrit Thanapanyasuk, a shareholder attending in person, asked about the company's methods for preventing and managing broadcasting rights violations.

Mr. Thanyaphat Niruthisard, Chief of Staff, explained that copyright infringement is a significant risk. The company employs preventive measures by broadcasting via OTT (1-to-1) channels. Content encryption ensures only authorized viewers can access the digital content, replacing satellite broadcasting (1-to-many), which is harder to trace and monitor. Additionally, a unique watermark system is implemented for each user, enabling the tracking and identification of content sources in case of unauthorized distribution.

4. Mr. Khongkrit Thanapanyasuk, a shareholder attending in person, inquired about the pricing strategy mentioned in the news, stating a fee of no more than 400 THB per month, which is lower than the current market rate, and asked when the company expects to break even and generate revenue.

Mr. Thanyaphat Niruthisard, Chief of Staff, responded that according to the company's estimates and the IFA report (pages 1-8), the breakeven point is projected at 0.9 to 1 million subscribers. Revenue is expected to be realized in third quarter of this year

5. Mr. Anujit Ayutthanil, a proxy from the Thai Investors Association, raised the following questions:

1. What was the rationale for deciding on a six-season rights tenure, while previous rights holders only secured rights for three seasons at a time?
2. How has the company assessed the risks associated with this decision?
3. Has the company received approval for the loan funding?

Mr. Thanyaphat Niruthisard, Chief of Staff, addressed the questions as follows:

1. The decision to secure a six-season tenure was made because this year marks the first time the EPL allowed bids for six seasons. The company assessed the benefits and risks of the investment and determined that the six-season tenure offers significant advantages. The extended tenure provides a sufficient timeframe to capitalize on and generate revenue from the content, especially given the pre-existing customer base for such content. With effective marketing, the company believes this investment can yield substantial returns.

2. The main risk of a six-season tenure lies in the longer financial obligations compared to a three-season tenure.

Ms. Vorraphan Chanpen, Chief Investment Officer, addressed the third question, explaining that the loan funding is currently under negotiation with banks.

None of the shareholders expressed the opinions nor did they make any inquiries that were related to this agenda item. The Master of Ceremony, thus, proposed the Meeting to consider casting the votes on Agenda Item No. 1 to consider and approve the acquisition of the rights to live broadcast of Premier League and FA Cup football matches as proposed by the Company's Board of Directors.

This agenda item requires approval by a vote of at least three-fourths of the shareholders present and eligible to vote, excluding the votes of shareholders with a conflict of interest.

Resolution of the Meeting : The Meeting approved entering of Premier League and FA Cup Broadcast Transaction and approved the payment for the Standstill Agreement contract guarantee to FAPL, which was made on 12 November 2024, in the amount of USD 40,000,000 or approximately THB 1,369,172,000, along with the associated authority delegation as proposed by the Company's Board of Directors, by a vote of at least three-fourths of the shareholders present and eligible to vote, excluding the votes of shareholders with a conflict of interest. The details of the voting are as follows:-

Agreed	5,218,405,073	votes,	Equivalent to	99.9777%
Disagreed	347,500	votes,	Equivalent to	0.0066%
Abstained	815,000	votes,	Equivalent to	0.0156%

Agenda Item 2 Consideration and approval of Entry into a Transaction for Broadcasting Premier League and FA Cup Football Content which is a Connected Transaction

The Chairman assigned Mr. Krittikorn Maprajong, the Master of Ceremony, to give the information on this agenda item to the Meeting.

The Master of Ceremony informed the Meeting that as the Board of Directors' Meeting of the Company resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the Company's entry into a transaction for broadcasting Premier League and FA Cup football content through the MONOMAX online streaming platform with MONO Streaming Company Limited ("**MONO Streaming**") and entry into any relevant agreements to determine the rights and obligations between the Company and MONO Streaming for the broadcasting of Premier League and FA Cup football content. This will be done via live broadcasts, playbacks, highlight clips, and other programmes for which the Company has been granted broadcasting rights by FAPL and FA (the "**Premier League and FA Cup Football Content**"), under the agreements relating to live audio and visual coverage (Live Package) of Premier League football, the agreement relating to live audio and visual coverage of the FA Cup (FA Rights), and the agreement relating to digital audio-visual clips (Clips Package) for Premier League football (collectively, the "**Long Form Agreements**"), which the Company will subsequently enter into with FAPL (the "**Transaction for Broadcasting Premier League and FA Cup Football Content**").

This Transaction for Broadcasting Premier League and FA Cup Football Content constitutes a normal business transaction of the Company and the Company Group. However, as the Company is entering into the Transaction for Broadcasting Premier League and FA Cup Football Content for the first time, this may constitute a normal business transaction for which general commercial terms cannot be determined. Furthermore, as the aforementioned transaction has a large transaction size, the Board of Directors considers it appropriate to propose that the entry into the transaction with MONO Streaming, which is a related party of the Company's major shareholder, be submitted for consideration and approval by the Extraordinary General Meeting of Shareholders in accordance with the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transactions (as amended), and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions, B.E. 2546 (2003) (as amended).

The Transaction for Broadcasting Premier League and FA Cup Football Content does not qualify as a disposal of assets by the Company under the Acquisitions and Disposals of Assets Notification.

Please consider additional details in the invitation to the Extraordinary General Meeting of Shareholders No. 1/2025 of the Company dated 8 January 2025.

In this regard, the Meeting is requested for consideration and approval of the granting of authority to the Board of Directors and/or the Acting Chief Executive Officer and/or persons authorized by the Board of Directors and/or persons authorized by the Acting Chief Executive Officer, to be authorized to take any actions related or necessary for the Transaction for Broadcasting Premier League and FA Cup Football Content. This includes negotiating, entering into, signing, amending, and supplementing transaction documents, agreements, contracts, and other documents necessary and related to the entry into the Transaction for Broadcasting Premier League and FA Cup Football Content, as well as modifying and changing the details, format, criteria, conditions, and other aspects of the Transaction for Broadcasting Premier League and FA Cup Football Content to ensure compliance with the terms and conditions specified or to be specified in the Long Form Agreements, as necessary and appropriate under the applicable laws and regulations.

After the Master of Ceremony had finished his report on this agenda to the Meeting, he invited the shareholders to ask questions and/or state their opinions. There were some shareholders who were interested in asking questions as follows: -

1. Mr. Suvitcha Rattanatanyong, a shareholder attending in person, asked if the Premier League is a content with an existing audience base, which MONO may not need to exert much effort to acquire. However, the contract with MONO lacks a minimum guarantee, and they pay a fixed rate of THB 50 per month per subscriber, which may result in MONO not fully performing its duty in acquiring customers. How does JAS plan to manage this risk?

Mr. Thanyaphat Niruthisard, Chief of Staff, explained that the company is in discussions with MONO about key performance indicators (KPIs) such as the target number of subscribers, as well as criteria for cases where MONO fails to meet agreed-upon KPIs. The company will prioritize the best interests of the company and its shareholders in these discussions.

2. Mr. Ubol Thammawan, a shareholder attending in person, asked three questions:

1. Will it be broadcast on MONO's free TV channel? If so, how many matches per week will be aired?
2. Does the company have plans to broadcast content in Cambodia and Laos?
3. Are there any other partners besides MONOMAX?

Mr. Thanyaphat Niruthisard, Chief of Staff, answered:

1. The company plans to sub-license Premier League broadcast rights to MONO29 and other Free TV channels, with 2 matches to be broadcast each week.
2. The company plans to broadcast content in both Cambodia and Laos via MONOMAX, an OTT service, similar to its broadcasting in Thailand, as this method is the most secure to prevent unauthorized distribution.
3. The company is open to negotiating with potential partners across various industries, and currently, discussions are ongoing with several partners in telecommunications, media, and beverages for the company's benefit.



3. Ms. Wilailak Prathipanwat, a shareholder attending in person, asked that given that JAS pays the EPL licensing fees and pays MONO THB 50 per month per subscriber, does JAS have any additional significant expenses?

Mr. Thanyaphat Niruthisard, Chief of Staff clarified that the expenses JAS is responsible for include the licensing fees and payments to MONO, which cover streaming rights as well as marketing costs.

In addition, JAS is also responsible for the following significant costs: (1) expenses related to signal reception and infrastructure investments for additional signal reception; (2) investments in Digital Rights Management (DRM) systems and watermarks; and (3) Development of the payment gateway.

4. Mr. Yutthaphum Bunpaeng, a shareholder attending in person, inquired about possible collaboration with AIS.

Dr. Soraj Asavaprappa, Chief Executive Officer (Acting), responded that discussions are ongoing, and the talks are heading in a direction that would benefit the company.

5. Mr. Chokchai Kanjanakul, a shareholder attending in person, asked:

1. How are advertising revenues and costs recorded? Is it recorded by JAS or MONO?
2. How much sponsorship revenue is the company currently receiving annually, or what is the projected amount to help subsidize the licensing fees?

Ms. Vorrapphan Chanpen, Chief Investment Officer, explained:

1. Revenue and expenses from advertising will be recorded directly as revenue and expenses of JAS.
2. The Company is in the process of finalizing pricing and sponsorship packages to ensure the company's maximum benefit. Official negotiations will begin once the Long-Form Agreement is signed. Licensing fees will be JAS's sole responsibility. In addition to sponsorship revenue, the company will also generate income through other channels, including subscription fees from the OTT platform, sales of broadcast rights to FreeTV channels, and advertising revenue from highlight clips on social media platforms like YouTube.

None of the shareholders expressed the opinions nor did they make any inquiries that were related to this agenda item. The Master of Ceremony, thus, proposed the Meeting to consider casting the votes on Agenda Item No. 2 to consider and approve the Entry into a Transaction for Broadcasting Premier League and FA Cup Football Content which is a Connected Transaction as proposed by the Company's board of directors. This agenda item requires approval by a vote of at least three-fourths of the shareholders present and eligible to vote, excluding the votes of shareholders with a conflict of interest.

Remark: Interested shareholders as at 3 January 2025, in Agenda Item 2 regarding Consideration and approval of the Transaction for Broadcasting Premier League and FA Cup Football Content which is a Connected Transaction comprise:

Name	Number of Shares
Mr. Pete Bodharamik	Holding 4,372,467,987 shares, representing 50.89 per cent of the total issued and sold shares of the Company.



Resolution of the Meeting : The Meeting approved the Entry into a Transaction for Broadcasting Premier League and FA Cup Football Content which is a Connected Transaction, along with the associated authority delegation as proposed by the Company's Board of Directors, by a vote of at least three-fourths of the shareholders present and eligible to vote, excluding the votes of shareholders with a conflict of interest. The details of the voting are as follows:-

Agreed	845,945,086	votes,	Equivalent to	99.8593%
Disagreed	348,500	votes,	Equivalent to	0.0411%
Abstained	843,000	votes,	Equivalent to	0.0995%

Agenda Item 2 Consideration of other matters (if any)

The Chairman assigned Mr. Krittikorn Maprajong, the Master of Ceremony, to give the information on this agenda item to the Meeting.

The Master of Ceremony informed the Meeting that the Company had no agenda to propose for the shareholders' consideration other than those specified in the meeting invitation letter. For the consideration on "other issues", the second paragraph of Section 105 of the PLA provides that "upon completion of the consideration of all the business at the meeting under paragraph one, the shareholders, holding the aggregate number of shares of not less than 1/3 of the total number of subscribed shares may request the consideration at the meeting of other business in addition to issues as specified in the notice summoning the meeting."

Thus, any shareholder who wished to propose for the Meeting's consideration of matters other than those specified in the invitation letter to this Meeting must have the aggregate number of shares not less than 2,764,023,235 shares from the entire issued and subscribed shares with the voting right less the repurchased shares, amounting to of 8,292,069,705 shares.

None of the shareholders proposed any other issues for the Meeting's consideration.


The Master of Ceremony, thus, informed the Meeting that the Company adheres to complying with the principles of good corporate governance; therefore, after the end of the Meeting, it will disclose the Meeting's resolutions via the news disclosure channel of the SET and will prepare the minutes of the Meeting within 14 days from the Meeting date, as well as submit it to the SET and publish it on the company's website, for the shareholders' convenience to acknowledge the Meeting resolutions and examine the accuracy of the minutes' record.

Considering that the Meeting had completely considered all the agenda items and the Board of Directors, and all the relevant executives had adequately made replies to the inquiries of the shareholders, the Chairman thanked all the attendees and made a remark to close the Meeting.



At the close of the meeting, the number of shareholders present in person and by proxy was 166 shareholders, representing 5,219,604,573 shares, equivalent to 62.9469 percent of all the issued and subscribed shares of the Company.

The Meeting was closed at 15.04 hrs.

Signed  Chairman of the Meeting
(Dr. Soraj Asavaprapha)