

**Minutes of Extraordinary General Meeting of Shareholders No. 1/2023**  
**One To One Contacts Public Company Limited**

**Date, Time, and Venue**

Held on June 15, 2023, at 2.00 p.m., via Electronic Means (E-AGM), in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and relevant regulations, broadcast from the Conference Room, 12th floor, Software Park Tower, No. 99/23 Moo. 4, Chaeng Watthana Road., Khlong Kluea Sub-district, Pak Kret District, Nonthaburi 11120. There were directors, management executives, legal officers, and auditors attending the meeting via electronic means as follows:

**Directors Present**

- |     |                                     |  |
|-----|-------------------------------------|--|
| 1.  | Dr. Pakorn Apaphant                 | Chairman of the Board of Directors, Independent Director, Chairman of Audit Committee, Chairman of the Nominating and Compensation, Committee and Corporate Governance Committee Member                  |
| 2.  | Mr. Bundit Sapianchai               | Vice Chairman  |
| 3.  | Dr. Chuket Ounjitt                  | Independent Director and Member of the Audit Committee   |
| 4.  | Mr. Pattarakit Techasikarn          | Independent Director and Member of the Audit Committee   |
| 5.  | Mr. Priyong Teerasathain            | Independent Director, Chairman of the Corporate Governance Committee, Risk Management Committee Member and Nominating and Compensation Committee Member  |
| 6.  | Mr. Kanawuthi Wattanadhirach        | Director, Chairman of the Executive Committee, Chairman of the Risk Management Committee, Chairman of the Investment Committee, Nominating and Compensation Committee Member and Chief Executive Officer |
| 7.  | Mr. Somkit Likitparinya             | Director   |
| 8.  | Mrs. Nareerat Ngurnnumchokethanarat | Director   |
| 9.  | Mr. Sarayut Yimruan                 | Director   |
| 10. | Mr. Chaiwat Phithakraktham          | Director, Executive Committee Member, Risk Management Committee Member, Investment Committee Member, Sustainable Development, and General Secretary of the Company                                       |

There are 10 members of the Board of Directors. Therefore, there are 10 members of the Board of Directors participated in the meeting, which represents 100% of all directors.

## Management

1. Mr. Thawee Udomkitchote Acting Vice Chief Executive Officer
2. Ms. Warunee Pudee Senior Chief Operating Officer
3. Ms. Thidarat Kaewyai Assistant Vice President : Finance and Accounting

## Legal and Financial Advisor

1. Khun Thitawan Thanasombatpaisarn Legal Advisor from Kudun and Partners Company Limited
2. Khun Phongsaran Termariyabutr Financial Advisor from Wealth Plus Advisory Company Limited

The Stock Exchange of Thailand (“SET”) has sent officers responsible for tracking and monitoring information on listed companies to be registered as observers in the Company’s Annual General Meeting of Shareholders, 3 persons as follows:

1. Khun Dalat Wongprapharat
2. Khun Yupalapas Phanomwongkasem
3. Khun Nichakorn Srisupornwong

Preliminary Proceedings Mr. Bundit Pratumta informed the meeting of his position as the moderator as assigned by One To One Contacts Public Company Limited for the Extraordinary General Meeting of Shareholders No. 1/2023 and welcomed the directors, shareholders, and proxies. Informing the meeting that there were 3 shareholders personally attending the meeting via electronic means totaling up to 1,126,000 shares, representing 0.2011 percent of the total number of shares sold by the Company, and 49 proxies amounting to 438,071,297 representing 78.2270 percent of the shares sold by the Company. There were a total of 52 shareholders, equivalent to 439,197,297 shares representing 78.4281 percent of the shares sold by the Company. A quorum was formed according to the Company’s Articles of Association.

Dr. Pakorn Apaphant, Chairman of the Board of Directors of One To One Contacts Public Company Limited (“**Chairman**”) welcomed those who attended the meeting and addressed the commencement of the Extraordinary General Meeting of Shareholders No. 1/2023. Prior to the agendas of the meeting, Mr. Bundit Pratumta was assigned to act as the moderator of the meeting (“**Moderator**”), including informing the details for voting to the shareholders, making queries for each agenda, and forwarding such questions to those involved in order to answer the shareholders’ questions.

The Moderator explained the voting method to the shareholders and inquiry for each agenda as follows:

1. As this meeting is held virtually, no ballots were printed.
2. The system will display the number of shares that the shareholders have the right to vote on the shareholder’s screen.
3. One share has a right to vote equal to one vote.

4. Each shareholder only has the one right to vote to agree, disagree or to abstain.
5. When counting votes, the Company will deduct the votes from shareholders who disagree, choose to abstain or invalid ballots will be deducted from the total votes of the shareholders attending the meeting and have the right to vote.
6. To vote, shareholders will be asked to go to the E-Voting tab to vote for each agenda within the specified time (1 minute). Once you have clicked to vote, there will be a pop-up asking if the vote is confirmed or not, 'Press Ok' to confirm the vote. In the case that the shareholders wish to change their vote, they can do so by voting again. This can only be done if the agenda has not reached a conclusion, as shareholders will not be able to vote or change their votes once a resolution has been reached.
7. For attendees via mobile device or tablet, please switch the screen from the Zoom application back to the Chrome app to vote at the E-Voting menu.
8. Once the shareholder has finished voting, please return to the E-meeting window on the Zoom application to continue observing the meeting.

The Company has provided the opportunity for shareholders and persons who are authorized (proxies) by the Company's shareholders to ask questions related to the agenda under consideration. Shareholders who wish to ask questions can do so through the following methods:

1. The shareholder may ask through the E-meeting window. Go to the participant menu and press the 'Raise Hand' button, and when the MC calls the shareholder's name, the staff will open the mic for the shareholder to ask the question. Then, the shareholder must press 'Unmute' and turn on the mic on the device.  
*\*Note: In the event that shareholders are unable to speak through the microphone. Please type your question via the Chat menu.*
2. Ask questions by typing via the chat menu in the E-meeting (Zoom) window by typing the message and sending it.  
*For each question, you must inform your full name and specify whether the question is coming personally as a shareholder or as a proxy before asking questions each time for the benefit of taking accurate and complete minute meetings.*
3. Please select a recipient by sending questions to ABCD Q&A (titled Q&A event). In the case, you did not select as notified the questions will not arrive at the Company.

The Company will prepare minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 within 14 days after the meeting has been held and will proceed to share the meeting minutes on the Company's website. If any shareholder has any objections, he/she must inform the Department of Company Secretary by July 31, 2023. If there is no objection, the Company will deem this an endorsement of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 as it has been published.

The meeting proceeded in accordance with the meeting agendas as specified in the invitation letter as follows:

**Agenda 1**      **To acknowledge the minutes of the 2023 Annual General Meeting of Shareholders**

The moderator proposed to the meeting to review and acknowledge the Minutes of the 2023 Annual General Meeting of Shareholders held on April 25, 2023, by assigning the moderator to present the following details to the meeting:

The Company prepared the minutes of the meeting within 14 days from the meeting date, which were then sent to the Stock Exchange of Thailand (SET) and the Ministry of Commerce within the time specified by the rules and regulations and published the minutes on the Company's website at [www.onetonecontacts.com](http://www.onetonecontacts.com), dated May 8, 2023, with the details as per Attachment 1. In addition, the Company gave shareholders the opportunity to submit questions or their objections regarding the minutes of the meeting. No shareholders raised objections.

The Board of Directors considered the minutes of the 2023 Annual General Meeting of Shareholders and opined that it was accurately recorded in accordance with the resolution of the 2023 Annual General Meeting of Shareholders, therefore, it is appropriate to propose to the shareholders' meeting for the acknowledgement of such minutes.

The moderator provided an opportunity for shareholders to ask questions or express their opinions by typing a message via the Chat Menu or pressing the Raise Hand button to inquire via voice. Regardless, no shareholders asked questions or had any comments. The moderator informed the meeting that this agenda is purely for acknowledgement, and therefore had no need to vote.

**Resolution:**      The meeting acknowledged the Minutes of the 2023 Annual General Meeting of Shareholders as proposed.

**Agenda 2**      **To consider and approve the decrease of the Company's registered capital in the amount of THB 55,000,005 from the registered capital of THB 895,000,000 to THB 839,999,995 by cancelling the remaining unsold issued ordinary shares in the amount of 55,000,005 shares at a par value of THB 1 and the amendment of Memorandum of Association in Clause 4 to be in line with the capital decrease of the Company**

The moderator informed the meeting that, in order to comply with Section 136 of the Public Limited Company Act, B.E. 2535 (1992) (including its amended) (the "Public Limited Company Act") which stipulates that a public company limited may increase its registered capital by issuing new shares only when all shares have been sold and fully paid-up, except where remaining shares were issued in accommodation of convertible debentures or share warrants. For the aforementioned reasons, the Board of Directors opined that it is appropriate to propose the meeting to consider and approve the decrease of the Company's registered capital in the amount of THB 55,000,005 from the registered capital of THB 895,000,000 to THB 839,999,995 by cancelling the remaining unsold issued ordinary shares

in the amount of 55,000,005 shares at a par value of THB 1, which are the shares that have not been sold from the Company increase by way of general mandate to offering to the specific person by way of private placement pursuant to the resolution of the 2022 Annual General Meeting of Shareholders, and the amendment of Memorandum of Association in Clause 4 to be in line with the capital decrease of the Company as follows:

After the Capital Decrease

Detail	Amount of Shares	Amount (at a par value of THB 1 per share)
Existing registered capital	895,000,000 Shares	THB 895,000,000
Paid-up registered capital	793,236,509 Shares	THB 793,236,509
Unpaid registered capital	101,763,491 Shares	THB 101,763,491
** Ordinary shares reserved for the exercise of the rights of the warrants of One to One Contacts Public Company Limited to the existing shareholders No. 1 (OTO-W1)	46,763,486 Shares	THB 46,763,486
The amount of registered capital to be decreased from the capital decrease	55,000,005 Shares	THB 55,000,005
Registered capital after the capital decrease	839,999,995 Shares	THB 839,999,995

Amendment of the Company's Memorandum of Association

“Clause 4. Registered capital : THB 839,999,995 (Eight Hundred Thirty-Nine Million Nine Hundred Ninety-Nine Thousand Nine Hundred and Ninety-Five Baht)

Consisting of : 839,999,995 Shares (Eight Hundred Thirty-Nine Million Nine Hundred Ninety-Nine Thousand Nine Hundred and Ninety-Five Shares)

A par value of : THB 1.00 (One Baht)

Dividing into :

Ordinary shares : 839,999,995 Shares (Eight Hundred Thirty-Nine Million Nine Hundred Ninety-Nine Thousand Nine Hundred and Ninety-Five Shares)

Preferential shares : - None -

In addition, the Board of Directors opined that it is appropriate to propose the shareholders' meeting to consider authorizing the Authorized Director or the person authorized by the Authorized Director to have the power to take any arrangements in relation to the registration of the capital decrease and the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, and to take any necessary arrangements in compliance with the registrar's order to complete the registration process.

The Board of Directors considered the matter and deemed it appropriate to propose the shareholders' meeting to consider and approve the decrease of the Company's registered capital and approve the amendment of Clause 4 of the Memorandum of Association to be in line with the capital decrease of the Company, including authorizing the Authorized Director or the person authorized by the Authorized Director to have the power to take any arrangements in relation to the above in all respects.

The moderator provided an opportunity for shareholders to ask questions or express their opinions. Consequently, the moderator informed the meeting that Mr. Piyapong Prasatthong, the shareholder who attended the meeting in person, had the following inquiry.

**Question:** In regard to agendas 2 – 4, request the Company to reconsider the allocation of shares to specific persons by way of private placement as the Company's share price has significantly dropped this week.

**Answer:** Khun Thitawan Thanasombatpaisarn, the legal advisor, clarified as follows:

As the Company's share price has significantly fluctuated in this period. In the event that the shareholders would propose to the shareholders' meeting to consider amending the details regarding the issuance of the share offering letter, it may be necessary to discuss this with the Securities and Exchange Commission ("SEC Office") as well as the details will be different from the Board of Directors' proposal and the Company had requested the approval from the SEC Office at the price of THB 16.00 per share.

As there were no further questions or comments, the moderator requested the shareholders to consider and approve the decrease of the Company's registered capital and approve the amendment of Clause 4 of the Memorandum of Association to be in line with the capital decrease of the Company, including authorizing the Authorized Director or the person authorized by the Authorized Director to have the power to take any arrangements in relation to the above. In addition, the moderator informed that this resolution must be passed by votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and entitled to vote. In addition, the moderator informed the meeting that the resolution must be passed by votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and entitled to vote.

**Resolution:** The meeting resolved to approve the decrease of the Company's registered capital in the amount of THB 55,000,005 from the registered capital of THB 895,000,000 to be THB 839,999,995 by cancelling

the remaining unsold issued ordinary shares in the amount of 55,000,005 shares at a par value of THB 1 and the amendment of Memorandum of Association in Clause 4 to be in line with the capital decrease of the Company, by votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and entitled to vote with the following votes:

<i>Votes</i>	<i>Number of votes</i>	<i>Percentage of the total votes of shareholders who attended the meeting and were entitled to vote</i>
<i>Approved</i>	<i>438,197,297</i>	<i>99.7723</i>
<i>Disapproved</i>	<i>4</i>	<i>0.0000</i>
<i>Abstained</i>	<i>1,000,000</i>	<i>0.2277</i>
<i>Invalid ballots</i>	<i>0</i>	<i>0.0000</i>
<i>Total</i>	<i>439,197,301</i>	<i>100.0000</i>

*Note: In this agenda, there was one registering to attend the Meeting in addition to those at the beginning of the Meeting, representing 4 shares, and as such, the total number of shareholders present in this agenda item amounted to 53 shareholders, representing a total of 439,197,301 shares.*

**Agenda 3**

To consider and approve the increase of the Company's registered capital in the amount of THB 50,000,000 from the original registered capital of THB 839,999,995 to be the registered capital of THB 889,999,995 by issuing the new ordinary shares of 50,000,000 shares at a par value of THB 1 and the amendment of Memorandum of Association in Clause 4 to be in line with the capital increase of the Company

The moderator informed the meeting that, as the company has the plan to increase the registered capital of the Company to use as working capital of the Company, including to use in future business expansion, the Board of Directors has considered and deemed it appropriate to propose the shareholders' meeting to consider and approve the increase of the Company's registered capital in the amount of THB 50,000,000 from the current registered capital of THB 839,999,995 to the registered capital of THB 889,999,995 by issuing 50,000,000 new ordinary shares with a par value of THB 1.00 and approve the amendment of Memorandum of Association in Clause 4 to be in line with the capital increase of the Company.

After the Capital Increase

Detail	Amount of Shares	Amount (at a par value of THB 1 per share)
Existing registered capital	839,999,995 Shares	THB 839,999,995
To-be-increased registered capital	50,000,000 Shares	THB 50,000,000
Registered capital after the capital decrease	889,999,995 Shares	THB 889,999,995

Amendment of the Company's Memorandum of Association

"Clause 4. Registered capital : THB 889,999,995 (Eight Hundred Eighty-Nine Million Nine Hundred Ninety-Nine Thousand Nine Hundred and Ninety-Five Baht)

Consisting of : 889,999,995 Shares (Eight Hundred Eighty-Nine Million Nine Hundred Ninety-Nine Thousand Nine Hundred and Ninety-Five Shares)

A par value of : THB 1.00 (One Baht)

Dividing into

Ordinary shares : 889,999,995 Shares (Eight Hundred Eighty-Nine Million Nine Hundred Ninety-Nine Thousand Nine Hundred and Ninety-Five Shares)

Preferential shares : - None -

In addition, the Board of Directors hereby propose the shareholders' meeting to consider authorizing the Authorized Director and/or the person authorized by the Authorized Director to have the power to take any arrangements in relation to the registration of the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, and to take any necessary arrangements in compliance with the registrar's order to complete the registration process.

This resolution must be passed by votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and entitled to vote.

The moderator provided an opportunity for shareholders to ask questions or express their opinions. As there were no further questions or comments, the moderator requested the shareholders to consider and approve the increase of the Company's registered capital and approve the amendment of Clause 4 of the Memorandum of



Association to be in line with the capital decrease of the Company, including authorizing the Authorized Director or the person authorized by the Authorized Director to have the power to take any arrangements in relation to the above.

**Resolution:** The meeting resolved to approve the increase of the Company's registered capital in the amount of THB 50,000,000 from the original registered capital of THB 839,999,995 to be the registered capital of THB 889,999,995 by issuing the new ordinary shares of 50,000,000 shares at a par value of THB 1 and the amendment of Memorandum of Association in Clause 4 to be in line with the capital increase of the Company, by votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and entitled to vote with the following votes:

<i>Votes</i>	<i>Number of votes</i>	<i>Percentage of the total votes of shareholders who attended the meeting and entitled to vote</i>
<i>Approved</i>	<i>438,197,297</i>	<i>99.7723</i>
<i>Disapproved</i>	<i>4</i>	<i>0.0000</i>
<i>Abstained</i>	<i>1,000,000</i>	<i>0.2277</i>
<i>Invalid ballots</i>	<i>0</i>	<i>0.0000</i>
<i>Total</i>	<i>439,197,301</i>	<i>100.0000</i>

**Agenda 4** To consider and approve the allocation of newly issued ordinary shares in the amount of not exceeding 50,000,000 shares at a par value of THB 1 to offer to specific persons by way of private placement at the offering price of THB 16.00 per share with the total value of not exceeding THB 800,000,000

The moderator informed the meeting that, this issuance and offering of capital increase shares of the Company to the investor is an effective fundraising approach, reasonable, and appropriate to the current situation of the Company, and will cause the greatest benefit to the Company. This will allow the Company to raise funds in a short period of time, reduce the burden on existing shareholders in the capital increase, and the Company will be able to receive the fund as needed. Moreover, increasing the Company's capital to specific persons by way of private placement is a fundraising method that can surely and quickly meet the needs of the Company when compared to public offerings.

The Board of Directors opined it appropriate to propose the shareholders' meeting to consider and approve the allocation of newly issued ordinary shares in the amount of not exceeding 50,000,000 shares at a par value of THB 1.00 for offering to specific persons by way of the private placement to 4 persons (correctively as "Investors"). The Investors are not connected persons of the Company according to the Notification of the Capital Market Supervisory

Board No. TorJor. 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 list of Investor is as follows:

Names of Investors to whom newly issued ordinary shares are allotted	Amount of Shares Allotted
1. GREENTECH FUND, UNDER CAI OPTIMUM FUND VCC	20,000,000 Shares
2. MR. YODSAWEE WATTANATEERAKITJA	20,000,000 Shares
3. MR. NOPPORN VITONCHART	5,000,000 Shares
4. MS. RATHA WEERAPHONG	5,000,000 Shares

In addition, each of the Investors does not have relationships or act in concert (Concert Party), or have any relationships to be construed as persons under Section 258 of the Securities and Exchange Act B.E. 2535 (as amended) to impose the Investors with the duties to make a tender offer to purchase all securities of the Company subsequent to the allocation of the newly issued ordinary shares of the Company.

The issuance of new ordinary shares is an offering where the Board of Directors' Meeting of the Company passed a resolution to clearly specify the offering price and propose to the shareholders' meeting to determine the offering price at THB 16.00 per share with the total value of not exceeding THB 800,000,000, which is not considered an offering of new shares at a price lower than 90 percent of the market price pursuant to the requirements of the Notification No. TorJor. 72/2558. The "market price" is calculated based on the weighted average price of the Company's shares traded on the SET over a period of 15 consecutive business days prior to the date on which the Board of Directors' Meeting passes a resolution to propose the offering of new ordinary shares to the Investors to the shareholders' meeting for approval, which is a period between April 5, 2023, and April 28, 2023. The market price is THB 17.70 per share (Source: SETSMART from www.setsmart.com).

In addition, according to the Terms and Conditions of the Warrant OTO-W1, the Company is obligated to adjust the rights in the event that the offering price of new ordinary shares issued and offered to the Investors is not lower than 90 percent of the market price by The "market price", as determined in the Terms and Conditions of the Warrant OTO-W1, is calculated based on the weighted average price of the Company's shares traded on the SET over a period of 7 consecutive business days prior to the date used in the calculation. (The first day of the offering of newly issued ordinary shares). Therefore, the Company is unable to calculate the "market price of the Company's ordinary shares" in order to consider the right adjustment of the OTO-W1. However, the Company will consider the "market price of the Company's ordinary shares" on the first day of this private placement offering to consider the right adjustment of the OTO-W1 and will notify the OTO-W1 warrant holders and the SET for further information.

If the offering price of the newly issued ordinary shares offered by way of the private placement is lower than 90 percent of the market price, the “market price” is calculated based on the weighted average price of the Company’s shares traded on the SET over a period of not less than 7 - 15 consecutive business days prior to the first date of the offering of shares through private placement, prior to the date on which the SET accepts such newly issued ordinary shares as listed securities, the Company is obliged to prohibit the Investors from selling all of such newly issued ordinary shares within one year from the date on which the Company’s newly issued ordinary shares are first traded on the SET (Silent Period). Upon a lapse of six months after the first trade date of the Company’s newly issued ordinary shares, the Investors may gradually sell up to 25 percent of all locked-up shares in accordance with the requirements set out in the Notification of the Stock Exchange of Thailand Re: Rules, Conditions, and Procedures for Consideration of Application for Listing of Ordinary Shares or Preferred Shares for Capital Increase as Listed Securities B.E. 2558 (2015) dated 11 May 2015 (as amended).

The allotment of the shares as detailed above must not result in the Investors holding shares in the Company in the number that reaches or passes the trigger point requiring the Investor to make a tender offer as required under the Notification of the Capital Market Supervisory Board TorJor. 12/2554 re: Rules, Conditions, and Procedures for the Acquisition of Securities for Business Takeovers, or in violation of the foreign shareholding restriction as specified in the Articles of Association of the Company, which allows the foreigners, to hold shares in the Company of not exceeding 49 percent of the total sold shares of the Company. After this capital increase, the Investors will not take or appoint any representative in the position of director and/or executive of the Company.

Moreover, the Board of Directors opined that it is appropriate to propose the meeting to consider and approve to authorize the Executive Committee or the Chief Executive Officer and/or the person authorized by the Executive Committee or the Chief Executive Officer to have the power to take all actions associated with the issuance, offering, allotment, and subscription of the new ordinary shares including the following:

- (a) Determine and/or amend, and adjust any details necessary for and relating to the allotment of the newly issued ordinary shares of the Company as deemed appropriate including but not limited to the determining of the subscription period to the extent that it is not contrary to or inconsistent with the relevant notifications, regulations, rules, and laws, as well as having the power to determine and amend the period of subscription and offering of the newly issued ordinary shares, and the payment method. The allotment and subscription period may be scheduled for one time or multiple times;
- (b) Make contact, negotiate, execute, sign, and amend any agreements, requests for approval, waiver requests, notices, and evidence necessary and relevant to the allotment of the Company's newly issued ordinary shares, including but not limited to the Shares Subscription Agreement, registration applications to be submitted to the Ministry of Commerce, communication and submission of such requests for approval, waiver requests, notices, documents and evidence to the SEC Office, SET, or

any government agencies or agencies involved in the amendment or change of the request or the wording of the documents as well as listing the newly issued ordinary shares as listed securities on the SET; and

- (c) Take any necessary and relevant actions to ensure the successful allotment of the Company's newly issued ordinary shares, including the selection of investors in the private placement and the appointment and assignment of other suitable persons to act as sub-appointees to take the above actions.

The Company shall complete the offering within 12 months from the date on which the shareholders' meeting passes a resolution to approve the offering of newly issued. Therefore, after a lapse of 3 months after the date on which the shareholders' meeting resolves to approve the offering of newly issued shares, the Board of Directors or the person authorized by the Board of Directors shall determine the offering price based on the market price during the offering period.

The details of the issuance, offering and allotment of the Company's new ordinary shares to the Investors as shown in the Capital Increase Form (F53-4) and Information Memorandum on the Issuance, Offering and Allocation of Newly Issued Ordinary Shares of One to One Contacts Public Company Limited through private placement as sent to the shareholders with the meeting invitation.

The Moderator provided an opportunity for shareholders to ask questions or express their opinions. As there were no further questions or comments, the Moderator requested the shareholders' meeting to consider and approve the allocation of the newly issued shares.

**Resolution:** The meeting resolved to approve the allocation of the newly issued shares in the amount of not exceeding 50,000,000 shares at a par value of THB 1 for offering by way of private placement, and the authorization of the Executive Board of Directors or Chief Executive Office or the person appointed by the Executive Board of Directors and/ or Chief Executive Office to have the power to take any arrangements as aforementioned in all respects with a majority of votes of the shareholders who attend the meeting and cast their votes, as follows:

<i>Votes</i>	<i>Number of votes</i>	<i>Percentage of the total votes of shareholders who attended the meeting and entitled to vote</i>
<i>Approved</i>	<i>438,197,297</i>	<i>99.7723</i>
<i>Disapproved</i>	<i>4</i>	<i>0.0000</i>
<i>Abstained</i>	<i>1,000,000</i>	<i>0.2277</i>
<i>Invalid ballots</i>	<i>0</i>	<i>0.0000</i>
<i>Total</i>	<i>439,197,301</i>	<i>100.0000</i>

Agenda 5 To consider and approve the issuance and offering of debentures in the amount not exceeding THB 2,000,000,000

The Moderator informed the meeting that, in order to support business expansion and increase financial liquidity, the Board of Directors opined that fundraising by issuing debentures is one of the options that has operational flexibility and can determine the amount of investment according to the needs of the Company, and hence deemed appropriate for the shareholders' meeting to consider and approve the issuance and offering of debentures in the amount not exceeding THB 2,000 million, with the following details:

Objectives	To be a source of funds for the Company's investment and/or to repay the existing debt of the Company and/or to be a working capital of the Company and/or for other purposes as the Board of Directors deems appropriate.
Debenture Issuer	One to One Contacts Public Company Limited
Type of Debentures	All types of debentures, with name or unnamed registered debenture holders, unsubordinated debentures which are secured or unsecured, with or without debenture holders' representative, subordinated debenture, unsubordinated debenture, Perpetual convertible bond, convertible bond, securitization and/or derivative debentures. This depends on the appropriateness of the market conditions at the time of issuance and offering of debentures each time.
Issue Size	Not exceeding THB 2,000 million or other currencies equivalent to Thai Baht which can be offered for sale once for the full amount of money or offered

	periodically and/or for one time or several times that the Company has repurchased to issue and offer for sale (Revolving Basis).
Currency	Thai Baht and/or other currencies equivalent to Thai Baht using the exchange rate at the time of each issuance and offering of the debentures.
Interest Rate	As specified in each occasion depending on the market conditions at the time of each issuance of the debenture under the regulation and relevant laws that are effective at the time of each issuance and offering of the debenture.
Term of Debenture	Not exceeding 2 years which the Company or the debenture holders can or cannot call before the maturity date.
Allocation Method	The debentures can be offered for sale in one tranche and/or several tranches at one time and/or several times and/or as a project and/or on a revolving basis. The offer can be domestically and/or internationally to the general public and/or domestic or international institutional investors and/or high net worth investors and/or specific investors and/or director and executive of the Company according to the Notification of the Securities and Exchange Commission and/or other relevant regulations which are effective at the time of the issuance and offering of the debentures.
Other Terms	Depending on the market conditions at the time of each issuance and offering of the debenture.

The Board of Directors opined that it is appropriate to propose to the Shareholders' Meeting to consider and approve the authorizing of the Board of Directors Executive Board of Directors Chairman of the Executive Committee and/or the persons authorized by the Board of Directors and/or the Executive Board of Director and/or the Chairman of the Executive Committee to take any action necessary and related to the issuance and offering of debentures to comply with the law, including but is not limited to considering the terms and other details of the debentures to be issued at each time such as types of debentures, collateral, number of debentures, par value, offering price per unit, term of debenture, interest rate, currency, offering period, allocation method, offering details, conditions for redemption of debentures and other related details etc.; the entering, certifying, amending and signing agreements and related documents, appointment of consultants and other related persons, giving permission to provide information and submitting documentary evidence with relevant government agencies and the registration of the debentures with the Thai Bond Market Association or any other related bond markets, etc.; having the authority to take any action as necessary and in connection with the issuance of debentures; and the directors of the Company or a person authorized

by the Board of Directors, has the power to appoint any person as his or her attorney, to represent and perform the above actions.

The Moderator provided an opportunity for shareholders to ask questions or express their opinions. As there were no further questions or comments, the Moderator requested the shareholders' meeting to consider and approve the issuance and offering of debentures. This resolution must be passed by votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and entitled to vote.

**Resolution:** The meeting resolved to approve the issuance and offering of debentures in the amount not exceeding THB 2,000,000,000, by votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and entitled to vote with the following votes:

<i>Votes</i>	<i>Number of votes</i>	<i>Percentage of the total votes of shareholders who attended the meeting and entitled to vote</i>
<i>Approved</i>	<i>439,197,301</i>	<i>100.0000</i>
<i>Disapproved</i>	<i>0</i>	<i>0.0000</i>
<i>Abstained</i>	<i>0</i>	<i>0.0000</i>
<i>Invalid ballots</i>	<i>0</i>	<i>0.0000</i>
<i>Total</i>	<i>439,197,301</i>	<i>100.0000</i>

**Agenda 6** Other business (if any)

To be in accordance with Section 105, paragraph 2, of the Public Limited Company Act which stipulates that the shareholders holding the aggregate number of shares of not less than one-third of the total number of shares sold may request the consideration of other business in addition to that specified in the invitation of the meeting.

The Moderator provided an opportunity for shareholders to ask questions or express their opinions. Consequently, the Moderator informed the meeting that Mr. Piyapong Prasatthong, the shareholder attended the meeting in person, had the following inquiry.

**Question:** The question is on whether the significantly drop of the Company's share price this week (decreased to approximately THB 3) was from the conversion of OTO-W1 into ordinary shares or not?

**Answer:** Khun Kanawuthi Wattanadhirach, director and the Chairman of the Executive Committee, clarified as follows:

Given the continuous downward adjustment of stock prices during this period, with prices currently beyond the expectations of executives and the board of directors, the Company has initially communicated verbally with major shareholders, inquiring whether any Company's share have been sold. The response received was that there have been no share sales at this time. However, the Company cannot control the fluctuations in stock prices, which may partly be attributed to the conversion of OTO-W1, accounting for more than 89% of the conversions. It is anticipated that on Monday, June 19, 2566, the shares resulting from the conversion of OTO-W1 will be tradable in the stock market. This situation has caused concern among all shareholders.

The Moderator provided an opportunity for shareholders to propose additional matters for consideration, and ask questions or express their opinions. As there were no questions or comments, or any other matters for further consideration, Dr. Pakorn Apaphant, the chairman, then thanked the shareholder, executives, and relevant persons who participated in the meeting. The meeting was adjourned at 02.50 p.m.

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(Dr. Pakorn Apaphant)

Chairman of the Board of Directors