

Minutes of the Extraordinary General Meeting of Shareholders No. 1/2026

Jasmine International Public Company Limited

Date, Time and Place

The Meeting was held on Friday 6<sup>th</sup> February 2026 at 10:00 AM, 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. Mr. Veerayooth Bodharamik     | Chairman of the Board of Directors  |
| 2. Dr. Soraj Asavaprapha         | Director, Chairman of the Executive Board, and Chief Executive Officer  |
| 3. Dr. Karl Jamornmarn           | Independent Director, Chairman of the Audit and Corporate Governance Committee, and Member of the Remuneration and Nomination Committee                 |
| 4. Dr. Nattakit Tangpoonsinthana | Independent Director, Chairman of the Remuneration and Nomination Committee, and Member of the Audit and Corporate Governance Committee                 |
| 5. Mr. Yuthasak Supasorn         | Independent Director, Member of the Audit and Corporate Governance Committee, and Chairman of the Risk Management for Sustainable Development Committee |
| 6. Mr. Sang Do Lee               | Director and Member of the Executive Committee  |
| 7. Mrs. Nitt Visesphan           | Director  |
| 8. Mr. Pasucha Veerakijakarn     | Director, and Member of the Remuneration and Nomination Committee   |
| 9. Ms. Vorraphan Chanpen         | Member of the Executive Committee, Member of the Risk Management for Sustainable Development Committee, and Chief Financial Officer                     |
| 10. Ms. Pitirudee Sirisamphan    | Company Secretary, and Senior Vice President of Compliance and Regulatory   |
| 11. Ms. Pattamanun Puntprasert   | Vice President of Business Analytics Unit   |
| 12. Mr. Supakorn Supukporn       | Member of the Risk Management for Sustainable Development Committee, and Assistant Vice President of Accounting Department                              |
| 13. Mr. Kongkoch Yongsavasdikul  | Legal Advisor, TTT& Partners Co., Ltd.  |



14. Ms. Supatra Kerinsaguna Legal Advisor, TTT& Partners Co., Ltd.
15. Mr. Teerayut Thaiturapaisarn Independent Financial Advisor, BLUEBELL Securities Co., Ltd.

The Company totally has 8 Directors. All attended the Extraordinary General Meeting of Shareholders No. 1/2026, 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. 1/2026 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 Articles of Association. 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." Mr.Veerayooth Bodharamik, 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. 1/2026, there were 10 shareholders attending the Meeting in person, representing 87,323,934 shares; and 74 shareholders attending the Meeting by proxy, representing 4,454,951,855 shares. Thus, the total number of shareholders attending the Meeting was 84 shareholders, representing 4,542,275,789 shares, equivalent to 54.78 per cent of all the subscribed 8,292,074,705 shares. 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. 1/2026 open and conduct the Meeting according to the agenda items set forth in the meeting invitation letter as follows: -

**Agenda Item 1 To consider and approve the connected transaction relating to the consultancy and system implementation services for the distribution of Premier League content in Vietnam.**

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 of the Company has resolved to propose the Extraordinary General Meeting of Shareholders No. 1/2026 for consideration and approval for JAS Jasmine International (Hong Kong) Limited (“JAS HK”), a wholly owned subsidiary of the Company, to enter into a connected transaction with Mono Streaming Co., Ltd. (“MONO Streaming”), a subsidiary of Mono Next Public Company Limited (“MONO”) (with MONO holding a 99.99% shareholding in MONO Streaming through Mono Cyber Company Limited), to engage MONO Streaming as a consultant and service provider for the provision of consultancy and system-implementation services for the distribution of Premier League content in Vietnam, for which JAS HK has been granted the distribution rights from The Football Association Premier League Limited (“FAPL”) for a total period of approximately five and a half years or five and a half seasons, commencing from 1 January 2026 and covering part of the 2025/26 season and the 2026/27, 2027/28, 2028/29, 2029/30, and 2030/31 seasons. Such engagement is made under the Audio-Visual Rights Agreement, the Audio-Visual Services Agreement, and the Clips Package Agreement relating to the Premier League matches in Vietnam (collectively, the “Long Form Agreements”). MONO Streaming will act as a consultant and provide system-implementation services for the distribution of football content, covering broadcast-related technical operations, marketing and public relations strategy, and supervision of media production to ensure compliance with Premier League standards. In addition, MONO Streaming will develop and manage the data-integration and reporting systems for subscriber information, and act as an intermediary between the rights holder and local content-distribution service providers in Vietnam to ensure efficient and seamless operations, subject to the terms and conditions to be mutually agreed and executed under the



definitive agreements and relevant transaction documents (the “Transaction Documents”). In this regard, JAS HK has duly entered into the Long Form Agreement with FAPL on 19 December 2025.

The aforementioned transaction is a connected transaction of the Company, classified as ordinary business transaction without general commercial terms, 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 Operations of Listed Companies on Connected Transactions, B.E. 2546 (2003) (as amended) (collectively referred to as the “Connected Transaction Notifications”) as the Company and MONO Steaming have the same major shareholder i.e., Mr. Pete Bodharamik. Therefore, the transaction constitutes a connected transaction of the Company pursuant to the Connected Transaction Notifications, with a value of approximately US\$15,000,000<sup>1</sup> or approximately 479,955,000<sup>2</sup> Baht, representing 4.90 percent of the net tangible assets of the Company and its subsidiaries according to the Company’s reviewed consolidated financial statements for the third quarter of 2025 ended 30 September 2025, which have been reviewed by the auditor. The Company has not entered into any connected transactions with MONO Streaming or the Company’s related parties during the past six months (from 7 June 2025 to 7 December 2025), except for normal business transactions or supporting normal business operations.

Previously, the internet TV service business and content procurement business were operated by the Company, Jas TV Company Limited (formerly Three BB TV Company Limited) and Jasmine Submarine Telecommunications Company Limited, both are subsidiaries of the Company. This transaction for broadcasting Premier League is considered a normal business transaction of the Company and the group company. However, as this is the first time the Company has engaged in the transaction for Broadcasting Premier League in Vietnam, the entry into this transaction may qualify as a normal business transaction for which general commercial terms cannot be determined. Furthermore, given the significant size of the transaction, the Company considers it appropriate to propose that the transaction with MONO Streaming, a related person of the Company, be considered and approved by the Extraordinary General Meeting of Shareholders in accordance with Connected Transaction Notifications.

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<sup>1</sup>This is an estimated figure provided for the purpose of calculating the size of the transaction in this instance based on the Company’s preliminary assumptions, the consideration for the transaction with MONO Streaming will depend on the agreed service terms and the actual number of subscribers and may differ from the estimates. If the actual consideration exceeds the estimated amount, the Company will promptly disclose the information to the Stock Exchange in accordance with applicable rules and regulations.

<sup>2</sup>For the exchange rate used in this information memorandum, it is the weighted average interbank selling rate of foreign currency on 4 December 2025, as announced by the Bank of Thailand, which was one business day prior to the date of the Company’s Board of Directors’ Meeting No. 12/2025. On that date, the weighted average interbank selling rate for the US dollar was 31.997 Baht per US dollar.

JAS HK will proceed with the transaction with MONO Streaming after the Company has received approval from the Extraordinary General Meeting of Shareholders No. 1/2026 on 6 February 2026, by not less than three-fourths (3/4) of the shareholders who attend the meeting and are entitled to vote, excluding the votes of interested shareholders. The Company anticipates that the transaction will be completed within the first quarter of 2026.

**Opinion of the Independent Financial Advisor :** The Independent Financial Advisor is of the opinion that the Company's entering into the related party transaction in relation to the consultancy agreement and system implementation services for the distribution of Premier League football content in Vietnam is appropriate, as it is reasonable and appropriate in terms of objectives, necessity, and the benefits to be derived by the Company, as well as the appropriateness of the price and the terms and conditions of the transaction. Accordingly, the Independent Financial Advisor is of the opinion that the shareholders' meeting should approve the entering into of this related party transaction in relation to the consultancy agreement and system implementation services for the distribution of Premier League football content in Vietnam.

Nevertheless, the resolution to approve the entering into of this transaction shall be subject to the discretion of the shareholders' meeting. Shareholders are therefore encouraged to carefully review and consider all relevant information disclosed in the accompanying documents, including the opinion of the Independent Financial Advisor as enclosed with the Notice of the Extraordinary General Meeting of Shareholders No. 1/2026, in order to make an informed and appropriate decision on this matter.

**Opinion of the Board of Directors:** The Board of Directors meeting (excluding the directors who have a conflict of interest) considered the aforementioned connected transaction and was of the opinion that entering into the consultancy and system implementation agreement for the broadcasting of Premier League content in Vietnam is reasonable and beneficial to the Company. This allows the Company to reduce costs related to system implementation, operations, and other related infrastructure necessary for broadcasting the Premier League content in Vietnam, where the operational costs are considerably high. The consideration payable by the Company to MONO Streaming has been carefully reviewed and determined to be appropriate and not to result in any unfair transfer of benefits, with its nature and pricing being consistent with prevailing market standards. Upon comparison, the price, terms, and other conditions do not materially differ.

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.Pornchai Sae-taew and Miss Worrawan Utamawatin, shareholders, raised similar questions which can be summarized as follows: what are the main reasons for the decision to invest in Vietnam, and how does this investment align with the Company's long-term strategy?

Dr. Soraj Asavaprapha, Chief Executive Officer, explained that Vietnam has the third-largest population in Southeast Asia, after Indonesia and the Philippines. In addition, approximately 84 percent of the Vietnamese population has internet access. Most of the population has strong potential, with knowledge of and familiarity with digital technology. Furthermore, the English Premier League, as well as Vietnam's domestic football league (V-League), is highly popular in Vietnam, which is a key supporting factor in the investment decision. The investment and business expansion into Vietnam are consistent with the Company's vision and business strategy, which focuses on expanding operations in Southeast Asia, particularly in sports content and other types of content, thereby supporting the Company's long-term growth.

With respect to investment risks in Vietnam, the Company places importance on risk management by partnering with a stable and reliable partner, namely FPT Corporation through its subsidiary FPT Telecom, a company listed on the Vietnam stock exchange and one of the country's leaders in information technology and telecommunications. Approximately half of its shareholding structure is held by the Vietnamese government, providing both business and financial stability.

In addition, the Company has entered into Sub-license and Revenue Sharing agreements, enabling the Company to recognize revenue from the commencement date of the agreement, thereby reducing investment return risk. If the operating results meet expectations, the Company will receive additional returns in accordance with the contractual terms.

Regarding the platform business, the Company has introduced the MONOMAX service on FPT's application, allowing MONOMAX to test the market and provide streaming content services in Vietnam.

2. Mr.Pornchai Sae-taew, a shareholder, inquired about the rationale for appointing MONO, which constitutes a connected transaction, instead of engaging other service providers.

Dr. Soraj Asavaprapha clarified that selecting MONO helps mitigate various risks compared to undertaking the entire process independently, including in terms of timeline, investment cost, and system and platform readiness.

MONO also has substantial experience and expertise in the streaming business, is familiar with the standards and operational processes of FAPL and the Company, and has experience in the content business in Vietnam, which enhances operational efficiency.

3. Mr.Pornchai Sae-taew, a shareholder, asked whether the Company would face any risk if the actual number of users is lower than the assumptions, and whether it would still be required to pay MONO at the same rate.



Ms. Vorraphan Chanpen, Chief Financial Officer, explained that if the actual number of users is lower than projected, the Company would not face risk in terms of its ability to pay the license fee to the Premier League or service fees to MONO. This is because the payment structure consists of both fixed and variable components. The Company has calculated and structured such payments to align with the revenue to be received from its partner in Vietnam and to ensure that all expenses will be covered under all circumstances.

4. **Mrs.Pratumtip Wirunbanditkun, a shareholder, asked whether the remuneration to MONO would be paid as a lump sum or in installments.**

Ms. Vorraphan Chanpen clarified that the Company pays remuneration to MONO in the form of fixed costs to align with the revenue structure, payable on the date the Company enters into the agreement. In addition, there is an upside component in the form of revenue sharing, arising from MONO's participation in strategic planning and joint marketing operations with the Company.

5. **Mr.Thamrong Anantaweephol, a shareholder, asked about investment plans in other countries, the operational outlook for this year and next year, and the possibility of listing the Company on the Hong Kong Stock Exchange.**

Dr. Soraj Asavaprapha clarified that under the current structure and operations, the Company has established JAS HK to serve as a hub for aggregating Premier League content, covering Thailand, the Lao PDR, Cambodia, and Vietnam, as well as other sports content such as international volleyball, the FA Cup, and the Carabao Cup. This structure supports potential business expansion into other countries. However, further investment expansion will depend on opportunities, the Company's readiness, and appropriate market timing.

6. **Mrs.Wilailak Pratipanawatr and Miss Worrawan Utamawatin, shareholders, inquired about the Company's dividend policy.**

Dr. Soraj Asavaprapha explained that the Company currently has no plan to pay dividends due to ongoing global economic uncertainty and volatile business conditions. The Company therefore needs to retain capital to strengthen its financial position. In addition, rapid technological changes may create new business opportunities or opportunities to further develop existing businesses. As such, the Company intends to retain funds to appropriately explore and invest in such opportunities.

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 1 To consider and approve the connected transaction relating to the consultancy and system implementation services for the distribution of Premier League content in Vietnam. 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 who attend the meeting.





**Remark:** Interested shareholders as at 24 December 2025, in Agenda Item 1 To consider and approve the connected transaction relating to the consultancy and system implementation services for the distribution of Premier League content in Vietnam, who attended the meeting today, represented a total of 4,178,762,987 shares, equivalent to 50.40 per cent of the total issued and sold shares of the Company.

**Resolution of the Meeting :** The Meeting approved the connected transaction relating to the consultancy and system implementation services for the distribution of Premier League content in Vietnam, 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 who attend the meeting. The details of the voting are as follows:-

Agreed	353,830,614	votes,	Equivalent to	97.1937 %
Disagreed	1,639,700	votes,	Equivalent to	0.4504 %
Abstained	8,576,300	votes,	Equivalent to	2.3558 %

**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 2,764,024,902 shares from the entire issued and subscribed shares with the voting right less the repurchased shares, amounting to of 8,292,074,705 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 88 shareholders, representing 4,542,809,601 shares, equivalent to 54.7849 percent of all the issued and subscribed shares of the Company.

The Meeting was closed at 10.50 hrs.



Signed  Chairman of the Meeting

(Mr. Veerayooth Bodharamik)