

16 January 2026

Subject Invitation to the Extraordinary General Meeting of Shareholders No. 1/2026 via Electronic Means

To Shareholders of Jasmine International Public Company Limited

- Enclosures
1. Information Memorandum on Connected Transaction in relation to the Consultancy and System Implementation Agreement for Broadcasting Premier League Football Content in Vietnam and in QR Code Format.
  2. Opinions of Independent Financial Advisor on the Connected Transaction and in QR Code Format.
  3. Articles of Association of the Company, regarding the Shareholders' Meeting
  4. Documents and evidence proving shareholder status or representation of a shareholder eligible to attend, register, and vote in the shareholders' meeting via electronic means
  5. Guidelines for attending of the Meeting via electronic means, Inventech Connect
  6. Notice of Meeting and Proxy Forms (Form B)
  7. Profiles of Independent Directors, proposed to serve the Shareholders as Proxy
  8. Privacy Notice of Personal Data Protection for Shareholders' Meeting

The Board of Directors Meeting No. 12/2025 of Jasmine International Public Company Limited (the "Company" or "JAS") held on 8 December 2025 has resolved to summon the Extraordinary General Meeting of Shareholders No. 1/2026 on **Friday, 6 February 2026 at 10:00 a.m.** via electronic means (e-Meeting) or (e-EGM) only, pursuant to the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and other relevant laws and regulations to consider the following agenda items:

- Agenda 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.

**Facts and Rationale:** 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**”), which JAS HK will enter into with FAPL. Under this arrangement, 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 Streaming 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

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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.

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.

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 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,

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<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.

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.

**Votes required:** This agenda item requires approval by at least three-fourths of the total votes of shareholders present and entitled to vote, excluding votes from interested shareholders.

**Note:** interested shareholders as of 24 December 2025 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 to be entered into by JAS HK, a subsidiary of the Company, including:

Name	Number of shares
Mr. Pete Bodharamik	Holding 4,171,762,987 shares, representing 50.31 percent of the total issued and paid-up shares of the Company.

Note: The Company will take into account other minority shareholders who have an interest in this transaction.

## Agenda 2      To consider other matters (if any).

**Facts and Rationale:** According to paragraph 2 of Clause 105 of the Public Limited Companies Act, B.E. 2535 (1992) (as amended), which states that shareholders holding an aggregate number of shares of not less than one-third of the total issued and sold shares may request the Meeting to consider matters other than those specified in the notice calling for the Meeting.

The Company deems it appropriate to include this agenda to provide the shareholders with the opportunity to propose other matters (if any) for consideration at the Meeting, in addition to those determined by the Board of Directors for this Meeting.

The Company has determined the list of shareholders entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2026 (Record date) on 24 December 2025.

Furthermore, the Chief Executive Officer or any person appointed by the Chief Executive Officer is hereby authorized to amend or change the date, time, and venue of the Meeting or meeting format including other details relevant to the arrangement of the Meeting as is deemed necessary and appropriate to ensure smoothness and convenience of the meeting as well as appropriateness to the situation under the conditions as prescribed by law.

In the Extraordinary General Meeting of Shareholders No. 1/2026, the Company will implement the registration and vote casting system via electronic system. In this regard, shareholders wishing to attend the meeting via electronic means (E-Meeting) may submit an e-Request form from 30 January 2026 at 8:30 a.m. until 6 February 2026 (until the meeting is adjourned). Shareholders must proceed with the following:

**1. Attending the meeting in person**

Shareholders who wish to attend the meeting in person may submit a request to join the meeting via Web browser at <https://app.inventech.co.th/JAS110248R/#/homepage> or scan this QR Code to access the system and follow the steps for submitting the request to join the meeting via electronic means, as outlined in the Enclosure 5.



**2. Attending the meeting by proxy**

In the case of granting a proxy to another person

Shareholders who wish to appoint an individual as their proxy to attend the meeting and vote via electronic means may submit a request to join the meeting through a Web Browser or by scanning the QR Code as outlined in Item 1. The shareholder must select the proxy form, which the Company has provided in Enclosure 6, Proxy Form B. (Additionally, shareholders can download Proxy Forms A, B, and C from the Company's website at [www.jasmine.com](http://www.jasmine.com), and must choose one of the forms as specified. Proxy Form C is to be used only when the shareholder is a foreign investor and appoints a custodian in Thailand to hold and manage the shares).

In the case of granting a proxy to independent directors

Shareholders can grant a proxy to the Company's independent directors to attend and cast votes in the name of shareholders. The Company has attached the information of the independent directors to be appointed as a proxy in Enclosure 7. Please kindly send the proxy form with documents and evidence as mentioned in Enclosure 6 to the Company's address below.

Jasmine International Public Company Limited, Compliance and Regulatory Department, No. 200  
Floor 29th, Moo 4, Jasmine International Tower, Chaeng Watthana Road, Pak Kret Sub-District, Pak Kret  
District, Nonthaburi Province 11120

The documents must reach the Company within 5 February 2026 at 5.00 p.m.

The Company hereby invites all shareholders please kindly attend the Extraordinary General Meeting  
as per the specified date, time, and through the specified channels simultaneously.

Yours sincerely,

Jasmine International Public Company Limited



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(Dr. Soraj Asavaprapha)

Director



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(Mr. Veerayooth Bodharamik)

Director