



**Invitation to the 2025 Annual General
Meeting of Shareholders**

The One Enterprise Public Company Limited

Monday, April 28, 2024, at 2.00 p.m.

The meeting through electronic media according to the
Emergency Decree on Electronic Meeting B.E. 2563 (2020)



The ONE Enterprise Public Company Limited

บริษัท เดอะ วัน เอ็นเตอร์ไพรส์ จำกัด (มหาชน)
The One Enterprise Public Company Limited
ทะเบียนเลขที่ / Registration No. 0107564000146

-Translation-

March 26, 2025

Subject : Invitation to the 2025 Annual General Meeting of Shareholders through electronic meeting (E-AGM)

To : The shareholders of The One Enterprise Public Company Limited

Enclosures

1. Objectives and rationale of the Board of Directors' opinions to facilitate shareholders' considerations
2. Financial Summary from the annual registration statement /the 2024 Annual Report (Form 56-1 One Report)
3. Profiles of the nominated candidates to replace directors who retired by rotation and the qualification of the Company's independent director (3.1 - 3.5)
4. Details of the independent directors proposed as proxy holders (in the event that an independent director is appointed as a proxy holder)
5. The Company's Articles of Association concerning the Shareholders' Meeting
6. Form for Submitting Question in Advance for the 2025 AGM via Electronic Media (E-AGM)
7. QR Code Downloading Procedures for the annual registration statement / the 2024 Annual Report (Form 56-1 One Report)
8. Three types of Proxy Forms (Form A, B, and C), according to the announcement of Department of Business Development Re: Form of Proxy (No. 5) B.E. 2550 and as amended and P.O. Box Envelope (in case of returning the form by post)
9. Documents and evidence that attendees have to identity proofing before joining the 2025 AGM through Electronic Media (E-AGM) and procedure for proxy granting, registration and voting.
10. Manual to Attend the Annual General Meeting of Shareholders for year 2025 and voting through Electronic means (E-AGM) by IR PLUS AGM Application

The Board of Directors ("the Board") of The One Enterprise Public Company Limited ("the Company") has resolved to invite all shareholders to attend the 2025 Annual General Meeting of Shareholders ("the Meeting") which will be convened on **Monday, April 28, 2025, at 2.00 p.m., through electronic media (E-Meeting / E-AGM) only**, in compliance with the Emergency Decree on Electronic Meeting B.E. 2563 (2020) and other related laws and regulations, to consider the following agenda items:

Agenda 1 To acknowledge the declaration of the 2024 operational results and the Company's Annual Report

The Board's opinion: The Board was deemed appropriate to report the Company's operational results and submit the 2024 Annual Report to the Meeting for acknowledgment.

Agenda 2 To approve the Statements of Financial Position and the Comprehensive Income Statements for the fiscal year ending 31st December 2024.

The Board's opinion: The Board proposed to the Meeting to approve the Company's Statement of Financial Position and the Comprehensive Income Statement for the fiscal year ended December 31st, 2024, which were reviewed by the Board and the Audit Committee, and were duly audited and certified by the certified public accountant.

Agenda 3 To approve the apportionment as statutory reserve fund from the 2024 operational results.

The Board's opinion: The Board proposed to the Meeting to approve the appropriation of net profit as statutory reserve fund at the rate of 5 percent of the net profit the year 2024 ending December 31, 2024 of separate financial statements, the company had a total net profit of Baht 529,706,591.32 .Therefore, the Company must statutory reserve of net profit the total amount of legal reserve is Baht 26,485,329.57. In order to comply with the Clause 51 of the Company's Articles of Association and Section 116 of the Public Limited Companies Act B.E.2535 (and its amendment).

Agenda 4 To approve the dividend payment for the 2024 operational results.

The Board's opinion: The Board agreed to propose to the Meeting to approve the dividend payment for the 2024 operational results at the rate of 0.17 Baht per share to the shareholders of 2,381,250,000 shares or totaling Baht 404,812,500, equivalent to 94.98% of the Consolidate' s net profit from operating activities, ending December 31, 2024. Since, the Company already paid interim dividend at the rate of 0.08 Baht per share, totaling approximately 190,500,000 Baht to shareholders on September 20, 2024. Therefore, the remaining dividends that the Company must be paid additionally at the rate of 0.09 baht per share or approximately 214,312,500 Baht. The Record Date to entitle rightful shareholders who may receive the dividend will be on May 7, 2025 and the payment of the dividend will be made on May 26, 2025.

The dividend paid at the rate of 0.09 baht per share will be paid from net profit (after tax) for the last six months of 2024 years. (from July, 1 2024 - December 31, 2024) according to the separate financial statements which is net profit and profit from dividends which was paid from subsidiaries divided. The dividend for the operating results of 2024, which is paid additionally at the rate of 0.09 baht per share, is paid from retained earnings (not yet allocated) as of December 31, 2024, according to the financial statements of the specific business that have been subject to corporate income tax at the rate of 20 percent, in which individual shareholders will receive a tax credit in calculating dividend tax in accordance with Section 47 bis of the Revenue CodeCode

Agenda 5 To approve the appointment of directors in place of those who are due to retire by rotation for the year 2025.

The Board's opinion: The Board (except those retired directors who have conflicts of interest in this agenda) has been carefully scrutinized, cautious to the appropriateness. This is to ensure that the persons nominated for this time are qualified for the Company's business operation. According to the opinion of the Nomination and Remuneration Committee, therefore resolved to proposed to the Meeting to endorse the appointment of directors who are due to retire by rotation namely (1) Mrs. Duangjai Lorlertwit, (2) Mrs. Duangmanee Sukhum (3) Mrs. Piya Sosothikul and (4) Mr. Rafah Damrongchaitham as the Company's directors for another term (Profiles of those 4 candidates and the qualification of the Company's independent director are described in Enclosure 3.1 - 3.5).

Agenda 6 To approve the remunerations of the Board of Directors and subcommittees for the year 2025.

The Board's opinion: The Board proposed that the Meeting approve the Board of Director and subcommittee's remuneration for the year 2025 consist of (1) monthly remuneration (paid to the Board of Directors and the Audit Committee for a monthly basis at the specified rate), (2) Meeting Allowance per meeting (paid to directors and sub-committees, according to the actual attendance per meeting basis at the specified rate) and (3) the annual bonus for the year 2025 which is paid to company directors in the amount not exceeding baht 10,000,000 (allocated according to the criteria and details specified).

Agenda 7 To approve the appointment of the auditors and the determination of the audit fee for the year 2025.

The Board's opinion: The Board proposed that the Meeting appoint EY Office Limited as the Company's auditor for the fiscal year ended December 31, 2025, and that any one of the individuals below be responsible for reviewing or audit and provide an opinion on the financial statements of the Company, namely (1) Ms. Yuchira Tuaton CPA No. 10725 or (2) Mr. Kitti Teachakasembundit CPA No. 9151 or (3) Ms. Sineenart Jirachaikhuan Khan CPA No. 6287 Or (4) Mrs. Poonnard Paچارoen CPA No. 5238 In addition, the Meeting is proposed to approve the audit fee of the Company for the year 2025 at the amount of not exceeding 1,350,000 Baht, which is the same rate as the previous year.

Agenda 8 Other matters. (if any)

The Board's opinion: The Board deemed it appropriate to include this agenda so as to comply with the section 105 of the Public Limited Companies Act B.E.2535 (as amended) specifying that shareholders holding shares amounting not less than one-third of the total number of paid-up shares are qualified to ask the Meeting to consider any matter other than those set out in the invitation letter. Additionally, this agenda is also set for shareholders who wish to ask any further questions or provide any other opinions (if any). However, according to the Principles of Corporate Governance of Listed Company issued by Thai Institute of Directors (IOD) and AGM Checklist of Thai Investors Association, it is not recommended to add any other agendas that are not specified in the invitation letter to the Meeting to approve or vote.

In this regard, the Company specifies the names of shareholders for the rights to attend and vote at the 2025 AGM shall be recorded on March 12, 2025 (Record Date). The company would like to invite the shareholders to attend the meeting. via electronic media at the aforementioned date and time at the same time.

In the event that shareholders are unable to attend the meeting, able to grant a proxy to the Company's independent directors (Enclosure 4.) instead of attending the Meeting in person to vote on Shareholders' behalf according to the proxy form by sending a proxy that shows the desire to vote (Recommend to use the Proxy Form B (Enclosure 8)). To do so, please complete the Proxy Form B and give all vote instructions, and submit it along with accompanying documents for proxy appointment in the envelope enclosed with the Notice (No stamp needed) to the Company by April 24, 2025. **(Please study the details of documents and evidence that attendees have to identity proofing before joining the 2025 AGM through Electronic Media (E-AGM) and procedure for proxy granting, registration and voting (Enclosure 9)).**

If any shareholder wishes to grant a proxy to another person instead of attending the Meeting in person to vote on shareholders' behalf. Please fill in the details and sign the Proxy Form A or Form B either. (Enclosure 8) to be complete, foreign shareholders which appoints a custodian in Thailand to be a stock depository and keeper, please use one of the Proxy Form A or Form B or Form C (Custodian). (Enclosure 8) with a 20 baht stamp duty attached.

If shareholder wish to attend the meeting by yourself or appoint a proxy and to vote through electronic means (E-AGM), please study the Manual to Attend the Annual General Meeting of Shareholders for year 2025 and Voting through Electronic Means (E-AGM) by IR PLUS AGM Application in the enclosed document (Enclosure 10)

For preparation in advance of the meeting, the Company will activate the E-AGM system to allow the shareholders or their proxies to verify their identity as from 9.00 hrs. on April 10, 2025 until 17.00 hrs. on April 25, 2025. The shareholders or their proxies may log-in IR Plus AGM Application to attend the meeting on April 28, 2025 as from 13.00 hrs. onwards.

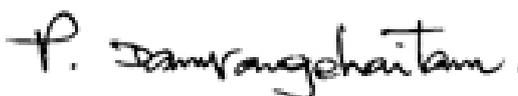
The Company recommends Shareholders and/or Proxy holder to study the conditions and methods of registration procedure to attend the Annual General Meeting of Shareholders for the year 2025 via electronic media (E-AGM) and submit all relevant documents that require to identity proofing for receiving individual as detailed in enclosure 9). The system access manual, together with study vote casting procedure as detail in enclosure 10).

For shareholders to receive the greatest benefit at the Meeting and fully protect the rights as a shareholder, should you have any queries that you would like the Company to clarify on any agenda, you can send the questions prior to the Meeting, please sending Form for Submitting Question in Advance for the 2025 AGM via Electronic Media (E-AGM) to the company secretary via email: cs@onee.one by April 24, 2025, as detailed in Enclosure 6.

To provide the shareholders' convenience in accessing the above information, the entire set of documents related to the Invitation of the 2025 Annual General Meeting of Shareholders via Electronic Media (E-AGM), together with the proxy forms and all related documents, including document download on the Company's website (www.theoneenterprise.com), both in Thai and English, March 26, 2025 onwards, The 2024 Annual Report (Form 56-1 One report) shall be publicized on the Company's website prior to the meeting date, not less than 28 days.

Please be informed accordingly.

Yours Faithfully,



(Mr. Paiboon Damrongchaitham)

Chairman of the Board

By resolution of the Board

For information regarding the Shareholders' Meeting, please contact:
Company Secretary Tel. (+662) 669 9712 or (+662) 669 9304 Email: cs@onee.one



Creating entertainment for every **one**
สร้างสรรค์ความสุขในทุกวัน

The One Enterprise Public Company Limited

50 GMM Grammy Place, Sukhumvit 21 Rd. (Asoke),
Khlongtoeinuea, Wattana, Bangkok 10110, Thailand

Tel: (66) 2669-9712

www.theoneenterprise.com