

22 December 2020

Subject: Submission of the Tender Offer for the Securities of One to One Contacts Public Company Limited
(Form 247-4)

Attention: President
Stock Exchange of Thailand

Enclosure: Copy of Tender Offer for the Securities of One to One Contacts Public Company Limited
(Form 247-4)

Mr. Suthipot Ariyasuthivong, Mr. Boon-Aue Chitthanom, Mr. Nattapong Seetavorarat, Mr. Virat Anurakpuitti, Mr. Nopporn Achavakulthep, and Ms. Kanokrat Wongpapairoj (collectively the “**Tender Offerors**”) would like to inform you that on 22 December 2020, the Tender Offerors in tender offer for all of the remaining securities of One to One Contacts Public Company Limited (“**OTO**”), has submitted the Tender Offer for the Securities of OTO (Form 247-4) to the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand, the directors and shareholders of OTO, the detail of which are set out in the Enclosure.

Please be informed accordingly.

(Translation)

Tender Offer for Securities

(Form 247-4)

Of



One to One Contacts Public Company Limited

By

Mr. Suthipot Ariyasuthivong, Mr. Boon-Aue Chitthanom,

Mr. Nattapong Seetavorarat, Mr. Virat Anurakputti,

Mr. Nopporn Achavakulthep,

and Ms. Kanokrat Wongpapairoj

(The Tender Offerors)

Kingsford Securities Public Company Limited

(Tender Offer Preparer and Tender Offer Agent)

**This English language translation of the Tender Offer has been prepared solely for the convenience of the foreign shareholders of One to One Contacts Public Company Limited and should not be relied upon as the definitive and official document of the Tender Offerors. The Thai language version of the Tender Offer is the definitive and official document of the Tender Offerors and shall prevail in all respects in the event of any inconsistency with this English language translation.*

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(Translation)

22 December 2020

Subject: Submission of the Tender Offer for the Securities of One to One Contacts Public Company Limited (Form 247-4)

Attention: Secretary-General, The Office of The Securities and Exchange Commission (the "SEC")
President, Stock Exchange of Thailand (the "SET")
Board of Directors and Securities Holders of One to One Contacts Public Company Limited

Enclosure: Tender Offer for the Securities of One to One Contacts Public Company Limited (Form 247-4)

The reference is made to the fact that, on 9 December 2020, Mr. Suthipot Ariyasuthivong, Mr. Boon-Aue Chitthanom, Mr. Nattapong Seetavorarat, Mr. Virat Anurakputti, Mr. Nopporn Achavakulthep, and Ms. Kanokrat Wongpapairoj (collectively the "**Tender Offerors**") purchased the shares of One to One Contacts Public Company Limited ("**OTO**" or the "**Business**") from Samart Corporation Public Company Limited and Samart Engineering Company Limited in the total of 193,700,000 shares, or equivalent 69.18 percent of paid-up and offered shares of the Business and of the voting rights of the Business, which when combined with the existing shares held by Mr. Suthipot Ariyasuthivong and Mrs. Naiyarat Ariyasuthivong (Mr. Suthipot's Mother) in the amount of 12,860,400 shares and 777,000 shares in OTO, or equivalent 4.59 and 0.28 percent of paid-up and offered shares of the Business and of the voting rights of the Business respectively, the Tender Offerors holds 207,337,400 shares in the Business, equivalent to 74.05 percent of the total issued shares and the voting rights of the Business. In this regard, the Tender Offerors is obliged to executing the Mandatory Tender Offer for the remaining shares of the Business in accordance with the criteria and conditions prescribed under the Notification of Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Condition and Procedures for the Acquisition of Securities for Business Takeovers date 13 May 2554 (2011) (as amended) ("**TorChor. 12/2554**")

On 14 December 2020, the Tender Offerors submitted the Declaration of Intention for Tender Offer (Form 247-3) to the SEC, the SET, Board of Directors and Securities Holders of the Business.

Therefore, by this letter, Kingsford Securities Public Company Limited, as the Tender Offer Preparer, would like to submit the Tender Offer for Securities of the Business (Form 247-4) along with supporting documents to the SEC, the SET, Board of Directors and Securities Holders of the Business to support their consideration on the Tender Offer.

Yours Sincerely,

Vuttipong Vongpatarakul

(Mr. Vuttipong Vongpatarakul)

Kingsford Securities Public Company Limited

Wimutti Sukhtipyaroge

(Mr. Wimutti Sukhtipyaroge)

Kingsford Securities Public Company Limited

Tender Offer

One to One Contacts Public Company Limited ("OTO")

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Attachment F Confirmation Letter of Source of Fund for the Tender Offer

Tender Offer for the Securities of One to One Contacts Public Company Limited

(The offer under this Tender Offer, Offer Price, and Offer Period are the final which will not be changed subject to the conditions specified in Section 8)

Attention: Securities Holders of One to One Contacts Public Company Limited

We, Mr. Suthipot Ariyasuthivong, Mr. Boon-Aue Chitthanom, Mr. Nattapong Seetavorarat, Mr. Virat Anurakpuitti, Mr. Nopporn Achavakulthep, and Ms. Kanokrat Wongpapairoj (collectively, the “**Tender Offerors**”), hereby offer to purchase all of the shares of One to One Contacts Public Company Limited (“**OTO**” or the “**Business**”) which are not already held by the Offerors in accordance with the following terms and conditions (the “**Tender Offer**”)

Part 1**Essence of the Tender Offer****1. Date of Submission of the Tender Offer:**

22 December 2020 (“**Tender Offer Submission Date**”)

2. Name of the Tender Offerors:

- 1) Mr. Suthipot Ariyasuthivong (“**Mr. Suthipot**”)
- 2) Mr. Boon-Aue Chitthanom (“**Mr. Boon-Aue**”)
- 3) Mr. Nattapong Seetavorarat (“**Mr. Nattapong**”)
- 4) Mr. Virat Anurakpuitti (“**Mr. Virat**”)
- 5) Mr. Nopporn Achavakulthep (“**Mr. Nopporn**”)
- 6) Ms. Kanokrat Wongpapairoj (“**Mr. Kanokrat**”)

3. Name of the Tender Offer Preparer:

Kingsford Securities Public Company Limited (“**Tender Offer Preparer**”)

4. Objectives of the Tender Offer:

On 20 November 2020, the Tender Offerors, which is parties acting in concert, has signed on the Sale and Purchase Agreement in relation to 193,700,000 shares in the OTO, or equivalent 69.18 percent of paid-up and offered shares of the Business and of the voting rights of the Business with Samart Corporation Public Company Limited (“**SAMART**”) and Samart Engineering Company Limited (“**SE**”) at the price of 2.40 Baht per share. And both parties have traded and settlement through The Stock Exchange of Thailand (the “**SET**”) by using Trade Report – Big Lot on 9 December 2020. The details are provided below:

Sellers	Number of shares	Percentage compared with the issued and total voting rights	Buyers	Number of shares	Percentage compared with the issued and total voting rights
1. Samart Engineering Co., Ltd.	2,100,000	0.75	1. Mr Suthipot Ariyasuthivong	2,100,000	0.75
2. Samart Corporation PCL.	191,600,000	68.43	1. Mr Suthipot Ariyasuthivong	37,900,000	13.54
			2. Mr. Boon-Aue Chitthanom	51,700,000	18.46
			3. Mr. Nattapong Seetavorarat	45,000,000	16.07
			4. Mr. Virat Anurakpuitti	30,000,000	10.71
			5. Mr. Nopporn Achavakulthep	15,000,000	5.39
			6. Ms. Kanokrat Wongpapairoj	12,000,000	4.29
Total	193,700,000	69.18		193,700,000	69.18

Moreover, before the date Sale and Purchase Agreement has signed, Mr. Suthipot Ariyasuthivong and Mrs. Naiyarat Ariyasuthivong hold the existing shares in the amount of 12,860,400 shares and 777,000 shares in OTO, or equivalent 4.59 and 0.28 percent of paid-up and offered shares of the Business and of the voting rights of the Business respectively. Therefore, they both hold 13,637,400 shares, or equivalent 4.87 percent of paid-up and offered shares of the Business and of the voting rights of the Business.

On 9 December 2020, the Tender Offerors have traded and settlement through the SET by using Trade Report – Big Lot in the amount of 193,700,000 shares, or equivalent 69.18 percent of paid-up and offered shares of the Business and of the voting rights of the Business in accordance with the said agreement. Therefore, the Tender Offerors holds 207,337,400 shares in the Business, equivalent to 74.05 percent of the total issued shares and the voting rights of the Business.

In this regard, the Tender Offerors is obliged to executing the Mandatory Tender Offer for the remaining shares of the Business in accordance with the criteria and conditions prescribed under the Notification of Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Condition and Procedures for the Acquisition of Securities for Business Takeovers date 13 May 2554 (2011) (as amended) (“TorChor. 12/2554”)

Besides, The Tender Offerors intend to invest in the Business with reasons for investing in potential business and able to provide reasonable return on investment such as difference in stock price (Capital Gain) and dividends, etc., without changing any management or key personnel, which may affect the current core business of the company. But may increase in operating in order to increase income and/or reduce costs and/or improve business technology to meet customer needs and/or competitiveness in order to improve the operation more efficiency other than deposit in bank, they may consider investing in securities with higher returns with appropriate risks.

5. Specify classes and issues of the offered securities:

As at Tender Offer Submission Date, the Business has only one class of securities, namely ordinary shares. The Business has a total of 280,000,000 issued and paid-up ordinary shares, at the par value of THB 1 per share, whereby 1 ordinary share is entitled to 1 voting right.

At present, the Tender Offerors holds 207,337,400 shares in the Business, or equivalent to 74.05 percent of the total issued shares and the voting rights of the Business. In this regard, the Offerors is obliged to make a mandatory tender offer pursuant to the Notification TorChor. 12/2554 amounting 72,662,600 shares, equivalent to 25.95 percent of the total issued shares and the voting rights of the Business.

In this Tender Offer, the Tender Offerors will jointly purchase all shares. In the case that all shareholders sell their shares to the Tender Offerors, Mr. Boon-Aue Chitthanom will purchase the shares not more than 72,662,600 shares, equivalent to 25.95 percent of the total issued and the voting rights of the Business.

6. Offer price:

The offer price of the Securities is THB 2.40 (Two point Four Baht) per share (the “Offer Price”). The shareholders who accept the Tender Offer (each an “Offeree”) are subject to a brokerage fee of 0.25 percent of the Offer Price and the value added tax of 7.00 percent of the brokerage fee. Therefore, the net price to be received by the Offeree will be equivalent to THB 2.39358 (Two point Three Nine Three Five Eight Baht) per share.

The Offeree will receive payment for the shares tendered in Thai baht with 2 decimal places in Satang unit. In calculating 2 decimal places, if any fraction is more than or equivalent to THB 0.005, such fraction will be rounded up. If any fraction is less than THB 0.005, such fraction will be rounded down.

The Offer Price is:

- (☒) The final offer that shall not be changed (except as per the conditions specified in Clause 8).
(☐) Not the final offer and may be changed by the Tender Offerors.

Subject to the Revenue Code, unless specifically exempted under the terms of an applicable double tax treaty, in case that the Offeree is a foreign juristic person not operating any business in Thailand and not residing in a country which has a double tax treaty with Thailand, or residing in country which has a double tax treaty with Thailand but such double tax treaty does not exempt such foreign juristic person from withholding tax on capital gains realized from the sale of Securities in Thailand, such Offeree is subject to a deduction of 15 percent withholding tax on the capital gains from the sale of Securities, i.e., the difference between the Offer Price and the original cost of such tendered securities to

the Tender Offer Agent by submitting Form A-3 of Attachment 1 for the ordinary shares, and Form C-3 of Attachment 3 for Non-Voting Depository Receipt ("NVDR")

In the event that any Offeree fails to declare such original cost together with the Form for Confirmation of Cost to the Tender Offer Agent, the Tender Offer Agent will deduct the withholding tax which will be calculated on the basis of the Offer Price multiplied by the total number of shares of the Business or of NVDR to be sold by the Offeree.

Remark: The Offeree who is a Thai juristic person will be responsible for a withholding tax of 3.00 percent of the brokerage fee and must issue a Withholding Tax Certificate and submit the same to Kingsford Securities Public Company Limited, the Tender Offer Agent.

7. Offer period:

The Offer Period will be a total of 25 business days, from 23 December 2020 to 28 January 2021 (the "Offer Period") during the business hours of the Tender Offer Agent which is from 9.00 a.m. – 4.00 p.m.

- (☒) The final offer period which will not be extended (subject to the conditions specified in Clause 8).
(☐) Not the final offer period and may be extended by the Offerors.

In addition, if there is any announcement of additional public holidays during the Offer Period, the Offerors will extend the Offer Period as necessary until the Offer Period is completed of at least 25 business days in compliance with Notification TorChor. 12/2554.

8. Conditions for amendment to the Tender Offer:

- (☐) No conditions.
(☒) Conditions for amendment to the tender offer are as follows:
(☒) The Offerors may lower the tender offer price or extend the offer period should, during the offer period, there be any event giving rise to a material adverse effect on the status or assets of the business.
(☒) The Offerors may amend the offer terms or extend the offer period to compete against any person who submits a tender offer for such securities of the business during the Offer Period.

9. Conditions for cancellation of the Tender Offer:

The Offerors may cancel the Tender Offer upon the occurrence of one or more of the following events:

- 9.1 any event or action occurring after the submission of the Tender Offer to the Office of the Securities and Exchange Commission (the "SEC") but within the Offer Period which causes or may cause severe damage to the status or the assets of the Business, where such event or action has not result solely from the actions of the Offerors or actions for which the Offerors are responsible; or
- 9.2 any action conducted by the Business after the submission of the Tender Offer to the SEC but within the Offer Period which causes or may cause a significant decrease in the value of the Business's shares; or
- 9.3 any action conducted by the Business which is likely to affect the Tender Offer as specified in the Notification of the Capital Market Supervisory Board No. TorChor. 14/2554 Re: Acts or Omission to Act Which is Likely to Affect Tender Offer of Business dated 25 July 2554 (2011) (including any amendment thereto)

10. Offer Period that the Securities Holders can Revoke their intention to sell:

If the Offeree is desirous to receive the proceeds from the shares tendered after the last day of the Offer Period, the Offeree is able to revoke its intention to sell shares at the office of the Tender Offer Agent from 23 December 2020 to 21 January 2021 on every business day of the Tender Offer Agent from 9.00 a.m. – 4.00 p.m., totaling of at least 20 business days. The Offeree must follow the Tender Offer Cancellation Procedures as specified in Attachment 2 (From B-1)

In addition, if there is any announcement of additional public holidays during the aforementioned cancellation period, the Tender Offerors will extend the Offer Period so that the securities holders can revoke their intention to sell the shares as necessary until the cancellation period is comprised of at least 20 business days in compliance with Notification TorChor. 12/2554.

11. Allocation of purchase in case the number of securities so tendered is more or less than the number of securities so offered (only in case of partial tender offers pursuant to Chapter 5 of the SEC Notification No. KorChor. 53/2545)

- Not applicable as the Tender Offerors offers to purchase all of the shares of the Business -

12. Sources of funds for the tender offer:

In the event that all shareholders express their intention to sell all of their ordinary shares of the Business, the Tender Offerors are required to make the Tender Offer for a total of 72,662,600 ordinary

shares of OTO that are not held by the Tender Offerors, representing 25.95 percent of the total issued and paid-up shares of OTO, at the Offer Price of THB 2.40 per share. The amount of funds which the Tender Offerors shall secure for this Tender Offer is equivalent to THB 174,390,240.

The Tender Offerors will make a payment for the tender shares in cash to all shareholders who accept the Tender Offer. The source of fund is from personal cash of the Tender Offerors. The certified letter from financial institution indicates that Mr. Suthipot Ariyasuthivong and Mr. Nattapong Seetavorarat together have cash deposit at THB 175,000,000 as shown in Attachment 6

The Tender Offeror Preparer have considered that certified letter and has opinion that the Tender Offerors have sufficient funds for this Tender Offer.

13. Tender Offer Agent

Name	Kingsford Securities Public Company Limited
Address	191 Silom Complex Tower 11 th , 12 th , 21 st Floor Silom Road, Silom, Bangkok 10500
Telephone	02-829-6999

14. Payment Date

The Tender Offerors will make payment to the Offeree, who did not revoke its acceptance of the Tender Offer within the Tender Offer Revocation Period, within 2 business days from the last day of the Offer Period (within February 1, 2021) given that the Acceptance Form submitted by the Offeree is correct and completed and the transfer of the tendered shares are completed.

Part 2**Details of the Offeror****1. The Offeror Information****1.1 General Information**

Name	(1) Mr. Suthipot Ariyasuthivong ("Mr. Suthipot")
Age	45 Years
Address	5/179 Moo 5 T. Ban Mai A. Pak Kret Nonthaburi 11120
Identification No.	3 1020 02068 40 6
Telephone No.	Contact Kingsford Securities Public Company Limited
Educational backgrounds	- BA Faculty of Engineering, Chulalongkorn University
Current working position	Being a director in the following companies 1. Integration Accomplishment Limited (Wholesale of computers, computer peripheral equipment and software) 2. Pinnacle Interiors Company Limited (Retail sale of household furniture in specialized stores) 3. Feelzogood Lifestyle Company Limited (Retail sale of household furniture in specialized stores) 4. Sweet Fig Living Company Limited (Construction of non-residential buildings) 5. F.G.C. Furniform Company Limited (Manufacture of other furniture (except stone, concrete or ceramic))
Criminal records in the last 5 years	None
Pending legal disputes	None

Name	(2) Mr. Boon-Aue Chitthanom ("Mr. Boon-Aue")
Age	50 Years
Address	32/124 Moo 7 T. Bang Muang A. Bang Yai Nonthaburi 11140
Identification No.	3 7201 00170 79 8
Telephone No.	Contact Kingsford Securities Public Company Limited
Educational backgrounds	- Master of Business Administration, Kasetsart University - BA Faculty of Engineering, Siam University
Current working position	Being a Head of IT Services Governance Management Division at Bank of Ayudhya Public Company Limited (Commercial Bank) and being a director in WB Skin Care Company Limited (Wholesale of pharmaceutical and medical goods)
Criminal records in the last 5 years	None
Pending legal disputes	None

Name	(3) Mr. Nattapong Seetavorarat ("Mr. Nattapong")
Age	52 Years
Address	11 soi Ari Samphan 4 Phaholyothin Road T.Samsennai A.Phayathai Bangkok 10400
Identification No.	3 1014 00947 05 1
Telephone No.	Contact Kingsford Securities Public Company Limited
Educational backgrounds	- Master of Political Science (Public Affairs), Thammasat University - Master of Business Administration, Assumption University - BA Faculty of Economics, Northeastern University, USA
Current working position	Being a Chief Executive officer at Ruambutr Company Limited (Retail sale of jewellery in specialized stores) and being a director in the following companies 1. Paasun Factory Company Limited (Manufacture of jewellery and bijouterie of precious stones and metals) 2. Paabutr Company Limited (Retail sale of jewellery in specialized stores) 3. Ruambutr Company Limited (Retail sale of jewellery in specialized stores)
Criminal records in the last 5 years	None
Pending legal disputes	None

Name	(4) Mr. Virat Anurakpuitti ("Mr. Virat")
Age	55 Years
Address	969/28 soi Mu Ban Passon 4 soi 6 Rangsit-Nakhon Nayok Road T. Prachathipat A. Thanyaburi Pathum Thani 12130
Identification No.	3 1020 00088 16 7
Telephone No.	Contact Kingsford Securities Public Company Limited
Educational backgrounds	- Master of Business Administration, Chulalongkorn University - BA Faculty of Commerce and Accountancy, Chulalongkorn University
Criminal records in the last 5 years	None
Pending legal disputes	None

Name	(5) Mr. Nopporn Achavakulthep ("Mr. Nopporn")
Age	62 Years
Address	220 soi Thipwaree T.Wang Buripha Phirom A. Phra Nakhon Bangkok 10200
Identification No.	3 1001 00181 95 7
Telephone No.	Contact Kingsford Securities Public Company Limited
Current working position	Being a director in the following companies 1. Talad Khun Por Company Limited (Renting and operating of

	self-owned or leased of non-residential buildings) 2. TNK & P Property Company Limited (Buying and selling of on own account of non-residential buildings) 3. Achavakulthep Holding Company Limited (Activities of holding companies, of mostly investing in non-financial sectors) 4. Pom Seen Charoen Limited Partnership (Wholesale of household goods of textile)
Criminal records in the last 5 years	None
Pending legal disputes	None

Name	(6) Ms. Kanokrat Wongpapairoj ("Ms. Kanokrat")
Age	34 Years
Address	142 Moo 137 Kanchanaphisek Road T. Bang Khae A. Bang Khae Bangkok 10160
Identification No.	1 8098 00011 15 4
Telephone No.	Contact Kingsford Securities Public Company Limited
Educational backgrounds	- BA Faculty of Law, Ramkhamhaeng University
Criminal records in the last 5 years	None
Pending legal disputes	None

2. The Tender Offer Preparer Information

Topic	Details
Name	Kingsford Securities Public Company Limited
Address	191 Silom Complex Tower 11 th , 12 th , 21 st Floor Silom Road, Silom, Bangkok 10500
Telephone	02-829-6999

3. Other Advisor Information

Topic	Details
Name	Kudun and Partners Limited
Address	23 rd Floor, Units C and F, Gaysorn Tower 127 Ratchafamri Road, T. Lumpini A. Pathumwan Bangkok 10330
Telephone	02-838-1750

4. Relationship between the Offeror and the Business, Major Shareholders or Directors of the Business

4.1 Essence of the contract/agreement/memorandum of understanding entered into by the person making the announcement of intention prior to making the announcement, for the purpose of substantial trading of securities of the business, regardless of whether or not such contract/agreement/memorandum of understanding is entered into for trading of securities in the tender offer

4.1.1 Share Sale and Purchase Agreement in relation to 193,700,000 shares in OTO, representing 69.18% of total issued shares in OTO

Topic	Details
Agreement's name	Share Sale and Purchase Agreement One to One Contacts Public Company Limited ("OTO")
Buyers	1. Mr. Suthipot Ariyasuthivong 2. Mr. Boon-Aue Chitthanom 3. Mr. Nattapong Seetavorarat And/or the person who will be determined by the Buyers
Sellers	1. Samart Corporation Public Company Limited 2. Samart Engineering Company Limited
Signing Date	20 November 2020
Relevant Securities	Total of 193,700,000 ordinary shares of OTO
Price	2.40 Baht per share
Transaction Date	9 December 2020
Advisor for making agreement	Kudun and Partners Limited
Conditions Precedent	1. The Sellers have not breached any obligations under the agreement before and on the closing date. 2. The escrow agent has returned the collateral to the Buyers as stipulated in the escrow agreement. 3. All of the Seller's Representations and Warranties shall be true, complete, accurate, and not misleading in any material respects, at all times from the date of the agreement to the closing date. 4. There is no applicable law proposed, enacted, enforced, promulgated, issued or amended after the date of the agreement which restrains or prohibits the transaction or anything contemplated by the agreement. 5. There is no legal claim or litigation whether the Sellers or the Company is the plaintiff or the defendant which will affect the integrity of the transaction under the agreement, including no legal action or any action by any person to dispute the transaction as set out in the

Topic	Details
	<p>agreement.</p> <p>6. There is no occurrence or no reasonable expectation of the occurrence, of any matter or event arising after the date of the agreement which has, or in the Buyer's reasonable assessment may have a material adverse effect to OTO and/or its subsidiaries.</p> <p>7. The financial and legal due diligence on OTO and its subsidiaries have been completed to the satisfaction of the Buyers. There is no issue which may lead to any material adverse effect to OTO and/or its subsidiaries or obstruct the transaction under the agreement.</p> <p>8. OTO has set the Record date for the right to receive dividends (Record Date) to shareholders of OTO prior to the closing date.</p> <p>9. The Sellers must provide a copy, duly certified by the authorized director of the Sellers, of the amendment of the agreements with the person connected with OTO and/or its subsidiaries (as the case may be) for having a right to terminate the agreements with the connected person, by notifying the other party in advance in writing, OTO and/or its subsidiaries have no liability from the termination of the agreements with the connected person, including but not limited to forfeiture of deposits or retention money or indemnity of any predetermined amount, provided that the amendment of the agreements with the connected person must contain the form, content and substance that the Buyers agree. In addition, the Buyers and Sellers agree to negotiate agreements with the person connected with OTO and/or its subsidiaries to renew the agreement period as specified by the Buyers and the service fees or expenses have to be paid at a rate not higher than the rate that specified in the previous agreements.</p>

- 4.2 Shareholding, whether direct or indirect, by the offeror or the persons authorized to bind the offeror (in case the offeror is a juristic person) in the business or major shareholders of the business (in case the major shareholders of the business are juristic persons):

4.2.1 Shareholding of the Tender Offer of the authorized representative person of the Tender Offerors in the Business

On 14 December 2020, the Tender Offerors directly holds 206,560,400 shares of the Business, representing 73.77 percent of the total issued shares and the voting rights of the Business as the detail below:

Name of the Tender Offerors	Number of shares	Percentage compared with the issued and total voting rights
1.Mr. Suthipot AriyaSuthivong	52,860,400	18.88
2.Mr. Boon-Aue Chitthanom	51,700,000	18.46
3.Mr. Nattapong Seetavorarat	45,000,000	16.07
4.Mr. Virat Anurakpuitti	30,000,000	10.71
5.Mr. Nopporn Achavakulthep	15,000,000	5.36
6.Ms. Kanokrat Wongpapairoj	12,000,000	4.29
Total	206,560,400	73.77

Besides, Mrs. Naiyarat Ariyasuthivong (Mr. Suthipot's Mother) holds the existing shares in the amount of 777,000 shares of the Business, or equivalent 0.28 percent of paid-up and offered shares of the Business and of the voting rights of the Business.

In this regard, the Tender Offerors holds 207,337,400 shares of the Business, or equivalent 74.05 percent of paid-up and offered shares of the Business and of the voting rights of the Business.

4.2.2 Shareholding by the Tender Offerors or concert party of major shareholder of the Business

- None -

- 4.3 Shareholding, whether direct or indirect, by the business, major shareholders or directors of the business in the offeror (in case the offeror is a juristic person):

- None -

- 4.4 Other relationships:

- None -

5. Other Information for the Securities Holders' Decision Making

5.1 Securities of the Tender Offerors

5.1.1 Ordinary Shares

Name	Number of shares	Percentage in comparison with the total number of outstanding shares of the business	Percentage in comparison with the total voting rights of the business
I. The Tender Offerors	206,560,400	73.77	73.77
1. Mr. Suthipot Ariyasuthivong	52,860,400	18.88	18.88
2. Mr. Boon-Aue Chitthanom	51,700,000	18.46	18.46
3. Mr. Nattapong Seetavorarat	45,000,000	16.07	16.07
4. Mr. Virat Anurakpuitti	30,000,000	10.71	10.71
5. Mr. Nopporn Achavakulthep	15,000,000	5.36	5.36
6. Ms. Kanokrat Wongpapairoj	12,000,000	4.29	4.29
II. Persons in the same group of the offeror	777,000	0.28	0.28
1. Mrs. Naiyarat Ariyasuthivong	777,000	0.28	0.28
III. Related parties under Section 258 of the persons under I and II	-	-	-
IV. Other agreements resulting in additional acquisition of shares by the persons under I to III	-	-	-
รวม	207,337,400	74.05	74.05

5.1.2 Convertible Securities

- None -

5.2 Sources of funds used by the offeror for business takeover:

In the event that all shareholders express their intention to sell all of their ordinary shares of the Business, the Tender Offerors are required to make the Tender Offer for a total of 72,662,600 ordinary shares of OTO that are not held by the Tender Offerors, representing 25.95 percent of the total issued and paid-up shares of OTO, at the Offer Price of THB 2.40 per share. The amount of funds which the Tender Offerors shall secure for this Tender Offer is equivalent to THB 174,390,240.

The Tender Offerors will make a payment for the tender shares in cash to all shareholders who accept the Tender Offer. The source of fund is from personal cash of the Tender Offerors. The certified letter from financial institution indicates that Mr. Suthipot Ariyasuthivong and Mr. Nattapong Seetavorarat altogether have cash deposit at THB 175,000,000 as shown in Attachment 6

The Tender Offeror Preparer have considered that certified letter and has opinion that the Tender Offerors have sufficient funds for this Tender Offer.

5.3 Plan to sell shares of the business

At present, the Tender Offerors does not plan to sell or transfer the shares of the business to be acquired from this Tender Offer to any significant amount of any person in the period of 12 months from the end of the Tender Offer Period. Except in the case that the Tender Offerors has to act in order to qualify for the minority share distribution according to the criteria for maintaining status as a listed company or the Tender Offerors has a duty to comply with the laws and regulations that are in force at that time. However, The Tender Offerors may sell or transfer the ordinary other persons both in the amount acquired before and after the making of the Tender Offer by reducing their holding of shares in the following cases.

- Transfer of shares to persons under Section 258 under the Securities and Exchange Act B.E. 2535 or related persons and juristic persons, which are wives and children who are under the age of majority. To suit in organizing the internal shareholding structure of the Offeror or
- Distribution to business partners or other investors interested in the business

However, if the above shares are sold The Tender Offeror will hold the ordinary shares amounting to not less than 50 percent of the issued and offered shares and the total voting rights of the Business. It will not affect the control power. And will notify the disposition of ordinary shares to comply with the rules and/or regulations of the SEC and/or the SET

5.4 Other necessary information

- None -

Part 3**Details of the Business****1. The Business Information****1.1 Nature of business operation in brief**General Information

Topic	Detail
Company Name	One To One Contacts Public Company Limited
Head Office	99/10 Moo 4, Software Park 26 Fl., Chaengwattana Rd., Klong Gluar, Pak-kred Nonthaburi
Telephone No.	02-685-0000
Website	www.onetoonecontacts.com
Company Registration No.	0107556000281

General Business Information

One To One Contracts Public Company Limited (“OTO” or “The Company”) divides the services into two types as follows:

1) Outsourced Contract Center and Customer Management Services

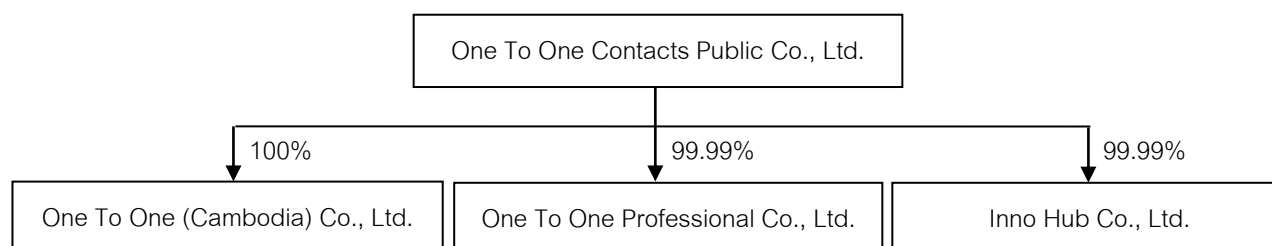
The Company provides three main sites of contract center and customer management service to support the service with over 2,200 seats. Moreover, this service can be possibly adjusted and extend to support the service expansion of the customer’s service, contact center service, and customer management service.

2) Total Turnkey Solutions

The Company also provides advice, design and contact center setup services, including total turnkey solutions for organizations that need to invest in and install their own internal system using the cutting-edge technology by teams of specialist engineers. The company provides all the necessary contact center, hardware, software and applications and arranges them according to the requirements of each specific operation. Basically, the company provides a range of services that achieves utmost efficiency.

The Company has shareholding structure in subsidiaries as following, (1) One To One (Cambodia) Co., Ltd. are fully outsourced contact center and customer management services, and total turnkey solution in Cambodia, (2) One To One Professional Co., Ltd. are provide consultancy service on personal management, recruitment, contact center and customer management service, cleaning service debt collection and training institute, (3) Inno Hub Co., Ltd. are provide software research and development and digital service innovation.

Shareholding Structure of the Company in subsidiary



1.2 Summary of the financial status and performance of the business:

Unit: million baht Unless state otherwise	For the year ended 31 December			For the nine months end 30 September	
	2017	2018	2019	2019	2020
	Consolidated Financial Statement	Consolidated Financial Statement	Consolidated Financial Statement	Consolidated Financial Statement	Consolidated Financial Statement
Total assets	946.52	942.25	975.04	974.87	988.93
Total liabilities	83.05	90.48	107.53	110.01	152.76
Shareholders' equity	863.47	851.76	867.51	864.86	836.17
Registered capital	280.00	280.00	280.00	280.00	280.00
Total revenue	826.66	718.27	790.53	594.47	541.67
Total expenses ^{/1}	766.00	690.22	754.84	557.27	536.98
Net profit	50.45	20.61	33.01	34.49	2.06
Net profit per share ^{/2} (THB)	0.18	0.07	0.12	0.12	0.01
Dividend per share (THB)	0.15	0.08	0.13	0.03	0.02 ^{/3}
Book value per share (THB)	3.08	3.04	3.10	3.09	2.99

Source: Audited and reviewed financial statements of the Business

Remarks: /1 Total expenses comprise cost of sales and services, distribution costs, and administrative expenses

/2 Calculated from the total amount of paid-up shares

/3 Excluding interim dividends that the Board of Directors of OTO on 20 November 2020 approved the payment of interim dividends. By specifying the list of eligible persons to receive the dividend (Record date) 8 December 2020, the cash dividend payment rate of 0.80 baht per share and the date of dividend payment on 18 December 2020.

1.3 Shareholding structure of the business

1.3.1 List of the top ten shareholders according to the latest shareholders register of the business as at 25 August 2020, which is the latest book closing date.

Name	Number of shares	Percentage in comparison with the total number of outstanding shares of the business	Percentage in comparison with the total voting rights of the business
1. Samart Group	193,700,000	69.18	69.18
1.1. Samart Corporation PCL.	191,600,000	68.43	68.43
1.2. Samart Engineering Co., Ltd.	2,100,000	0.75	0.75
2. Mr. Suthipot Ariyasuthiwong	12,860,400	4.59	4.59
3. Mr. Pongsathorn Charoenkul	4,410,000	1.58	1.58
4. Mrs. Darunee Surinsapanon	4,353,800	1.55	1.55
5. Mrs. Benyapa Deewongkij	4,030,000	1.44	1.44
6. Ms. Chomkamol Poompanmoung	4,000,000	1.43	1.43
7. Mr. Nuttapol Jurangkool	3,000,000	1.07	1.07
8. Dr. Taiyin Srimongkol	2,282,300	0.82	0.82
9. Pol.Gen. Somyot Poompanmoung	2,068,700	0.74	0.74
10. Others	49,294,800	17.63	17.63
Total	280,000,000	100.00	100.00

List of the top 10 shareholders according to the latest listing in the shareholder register book as of 8 December 2020, the latest registration closing date. Improved with the share purchase transaction under the agreement signed on 20 November 2020 and executed on the board on 9 December 2020.

Name	Number of shares	Percentage in comparison with the total number of outstanding shares of the business	Percentage in comparison with the total voting rights of the business
Tender Offerors	207,337,400	74.05	74.05
1.1. Mr. Suthipot Ariyasuthivong	52,860,000	18.88	18.88
1.2. Mr. Boon-Aue Chitthanom	51,700,000	18.46	18.46
1.3. Mr. Nattapong Seetavorarat	45,000,000	16.07	16.07
1.4. Mr. Virat Anurakpuitti	30,000,000	10.71	10.71
1.5. Mr. Nopporn Achavakulthep	15,000,000	5.36	5.36
1.6. Ms. Kanokrat Wongpapairoj	12,000,000	4.29	4.29
1.7. Mrs. Naiyarat Ariyasuthivong	777,000	0.28	0.28
2. Mr. Pongsathorn Charoenkul	4,410,000	1.58	1.58

Name	Number of shares	Percentage in comparison with the total number of outstanding shares of the business	Percentage in comparison with the total voting rights of the business
3. Mrs. Darunee Surinsapanon	4,353,800	1.55	1.55
4. Mrs. Benyapa Deewongkij	4,030,000	1.44	1.44
5. Other	59,868,800	21.38	21.38
Total	280,000,000	100.00	100.00

1.3.2 Expected shareholding structure after making the tender offer

Name	Number of shares	Percentage in comparison with the total number of outstanding shares of the business	Percentage in comparison with the total voting rights of the business
The Tender Offerors and person under Section 258 of the Tender Offerors ^{/1}	280,000,000	100.00	100.00
1) Mr. Sithipot Ariyasuthivong	52,860,000	18.88	18.88
2) Mr. Boon-ae Chitthanom	124,362,600	44.42	44.42
3) Mr. Nattapong Seetavorarat	45,000,000	16.07	16.07
4) Mr. Virat Anurakpuitti	30,000,000	10.71	10.71
5) Mr. Nopporn Achavakulthep	15,000,000	5.36	5.36
6) Ms. Kanokrat Wongpapairoj	12,000,000	4.29	4.29
7) Mrs. Naiyarat Ariyasuthivong	777,000	0.28	0.28

Remarks:^{/1} All tendered securities in this Tender Offer will be allocated to the Tender Offerors in whole.

1.4 List of the board of directors according to the latest list of directors of the business as at 14 December 2020 and the expected list of directors after making the tender offer

1.4.1 The Board of Directors prior to the Tender Offer (as of 14 December 2020)

Name	Position
Mr. Vichai Srikan	Chairman of the Board of Directors
Dr. Pakorn Apaphant	Vice Chairman of the Board of Directors
Dr. Pairoj Boonkongchuen	Independent Director and Audit Committee
Ms. Kittika Chatchaval	Independent Director and Audit Committee
Mrs. Sukanya Vanichjakvong	Chairman of Executive Committee, Managing Director and Director
Mr. Kanawuthi Wattanadhirach	Co-Chairman of Executive committee and Director
Mr. Watchai Vilailuck	Director
Mr. Boonlerd Iewpornchai	Director

Name	Position
Mr. Chaiwat Phithakraktham	Director
Mr. Panom Ratanarat	Director

Remark: OTO's Board of Directors on 14 December 2020 resolved to appoint 6 directors to replace the resigned directors as follows:

List of resigned directors	Position	List of newly appointed directors	Position
1. Mr. Chaisak Angkasuwan	Vice Chairman of the Board of Directors, Independent Director, Audit Committee	1. Mr. Kanawuthi Wattanadhirach	Director
2. Mr. Thananan Vilailuck	Director	2. Mr. Chaiwat Phithakraktham	Director
3. Mr. Sirichai Rasameechan	Director	3. Dr. Pakorn Apaphant	Vice Chairman of the Board of Directors
4. Mr. Teerachai Phongpanangam	Director	4. Mr. Panom Ratanarat	Director
5. Mrs. Phongsri Saluckpetch	Director	5. Ms. Kittika Chatchaval	Independent Director and Audit Committee
6. Dr. Rathian Drimongkol	Independent Director, Audit Committee	6. Mr. Boonlerd lewpornchai	Director

1.4.2 Potential Board of Directors following the Tender Offer

After the completion of the tender offer, the Tender Offeror plans to change 3 directors, which in the process of selecting qualified persons to replace the positions as follows:

Name	Position
1. Mr. Vichai Srikwan	Chairman of the Board of Directors
2. Dr. Pairot Boonkongchuen	Independent Director and Audit Committee
3. Mr. Watchai Vilailuck	Director

1.5 The highest and lowest prices of shares of the business for each quarter over the past three years

Year	Period	Highest and Lowest Price	
		Highest price	Lowest price
2017	Jan – Mar	8.15	5.10
	Apr – Jun	8.50	7.00
	Jul – Sep	7.60	4.80
	Oct – Dec	5.00	3.32
2018	Jan – Mar	8.50	2.94
	Apr – Jun	8.50	2.66
	Jul – Sep	7.60	2.50
	Oct – Dec	5.00	1.99

Year	Period	Highest and Lowest Price	
		Highest price	Lowest price
2019	Jan – Mar	3.14	1.96
	Apr – Jun	2.86	2.30
	Jul – Sep	3.66	2.14
	Oct – Dec	2.88	2.14
2020	Jan – Mar	4.18	2.28
	Apr – Jun	3.22	2.38
	Jul – Sep	3.32	2.72

Source: SETSMART

2. Operational Plan after the Business Takeover

2.1 Business Status

After the Tender Offer, the Offerors have no intention to delist the securities of the Business from MAI during 12 months period from the end of the Offer Period, unless the Offerors are obliged to comply with relevant laws, rules and regulations in which are effective at the time.

Moreover, after the acquisition, the proportion of shareholder may not be up to 15% in accordance with maintaining listing status. In this case, the Tender Offerors will consider free float for fully completing the proportion of retail shareholder as a designated by regulations of SET.

2.2.1 Objectives of Company's Business Operations

During the period of 12 months from the end of the Offer Period, The Offeror have no a policy to cause a change in the main revenue in the business. However, the Tender Offerers require to expand the related business and continue current business of the company as well as associated company such as One to One Professionals Co.,Ltd and/or Inno hub, including database management and security system in order to enhancing management to create more revenue, reducing costs and/or improving business technology to meet customer needs. Furthermore, competitiveness is able to increase the profitable performance of the business. In addition, the tender offerers foresees business opportunities to create additional value from the use of the company's resources as well as the current financial assets of the company for better returns. In addition to depositing money in a bank, it may consider investing in securities with higher returns at reasonable risk.

2.2.2 Expansion of investment

In addition to expanding the business by continuing from the current or related business mentioned above in Clause 2.2.1, during the period of 12 months from the end of the Offer Period, the tender offerers have no any exact plans to significantly expand the investment in the current business, except business expansion originated from customer needs and business expansion based on new technologies or innovations in terms of digital business process outsourcing (business providing call

center and customer service and service as a customer service management consultant for customer service and customer database), sanitization service, debt collection business and training institutions both domestically and internationally and digital service innovation business.

The tender offerors may collaborate with the parties to review and improve the expansion plan as necessary and appropriate plan in order to increase efficiency in operations, management and business development in each of the current business lines of the business and the greatest benefit of the business.

2.2.3 Acquisition and disposition of assets

During the period of 12 months from the end of the Offer Period, Tender Offerors have no any acquisition plan and/or disposition assets that are not in line with the investment plan pursuances in section 2.2.1 and 2.2.2. In this regard, the The tender offerors shall proceed to the business in accordance with the law, regulations, notices, orders or related requirements for the most greatest benefit of the Company.

2.2.4 Corporate Restructuring Management and personnel employment

After the tender offer is completed, the tender offerors plan to make a change of the 3 directors of the business in the process of recruiting qualified persons to take the position by following:

Name	Position
1. Mr. Vichai Srikwan	Chairman of the Board of Directors
2. Mr. Watchai Vilailuck	Director
3. Dr. Pairoj Boonkongchuen	Independent Director

In addition, the tender offerors may change the director of the Business as appropriate situation. During the 12 months from the end of the tender offer period, such as in case of the event of resignation or maturity by the term of office, or the additional designation of directors, taking into account factors for the benefit of the business, such as the plan of operation. In addition, there may be plans to consider additional adjustments or reductions of additional executives and/or appoint personnel with knowledge, ability and experience in the business of the business into the appropriate positions or departments. To enhance the efficiency of the business in the future. If there are any changes, the Tender Offeror will consider the appropriate and appropriate action. Changes to the Board of Directors' structure must be made under the relevant rules, including the policy of the company. Articles of Association Resolutions of the Board of Directors' Meeting of the Company and/or the Shareholders' Meeting of the Company (as the case may be)

2.2.5 Financial debt restructuring

The tender offeror does not require to significantly change the financial structure of the business during the period of 12 months from the end of the Offer Period. The tender offerors may

cooperate with the parties to review and improve the financial structure in order to appropriately adjust to the operation and financial position of the Company or for the implementation of the business plan as specified in section 2.2.1 and 2.2.2 above, which may include capital increase or financing by financing to suit the business operations and to avoid any impact that may affect the operation of the business or to increase future competitive performance.

However, the The tender offerors may adjust the purpose of using the remaining business from the initial public offering of newly issued ordinary shares to the public in accordance with the future business plan. The tender offerer and the business will comply with the regulations. laws and related rules.

2.2.6 Dividend Policy

The company's current dividend policy is to pay dividends to shareholders at the rate of not less than 50% of the Company's net profit after deducting all reserves as set forth in the Company's Articles of Association and in accordance with the law. However, the dividend payment will depend on the company's investment plan and business expansion as well as necessities and other appropriateness in the future. The consideration of the dividend payment on profit arising from the sale of fixed investments or assets incurred in the Company or its subsidiaries is at the discretion of the management and the Board of Directors on whether or not to pay dividends. It will be determined by the company's investment plan and business expansion, as well as other necessities and appropriateness in the future. The dividend payment of the subsidiary shall be adhered to and adhered to the same policy as the Company.

2.3 Connected Transactions

Currently, the tenderor or person under Section 258 of the Tender Offeror has no intercompany transactions with the business or its subsidiaries. However, within 12 months after the end of the tender period, there may be an entry between the tenderor or the person under Section 111 of the Tender Offer. 258 of the tender offeree and/or its subsidiaries. If there are any potential inter-company transactions in the future, the between the tenderor or the person pursuant to Section 258 of the Tender Offeror. The tender offeror and the business will conduct the business to comply with the normal trading conditions, and the company must take into account the reasonable necessity of the transaction and to proceed in accordance with the laws and/or regulations of the Stock Exchange of Thailand. The SEC and the Capital Market Supervisory Board on connected transactions will be carefully considered. To ensure that the inter-party transactions are subject to the same conditions as transactions with third parties. (Arm's Length Transaction)

Part 4

Additional Details of the Tender Offer

1. The Tender Offer Acceptance Procedure:

For the acceptance of the tender offer, the Offeree who intends to tender their ordinary shares ("Ordinary Shares") of One To One Contacts Public Company Limited must comply with the following procedures:

1.1 Details are follows "Procedure to Accept the Tender Offer of the Securities" as per the Attachment A-1 for Ordinary Shares and Attachment C-1 for NVDR. Complete the "Acceptance Form for a Tender Offer to Purchase Securities of One To One Contacts Public Company Limited " as per Attachment A-2 for Ordinary Shares or the "Acceptance Form for a Tender Offer to Purchase Securities – NVDR of One To One Contacts Public Company Limited" as per Attachment C-2 for NVDR ("Tender Offer Acceptance Form") completely and accurately along with the Offeree's signature.

1.2 Enclose the following documents:

(1) **In the case that the Ordinary Shares are in certificate form**, the securities certificate(s) must be endorsed with the signature of the Offeree in the column headed "signature of the transferor" on the back of each securities certificate(s) (The Tender Offer Agent will accept only the certificate(s) whose name appears the same as the Offeree or the securities holders whose name appears on the certificates combined with all completed, supporting documents for the transfer of the Offeree only). Submit the endorsed securities certificate(s) with 2 copies of duly signed documents per Clause 1.2 (4) to Clause (5) of part 4, as the case may be, stated below (In the case of lifetime Identification Card, a certified copy of the House Registration with the page the Offeree's name appears on the copy is). In the case the securities are in certificate form(s), the Offeree must submit the document per 1.1 Clause at least 3 business days prior to the last date of Tender Offer acceptance period as the Tender Offer Agent will take such certificate(s) for verification by, and depositing with, the Thailand Securities Depository Company Limited ("TSD"), which acts as the securities registrar. If the certificate(s) is rejected for deposit by the TSD, the Tender Offer Agent will contact the Offeree to reclaim their certificate(s).

In the case that the ordinary share certificate(s) are lost, the Offeree will contact TSD to issue new ordinary share certificate(s) and tender those newly issued certificate(s) to the Tender Offer Agent. However, it takes approximately 2 weeks to issue new certificate(s). Hence, the Offeree is advised to contact TSD to issue new certificate(s) at least 2 weeks prior to the last day of the Tender Offer Period

- In the case where the suffix, the name, or the last name of the Offeree as appearing in the certificate(s) does not match the Identification Card or Civil Servant Identification Card or State Enterprise Employee Card, as the case may be, please complete the "Amendment of Securities Holder Information Form" issued by the TSD (as per Attachment D) and attach the official documents of such amendment and certified true copy. The new information must match with the

information as appearing on the Identification Card, Civil Servant Identification Card or State Enterprise Employee Card as the case may be.

- In the case of an inheritance trustee, the certified copy of the court order appointing the trustee that is not more than 1 year from the acceptance of the tender offer, certified copy of death certificate, certified copy of identification card or other identification documents of the trustee, the House Registration of the trustee that is certified and endorsed at the back of the securities by the trustee are required.
- In the case of minors, parents (father and mother) must endorse at the back of the securities, and attach the certified copy of the parents' Identification Cards or other identification documents and the certified copy of House Registration of the parents and minor.

Remark The Tender Offer Acceptance Form will be completed only if the certificate(s) of securities are certified and deposited by the TSD. In the case of rejection by TSD, payment will not be made, and the Offeree will be notified to collect the ordinary share certificate from the Tender Offer Agent one business day following the notification by the Tender Offer Agent.

(2) **In the case that the securities are deposited with TSD in scripless**, the Offeree must contact his/her broker that the securities to be tendered are deposited along with 1 copy of the duly signed documents per Clause 1.2 (4) to Clause (5) of part 4, as the case may be, to inform the Offeree's intention to tender his/her securities, and ask such broker to transfer to the following account;

- For Thai shareholders (Local Securities Holder)
"KINGSFORD SECURITIES PUBLIC COMPANY LIMITED for Tender Offer"
Account number: 015-000000014-1
- For foreign shareholders (Foreign Securities Holder)
"KINGSFORD SECURITIES PUBLIC COMPANY LIMITED for Tender Offer"
Account number: 015-000000014-1

The Offeree who wishes to sell his/her securities shall submit the Tender Offer Acceptance Form with related documents to the securities firm with which that he/she has a brokerage account. Such securities firm will gather all documents and subsequently send them to the Tender Offer Agent.

(3) **In the case of NVDR**, the Offeree shall contact the securities company which NVDR to be tendered is deposited with, along with 1 copy of Required Document(s) as specified in 1.2 (4) to (5) Part 4 or as the case may be to submit the NVDR Transfer Receipt or evidence of NVDR Transfer for the NVDR to be tendered that is deposited with TSD to be transfer to "KINGSFORD SECURITIES PUBLIC COMPANY LIMITED for Tender Offer" account number of 015-000000014-1. The Tender Offer Agent cordially request for the NVDR Offeree's coordination to submit the Tender Offer Acceptance Form as per Clause 1.1 of part 4 at least 3 business days prior to the last day of the Tender Offer Period due to

the required procedure that the Tender Offer Agent will have to transfer the NVDR securities with Thai NVDR Company Limited in order to proceed with the tender offer process.

(4) Required document(s) needed in case the Offeree is;

1. In the case of individual

- Thai Individual. A certified copy of the valid Identification Card or Civil Servant Identification Card or State Enterprise Employee Card with the 13-digit national identification number is required (in case of Civil Servant Identification or State Enterprise Employee Card, a certified copy of the House Registration with the page the Offeree's name appears on the copy or any official document). (In the case of lifetime Identification Card, a certified copy of the House Registration with the page the Offeree's name appears on the copy is required) (In the case of minors, the parents' consent (father and mother) is required along with the certified copy of the valid Identification Card or other identification documents of the parents and a certified copy of the House Registration with the page the names of the parents and minor appears on the copy, certified by a parent)
- Foreign Individual. A certified copy of a valid Alien Certificate or Passport is required.

2. In the case of a Juristic Person

- Thai Juristic Person
 - A copy of the most updated company affidavit issued by the Ministry of Commerce issued not more than 12 months prior to the last date of the Tender Offer Period and a copy of a VAT certificates (Phor.Por.20 except in the case that the Offeree is not a VAT registered juristic person based on the revenue code, certified by an authorized signatory(ies) of the juristic person and with the company's seal affixed (if any) are required); and
 - A certified copy of the Identification Card, or Civil Servant Identification Card, or State Enterprise Employee Card of the authorized person with 13-digit identification number is required (in case of Identification Card, Civil Servant Identification or State Enterprise Employee Card, a certified copy of the House Registration is required and the Offeree's name must appear on the copy). In the case of a foreign authorized person; a certified copy of valid Alien Certificate or Passport of the person who certified the aforementioned documents is required.
- Foreign Juristic Person
 - A certified copy of the certificate of incorporation and the affidavit issued by an authorized officer of the juristic person or regulatory body of the country where the juristic person is domiciled, which certifies the name of the juristic person, the person authorized to bind the juristic person, head office location, and any condition to the power of such authorization to bind the juristic person that is not more than 12 months prior to the last day of the Tender Offer

Period and a copy of a VAT certificates (Phor.Por.20), except in the case that the Offeree is not a VAT registered juristic person based on the revenue code, all certified by authorized person(s) and stamped with the corporate seal (if any) is required; and

- A certified copy of valid Alien Certificate or Passport of the authorized person(s) who certified the aforementioned document(s) is required.

All of the aforementioned certified documents must be certified by a Notary Public or by any other agency with authority in a country where such documents were prepared or certified and then have the signature and seal of the officer of the Notary Public or other agency authenticated by an official of the Royal Thai Embassy or of the Thai Consulate in a country where such documents were prepared or certified, and issued not more than 12 months prior to the last date of the Tender Offer Period.

In the case the Offeree is a foreign juristic person whose business is not carried on in Thailand and resides in a country which has no double tax treaty agreement with Thailand or in a country that is the party to a double tax treaty with Thailand, but such double tax treaty does not exempt the foreign juristic person from withholding tax on the capital gains realized from the sale of securities in Thailand.

The Offeree is required to declare the cost basis for the securities for withholding tax purposes by completing and submitting a "Confirmation of Securities Cost Form" ("Cost Declaration Form") as per Attachment A-3 for the securities (Ordinary Shares) or Attachment C-3 for NVDR, as the case may be and with the securities that declare such costs for the withholding tax.

If the Offeree fails to declare the cost basis or fails to submit proper evidence of the cost basis along with the Cost Declaration Form or tendered NVDR, as the case may be, the 15% withholding tax will be calculated based on the offered price multiplied by the number of tendered securities of the Business or tendered NVDR in its entirety.

(5) Offeree Who Cannot Submit the Tender Offer Acceptance Form by Him / Herself

Please attach a "Power of Attorney" appointing the authorized representative as stated in Attachment A-4 for securities or Attachment C-4 for NVDR with duty stamp affixed and certified copy of identification documents as elaborated in Clause 1.2(4) of part 4 of the securities holder and the authorized representative, as the case may be.

In the case the power of attorney is given to a Custodian to exercise the Offeree's right on his / her behalf, the Power of Attorney document of the Custodian is required whereby the document as

aforementioned in Clause 1.1 and 1.2 of Part 4 will be signify by the Custodian along with the document specifying the authorized person of such Custodian and certified copy of identification documents as elaborated in Clause 1.2(4) of part 4 of such authorized person.

(6) Other Documents, Which the Tender Offer Agent Will Notify

In the case of questions regarding the Tender Offer Acceptance Procedure, please contact
Kingsford Securities Public Company Limited
191 Silom Complex Building, 11th, 12th, 21st Floor,
Silom Road, Silom, Bangrak, Bangkok 10500
Telephone: 0-2829-6999

1.3 Submission of the Tender Offer Acceptance Form

(1) In the case that ordinary shares are in certificate(s) form:

The Offeree shall submit 2 copies of a completed Tender Offer Acceptance Form, as the case may be as stipulated in Clause 1.1 of part 4, which is completed along with the relevant supporting documents as aforementioned in Clause 1.2 of part 4 from 9.00 am to 4.00 pm from 23 December 2020 to 28 January 2021 on every business day of the Tender Offer Agent. The Tender Offer Agent asks the Offeree to submit the Tender Offer Acceptance Form as per Clause 1.1 of part 4 and all supporting documents as per clause 1.2 of part 4 at the office of the Tender Offer Agent at least 3 business days prior to the last date of the Tender Offer Period unless there is any extension of the Tender Offer Period to be announced by the Offerors as the Tender Offer Agent must bring the certificate(s) to the TSD who is the securities registrar for verification and depository. In the case of any certificates being rejected by TSD, the Offeree will be notified to retrieve the securities certificate from the Tender Offer Agent at the following address:

Kingsford Securities Public Company Limited
191 Silom Complex Building, 11th, 12th, 21st Floor,
Silom Road, Silom, Bangrak, Bangkok 10500
Telephone: 0-2829-6999

The Tender Offer Agent will use its best effort to submit the securities certificates to the TSD for verification as soon as possible. Nonetheless, if the transfer of ownership of the securities certificate cannot be completed within the period before the submission of a report of the result of the Tender Offer, the tender of such securities will be revoked as such failure of the transfer of ownership will be deemed to have been caused by the Offeree.

(2) In the case that securities are in scripless form:

In the case the Offeree has his / her securities deposited with the TSD through his/her account opened with any Broker, the Offeree must contact his/her broker that the securities to be tendered is deposited

to collect the Tender Offer Acceptance Form as specify in Clause 1.1 of part 4 along with the supporting documents as specified under Clause 1.2 of part 4 to the Tender Offer Agent at the address specified in Clause 1.3 (1) of part 4. The Offeree may submit the Tender Offer Acceptance Form along with all relevant supporting documents to his / her broker at the date and time each broker has indicated so that such broker can submit all documents to the Tender Offer Agent within the tender offer period.

(3) In the case of NVDR

In the case of NVDR, the Offeree shall comply with the procedure of Tender Offer Acceptance for NVDR as per Attachment C-1. The Tender Offer Agent cordially ask for the Offeree's coordination to bring the Tender Offer Acceptance Form as per Clause 1.1 of part 4 along with the supporting documents as per Clause 1.2 of part 4 at least 3 business days prior to the last day of the Tender Offer Period due to the required procedure that the Tender Offer Agent will have to transfer the securities and NVDR with Thai NVDR Company Limited in order to proceed with the tender offer process.

1.4 In the case the tendered securities are under pledged or any other encumbrances

The Offeree must take action to release the pledged or any other encumbrances before accepting this Tender Offer.

1.5 In the case the Offeree does not comply with Tender Offer Acceptance Procedure or does not complete the aforementioned certified documents required

Tender Offer Agent reserves the right to revise the Tender Offer Acceptance Procedure as set out in this documents as appropriate in case there is any difficulties, impediments or restriction during the procedures in order to fairly facilitate the Offeree.

2. Procedures for the Purchase of Securities

All tendered securities will be purchased except in the case of a Tender Offer cancellation as specified in Clause 9 of part 1.

3. Settlement and Payment Procedures

The Offeree will receive payment for the Company's shares, depend on the settlement date that the Offeree has notified intention in the Tender Offer Acceptance Form, the Tender Offer Acceptance Form submitted by the Offeree is complete and the securities transfer to the Offeror has been completed. The details of payment procedures are as follows:

3.1 Automatic transfer to an account with the bank

The account must be a savings or current account opened with Siam Commercial Bank (SCB), Kasikorn Bank (KBANK) only. The name of the account holder must be the same as that of the Offeree stated in

the Tender Offer Acceptance Form. The amount will be available in the account by 4:00 p.m. on 1 February 2021. In the case the Tender Offer Agent cannot transfer the payment to the Offeree's account due to any reason, the Tender Offer Agent reserves the right to make payment by cheque issued by Siam Commercial Bank (SCB) in which the Tender Offer Agent will inform the Offeree to collect the cheque or deliver by registered mail as the case may be as detailed in Clause 3.2 of part 4

If the Offeree chooses to receive payment by automatic transfer, the Offeree must provide either a certified copy of the first page of the savings deposit passbook which shows the account name or account number or a certified copy of the current account statement.

3.2 The Offeree collects the cheque issued by The Siam Commercial Bank Public Company Limited from the Tender Offer Agent

The Tender Offer Agent shall make the payment by cheque issued by The Siam Commercial Bank Public Company Limited, to Offeree's account only. In case the Offeree resides in rural areas, it may take time to cash the check as per each banks' procedures. The Offeree may select the cheque collection by one of the following two methods:

(1) In the case the Offeree chooses to collect the cheque in person

The Offeree can collect the cheque at the office of Tender Offer Agent on 1 February 2021 from 11:00 a.m. to 4:30 p.m. or on the 2nd business day following the last day of the extended Tender Offer Period in case of an extension of the Tender Offer Period onward (business days only) at the address mentioned in Clause 1.3 (1) of part 4.

In the case the Offeree sends a representative to collect the cheque, the representative must present a Power of Attorney with duty stamp affixed along with accompanying documents as stated in Clause 1.2 (5) of part 4.

If the Offeree fails to collect the cheque within 14 business days, counting from payment date, the Tender Offer Agent will deliver the cheque by registered mail to the address indicated in the Tender Offer Acceptance Form on the following business day.

(2) In the case the Offeree chooses to receive the cheque by registered mail at the address specified in the Tender Acceptance Form

The Tender Offer Agent will deliver the cheque to the Offeree's address as indicated in the Tender Offer Acceptance Form by registered mail on 1 February 2021 or on the 2nd business day following the last day of the extended Tender Offer Period in case that Tender Offer Period is extended. The Offeree may receive the cheque later than the 2nd business day from the Settlement Date or date of the registered mail.

The Tender Offer Agent will issue a cheque from The Siam Commercial Bank Public Company Limited. In the case the Offeree resides in rural areas, it may take time to cash the cheque as per each banks' procedures.

In any case where the Tender Offer Agent has proceeded with the delivery of cheque by registered mail to the Offeree at the address specified in the Tender Offer Acceptance Form, it will be considered that the Offeree has received such payment and the Offeree may not claim any interest or damages from the Tender Offer Agent.

Remark: In the case of a securities certificate, the Tender Offer Agent will make payment to the Offeree on the condition that the securities certificate has been verified and accepted for deposit by TSD. In the case of rejection by TSD, payment will not be made and the Offeree will be notified to retrieve the securities certificate from the Tender Offer Agent at the address specified in Clause 1.3(1) of part 4 on the next business day post notification from the Tender Offer Agent. In this case, the tender offer of such securities shall be revoked.

4. Rights of Securities Holders Who Have Accepted the Tender Offer

The Offerors will make payment to the Offerees through the Tender Offer Agent for all securities tendered according to the payment date and payment procedure in Clause 3.

4.1 In the case of reduction of the tender offer price upon the occurrence of any event as outlined in Clause 8 of part 1, the Tender Offerors will pay the decreased price to all Offerees.

4.2 In the event of an increased offer price, the Offerors will pay the increased price to all Offerees.

5. Conditions for Withdrawal of the Intention to Sell

The Offeree may cancel their acceptance of the tender offer at the Tender Offer Agent's office as specified in Clause 1.3 (1) of part 4 from 9.00 a.m. to 4.00 p.m. on every business day from 23 December 2020 to 21 January 2021, totaling 20 business days and/or including the period that may be extended. The cancellation procedures are as follows:

5.1 Complete and sign the "Tender Offer Cancellation Form of One To One Contacts Public Company Limited" ("Tender Offer Cancellation Form") as enclosed in Attachment B-2 for Ordinary Shares along with the signature of the Offeree.

5.2 Enclose the evidence upon receipt of securities certificate or receipt of transfer of scripless securities or receipt of NVDR transfer and Tender Offer Acceptance Form.

5.3 Attached the supporting documents for the cancellation as follows:

(1) In the case the Offeree who wish to cancel is an individual

Thai Individual. A certified copy of the valid Identification Card or Civil Servant Identification Card or State Enterprise Employee Card is required (in case of Civil Servant Identification or State Enterprise

Employee Card, a certified copy of the House Registration with the page the Offeree's name appears on the copy or any official document). (In the case of lifetime Identification Card, a certified copy of the House Registration with the page the Offeree's name appears on the copy is required). (In the case of minor, the parents' consent (father and mother) is required along with the certified copy of the valid Identification Card of the parents and a certified copy of the House Registration with the page the names of the parents and minor appears on the copy, certified by a parent)

Foreign Individual. A certified copy of a valid Alien Certificate or Passport is required.

(2) In the case the Offeree who wishes to cancel is a juristic person

Thai Juristic Person. A copy of the most updated company affidavit issued by the Ministry of Commerce issued not more than 12 months prior to the last date of the Tender Offer Period, certified by an authorized signatory(ies) of the juristic person and with the company's seal affixed (if any) are required and a certified copy of the Identification Card, or Civil Servant Identification Card, or State Enterprise Employee Card of the authorized person is required (in case of Civil Servant Identification or State Enterprise Employee Card, a certified copy of the House Registration is required and the Offeree's name must appear on the copy). In the case of a foreign authorized person; a certified copy of Alien Certificate or Passport of the person who certified the aforementioned documents is required.

Foreign Juristic Person

Foreign Juristic Person Incorporated in Thailand. A certified copy of the certificate of incorporation and the affidavit issued by an authorized officer of the juristic person or regulatory body of the country where the juristic person is domicile, which certifies the name of the juristic person, the person authorized to bind the juristic person, head office location, and any condition to the power of such authorization to bind the juristic person that is not more than 12 months prior to the last day of the Tender Offer Period, all certified by authorized person(s) is required and a certified copy of a valid Alien Certificate or Passport of the authorized person(s) who certified the aforementioned document(s) is required.

Foreign Juristic Person Incorporated Outside Thailand. All of the aforementioned certified documents must be certified by a Notary Public or by any other agency with authority in a country where such documents were prepared or certified and then have the signature and seal of officer of the Notary Public or other agency authenticated by an official of the Royal Thai Embassy or of the Thai Consulate in a country where such documents were prepared or certified, issued not more than 12 months prior to the last date of the Tender Offer Period.

5.4 In the case that the Offeree is represented by an authorized representative, a "Power of Attorney" appointing the authorized person as stated in Attachment B-3 affixed with stamp duty and the certified

copy of identification documents as per Clause 5.3, as the case may be, of personal authorizing and the authorized person.

In the case the power of attorney is granted to the Custodian to exercise the Offeree's right, a copy of "Power of Attorney" appointing the Custodian must be attached whereby the documents stipulated in Clause 5 must be signed by the Custodian along with the Custodian's document specifying the authorized person with the identification document as mentioned in Clause 5.3 of such authorized person.

5.5 Submit a completed "Tender Offer Cancellation Form" together with the required documents as mentioned earlier at the Office of the Tender Offer Agent specified in Clause 1.3 (1) of part 4.

5.6 When the Tender Offer Agent receives the Tender Offer Cancellation Form and other necessary documents as previously mentioned that are submitted within the cancellation period, the Tender Offer Agent will proceed as follows:

- Return of securities certificate: The Tender Offer Agent will return the securities certificates to the Offeree or its authorized person on the next business day following the submission date. The Offeree or its representative can contact the Tender Offer Agent per address specified in Clause 1.3 (1) of part 4 to retrieve the securities certificate.
- Return of scripless securities: The Offeree is required to pay a fee transfer of 100 baht per transaction. The Tender Offer Agent will transfer the securities through TSD to the Offeree's broker account as specified in the Tender Offer Cancellation Form on the next business day following the submission date.

6. Determination of the Offer Price

6.1 Methods of the offer price determination

The purchase price of the ordinary shares of the business at the price of 2.40 baht per share is the same price that the Tender Offeror or person under Section 258 of the Offeror or the person acting in concert with the Offeror or the person doing the jointly with persons under Section 258 of the Tender Offeror has acquired shares of the business within 90 days prior to the date of submission of the Tender Offer to the Securities and Exchange Commission and the Stock Exchange of Thailand. The aforementioned price is the price at which the Offeror acquired the Company's shares under the Share Purchase Agreement dated 20 November 2020 between the Sellers (Samart Corporation Public Company Limited ("SAMART") and Samart Engineering Co., Ltd.) and the Offeror (191,600,000 shares and 2,100,000 shares) respectively, totaling 193,700,000 shares or 69.18 percent of the total issued and paid-up shares of the Business.

6.2 Highest Price the Tender Offerors or other related parties under 258 acquire shares of the Business 90 days before Tender offer application submitted to SEC

The offer price of 2.40 baht (Two point four) per share is the price at which the Offerors acquired the ordinary shares of the Business within 90 days before the submission of the Tender Offer to the SEC.

7. Securities acquired before the Tender Offer

Not applicable

Part 5Certification of Information

We hereby certify that

- (1) We intend to conduct this Tender Offer
- (2) The Offer Price in this Tender Offer is in accordance with the provision of the Notification of the Capital Market Supervisory Board No. KorChor. 53/2545
- (3) We intend to comply with the plan which we have specified in this Tender Offer.
- (4) Information contained in this Tender Offer is correct and accurate and that there is no information contained herein that may mislead other persons in any material aspects and there is no concealment of material information which should have been notified.

Suthipot Ariyasuthivong

Boon-Aue Chitthanom

Nattapong Seetavorarat

(Mr. Suthipot Ariyasuthivong)

(Mr. Boon-Aue Chitthanom)

(Mr. Nattapong Seetavorarat)

The Tender Offerors

The Tender Offerors

The Tender Offerors

Virat Anurakputti

Nopporn Achavakulthep

Kanokrat Wongpapairoj

(Mr. Virat Anurakputti)

(Mr. Nopporn Achavakulthep)

(Ms. Kanokrat Wongpapairoj)

The Tender Offerors

The Tender Offerors

The Tender Offerors

We as the Tender Offer Preparer of this Tender Offer have complied with requirements set out in the Notification of the SEC re: approval for financial advisors and a scope of work and hereby certify that:

- (1) We have reviewed and considered that the information of the Tender Offerors disclosed in the Tender Offer and believed that the information of the Tender Offerors disclosed in this Tender Offer is accurate and complete, and there is no information that may mislead other persons in any material aspects and there is no concealment of material information which should have been notified.
- (2) We have reviewed the financial evidence and consider that the Tender Offerors can actually perform the obligations under the above Tender Offer;
- (3) We have reviewed the policies and plans of the Business as stated in Section 2 of Part 3 regarding Information of the Business and consider that:
 - (a) The Tender Offerors can comply with the abovementioned policies and plans of the Business;
 - (b) The assumptions used for setting out of the policies and plans of business operation have been prepared reasonably; and
 - (c) The effects and risks which may impact the Business or the securities holders are clearly and sufficiently explained;
- (4) We have examined evidence on the acquisition of securities of the Business by the Tender Offerors or the persons prescribed under Section 258 during 90 days before the date of submission of the Tender Offer and the Offer Price, and have no doubt on the consistency of the Offer Price with the regulation under the Capital Market Supervisory Board No. KorChor. 53/2545; and
- (5) We have carefully and prudently studied and reviewed the completeness and accuracy of the information contained in this Tender Offer and view that the information is complete and correct and that there is no information contained herein that may mislead other persons in material aspects and there is no concealment of material information which should have been notified.

Tender Offer Preparer

Kingsford Securities Public Company Limited

Vuttipong Vongpatarakul

(Mr. Vuttipong Vongpatarakul)

Authorized Director

Wimutti Sukhtipyaroge

(Mr. Wimutti Sukhtipyaroge)

Authorized Director

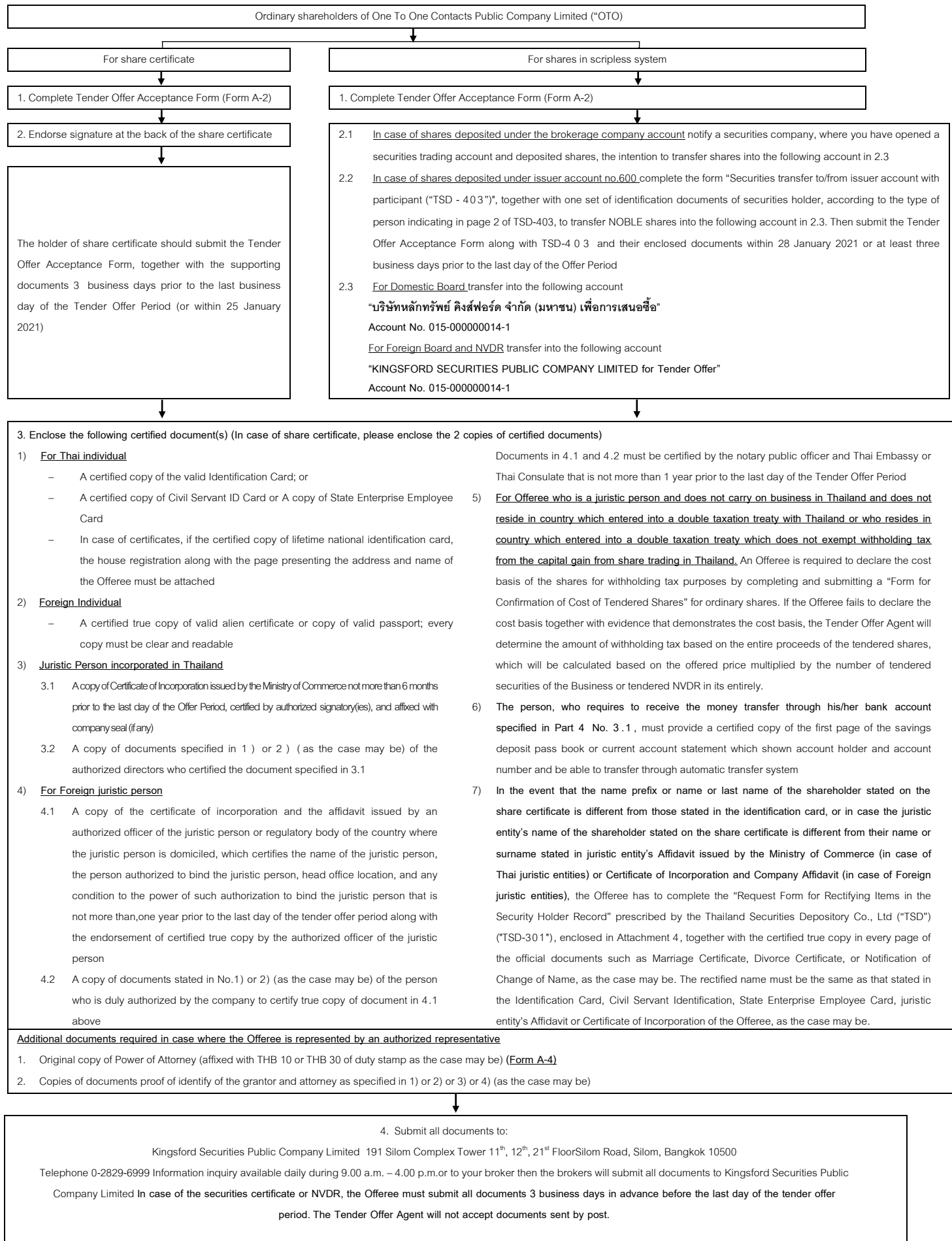
(Company seal)

Attachment A

Tender Offer Acceptance Procedures and Forms

Form A-1	Tender Offer Acceptance Procedure
Form A-2	Tender Offer Acceptance Form
Form A-3	Form for Confirmation of Cost of Tendered Shares (Only for foreign juristic person not operating business in Thailand)
Form A-4	Power of Attorney (For the Tender Offer Acceptance)

Tender Offer Acceptance Procedures of One To One Contacts Public Company Limited ("OTO")



Tender Offer Acceptance Form for NVDR to sell NVDRs of One To One Contacts Public Company Limited ("OTO")

Date.....

Acceptance Form No.....

To The Offeror and Kingsford Securities Public Company Limited ("Tender Offer Agent")

I/We ("Offeree") (Mr./Mrs./Miss/Company) Nationality.....

Contact Address (that can be reached via mail)..... Soi..... Road..... Tambon/Sub-district.....

Aumthur/District..... Province..... Country..... Postal Code..... Contact Telephone.....

Mobile.....

House Registration Address ☐ same as above ☐ different from above (Please specify)

Address (House Registration Address) Soi..... Road..... Tambon/Sub-district.....

Aumthur/District..... Province..... Country..... Postal Code.....

Registration Date (Year)..... Type of Business..... Registered Address.....

In the case of a foreign, displays the address in the country..... Address in Thailand

Source of income ☐ Thailand ☐ Other country (Please specify the country).....Source of payment (can select more than 1 option): Natural person: ☐ Savings ☐ Business ☐ Salary ☐ Investment / Heritage☐ Other (Please specify)Juristic Person: ☐ Business ☐ Other (Please specify) Tax Identification Number

I/We am/are

☐ Thai Individual Identification/Civil Servant Identification/State Enterprise Employee Card

No.....

☐ Foreign Individual Alien Certificate/ Passport

No.....

☐ Thai Juristic Person Registration No.....☐ Foreign Juristic Person who engages in business in Thailand Certificate of Incorporation No.....☐ Foreign Juristic Person who does not engage in business in Thailand Certificate of Incorporation No.....

Accept to sell ordinary shares of One To One Contacts Public Company Limited shares (.....)

at the Offer Price of Baht 2.40 (Two Point Four Baht) per share, after deducting the Tender Offer Agent fee of 0.25 percent of the Offer Price and value added tax (VAT) of 7.0 percent of the brokerage fee. The Net Offer Price is Baht 2.393580 บาท (Two Point Three Nine Three Five Eight Baht). The Total Net Amount is Baht (.....)

I/We thoroughly examined the terms and conditions contained in the Tender Offer and agree to follow the terms and conditions stated in the Tender Offer document and will not revoke this share selling in any circumstance, except falling in conditions for cancellation stipulated in the Tender Offer document.

I/We hereby appoint Kingsford Securities Public Company Limited as my proxy to sell, transfer and deliver shares as specified below, including arranging for the payment procedure and perform other act necessary and relevant to Tender Offer.

<input type="checkbox"/> Share certificate		<input type="checkbox"/> Scrippless			No. of shares
Name of Registered Shareholder	Share Certificate No.	Brokerage No. (Participant No.)	Transfer No.	Transfer Date	
Total (shares)					

I/We also attached the share certificate with endorsement and/or the document shown the shares transfer through TSD into the below accounts, together with the documents shown proof of identity of the Offeree.

Receive the Payment:☐ Collect the cheque by myself/ourselves at Kingsford Securities Public Company Limited.☐ Send the cheque via registered post to the address above☐ Transfer through Automatic Transfer System to ☐ 1. SCB ☐ 2. KBANK

Branch Type of Account Account No

(The account holder must be the same as the name of Offeree stated in the Tender Offer Acceptance Form. In case the payment is via transfer, the Offeree must provide either a certified copy of the first page of the savings deposit pass book or a certified copy of the current account statement).

In case where the amount of subscription payment equals to Baht 100,000 and above: where the subscriber is not the Beneficial Owner* please specify

In case where the subscriber is a natural person ☐ for the subscriber ☐ other, please specify.....In case where the subscriber is a juristic person ☐ for the subscriber ☐ other, please specify.....

* Beneficial Owner means a natural person who ultimately owns or controls a customer or a person on whose behalf a transaction is being conducted.

I/We hereby certify that all shares offered for sales are free from pledge and encumbrance.

Signed..... Proxy

Signed..... Seller

(.....)

(.....)

✂

Receipt of Acceptance for Tender Offer Form/ Securities Certificate/ Transfer slip for Tender Offer

Date.....

Receipt No.....

Kingsford Securities Public Company Limited has received the Tender Offer Acceptance Form of One To One Contacts Public Company Limited ("OTO") with the following documents;

☐ Ordinary Share certificate Total..... shares ☐ Transfer slip through TSD Total..... shares

From Mr./ Mrs./ Miss/ Company.....

By way of the following payment method:

☐ Collect the cheque by myself/ourselves at Kingsford Securities Public Company Limited☐ Receive payment cheque by mail to the above address☐ Transfer to bank ☐ 1. SCB ☐ 2. KBANK

Branch Type of Account Account No.....

Signed Recipient

(.....)

Form for Confirmation of Cost of Tendered Shares
(Only for foreign juristic person not operating in Thailand)

Date.....

To Kingsford Securities Public Company Limited ("Tender Offer Agent")

I/We..... Nationality.....

Tax ID. (if any)..... accept to sell ordinary shares of One To One Contacts
Public Company Limited ("OTO")

I/We hereby declare the cost of tendered shares as the evidence for the withholding tax purpose as follow:

Share Certified No. / Transfer Slip No. (Transfer Date)	Registered Shareholder Name	Number of Shares	Cost (Baht/share)
Total			

I/We hereby attached totally page(s) as supporting evidence of
costs of shares / warrants for withholding tax calculation.

I/We hereby certify that all above statements are true and accurate in all respects.

Signed.....Offeree
(.....)

Note In case the Offeree who is a Foreign Juristic Person incorporated under the foreign law and does not carry on business in Thailand does not declare the purchase prices, the Tender Offer Agent will compute the withholding tax based on the entire proceeds of the sale of the tendered securities

Power of Attorney (For the Tender Offer Acceptance)
of One To One Contacts Public Company Limited ("OTO")

Made at

Date

Affix
Stamp

By this Power of Attorney, I/We Age..... years

Nationality Contact Address (that can be reached via mail)

Road..... Tambon/Sub-district..... Aumthur/District.....

Province Postal Code Tel.....

Hereby authorize Age..... years

Nationality Contact Address (that can be reached via mail)

Road..... Tambon/Sub-district..... Aumthur/District.....

Province Postal Code Tel.....

House Registration Address ☐ same as above ☐ different from above (Please specify)

Address (House Registration Address) Road.....

Tambon/Sub-district..... Aumthur/District..... Province

Postal Code Tel.....

act as my/our proxy

☐ Sell, transfer and submit the shares of One To One Contacts Public Company Limited☐ To provide assistance in the cheque collection process

Through Kingsford Securities Public Company Limited, and to be authorized to do and execute all such other matters in connection with the aforesaid mentioned on my/our behalf until its completion.

All acts taken by my/our attorney-in-fact under this Power of Attorney shall be deemed to be taken by myself / ourselves in every respect.

IN WITNESS HEREOF, this Power of Attorney has been duly executed (with a company seal affixed (if any)) in the presence of the witnesses on the date specified above.

Signed..... Grantor

(.....)

Signed The Proxy

(.....)

Signed Witness

(.....)

Signed Witness

(.....)

- Note:**
- 1) THB10 stamp duty in case that the securities holder authorizes the attorney-in-fact either to sell, transfer and deliver the securities or receive the payment
or THB30 stamp duty in case that the securities holder authorizes the attorney-in-fact to sell, transfer, deliver the securities and receive the payment thereof
 - 2) The grantor is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of registered company or certificate of Incorporation (Thai Juristic Person)
 - c. Certified true copies of passport or alien certificate (Foreign Individual)
 - 3) The attorney-in-fact is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of registered company or certificate of Incorporation (Thai Juristic Person)
 - c. Certified true copies of passport or alien certificate (Foreign Individual)
 - 4) In case that the grantor and/or attorney-in-fact is foreign juristic person the true copies of registered company, certificate of Incorporation, passport or alien certificate must be certified by the notary public officer and Thai embassy or Thai consulate in the country where the documents were prepared not more than one year prior to the last day of the tender offer period

Attachment 2

Tender Offer Cancellation Procedures and Forms

Form B-1	Tender Offer Cancellation Procedures
Form B-2	Tender Offer Cancellation Form
Form B-3	Power of Attorney (For the Tender Offer Cancellation)

Tender Offer Cancellation Procedures of the Ordinary Shares of One To One Contacts Public Company Limited ("OTO")

Shareholders of One To One Contacts Public Company Limited

NVDR of One To One Contacts Public Company Limited

1. Complete the Tender Offer Cancellation Form of One To One Contacts Public Company Limited (Form B-2) and attach receipt of share transfer/ share transfer through securities depository and Tender Offer Acceptance Form.
2. In case the Offeree has shares deposited under issuer account no. 600 complete the form "Securities transfer to/from issuer account with participant" ("TSD-403"), together with one set of identification documents of securities holder, according to the type of person indicating in page 2 of TSD-403

3. **Enclose the following certified document(s) (In case of share certificate, please enclose the 2 copies of certified documents)**
 1. For Thai individual shareholder
 - A certified copy of ID Card or
 - A copy of Civil Servant ID Card or A certified copy of State Enterprise Employee Card and a certified copy of house registration (only in case of using Civil Servant ID Card or State Enterprise Employee Card)
 2. For Foreign individual shareholder
 - A certificate copy of an Alien Certificate or Passport
 3. For Thai juristic person
 - 3.1 A copy of Certificate of Incorporation issued by the Ministry of Commerce not more than 6 months prior to the last day of the Offer Period, certified by authorized signatory (ies), and affixed with company seal (if any)
 - 3.2 A copy of documents specified in 1) or 2) (as the case may be) of the authorized directors who certified the Tender Offer Cancellation and the document specified in 3.1
 4. For Foreign juristic person
 - 4.1 A copy of the certificate of incorporation and the affidavit issued by an authorized officer of the juristic person or regulatory body of the country where the juristic person is domiciled, which certifies the name of the juristic person, the person authorized to bind the juristic person, head office location, and condition to the power of such authorized person to bind the juristic person, issued not more the one year prior to the last day of the Tender Offer Period.
 - 4.2 A copy of documents specified in 1) or 2) (as the case may be) of authorized directors who certified the Tender Offer Cancellation and the document specified in 4.1 Each copy of the certified documents specified in 4.1 and 4.2 must be certified by a Notary Public and by an official of the Thai Embassy or the Thai Consulate in the country where the documents were prepared or certified, of which is not more than 1 year prior to the last day of the Offer Period
 5. Please enclose the transfer fee of THB 100 per transaction in cash

Additional documents required in case where the Offeree is represented by an authorized representative

1. Original copy of Power of Attorney, affixed with Baht 10 of duty stamp (Form B-3)
2. Copies of documents shown proof of identify of the grantor and attorney as specified in 1) or 2) or 3) or 4) (as the case may be)

Note: 1. The Tender Offer Agent will return shares to the Offeree making a cancellation in the form in which such shares were tendered (Share certificates or scripless shares) and cannot request for a change in the form of shares. In this regard, the account of the transferee of the securities which are transferred through the TSD (Scripless) must be under the same name as the Offeree who makes a cancellation. For the scripless shares, there is share transfer fee of Baht 100 per transaction.

2. In the cancellation, the Offeree is required to cancel the total amount of shares intention to sell as specified in each Tender Offer Acceptance

4. Submit all documents within 20 days in purchasing period to Kingsford Securities Public Company
191 Silom Complex Tower Floor 11th, 12th, 21st Silom Road, Silom, Bangrak Bangkok10500
Telephone: 02-829-6999 Information inquiry available daily during 9.00 a.m. – 4.00 p.m.
Offeree who makes a cancellation submit cancellation form to the Tender Offer Agent only.

The Tender Offer Agent will not accept documents sent by post

**TENDER OFFER CANCELLATION FORM OF THE ORDINARY SHARES OF
ONE TO ONE CONTACTS PUBLIC COMPANY LIMITED ("OTO")**

Date.....

Cancellation Form No.....

To Tender Offerer and Kingsford Securities Public Company Limited ("Tender Offer Agent")

I/We ("Offeree") (Mr./Mrs./Miss/Company)..... Nationality.....

Address (that can be reached via mail)..... Soi Road.....

Tambon/Sub-district..... Amphur/District..... Province.....

Postal Code..... Contact Telephone..... Mobile.....

House Registration Address ☐ same as above ☐ different from above (Please specify)

Address (House Registration)..... Soi..... Road..... Tambon/Sub-district.....

Amphur/District..... Province..... Country..... Postal Code.....

Cancel the offer to sell ordinary shares or unit of NVDR of One To One Contacts Public Company Limited

☐ Ordinary shares of One To One Contacts Public Company Limited amount of..... shares☐ NVDR of One To One Contacts Public Company Limited amount of..... Units

I/We submit the Tender Offer Acceptance of the ordinary shares of One To One Contacts Public Company Limited dated

Acceptance Form No.

I/We would like the redeem shares in the form in which such shares were tendered

☐ Scripless/NVDR : Transfer securities through TSD by transferring to the following account

Broker's Name Broker's Number

Account Name Account Number

☐ Share certificate(s) in my/our names. I/We will collect such share certificate(s) by myself/ourselves at Kingsford Securities Public Company Limited
(on the business day following the date of submission of the Tender Offer Cancellation Form)**I/We, herewith, attached Baht 100 for securities transferring fee**

The aforementioned Broker will deposit the securities transferred from the Tender Offer Agent to my securities trading account opened with the Broker. Kingsford Securities Public Company Limited will transfer the securities through TSD into securities trading account specified above on the business day following the date of submission of the Tender Offer Cancellation Form.

I/We hereby agree to accept the terms and conditions stated above.

Signed The Attorney
(.....)Signed (person making the cancellation)
(.....)

RECEIPT FOR TENDER OFFER CANCELLATION FORM OF ONE TO ONE CONTACTS PUBLIC COMPANY LIMITED ("OTO")

Date

Cancellation Form No.....

Kingsford Securities Public Company Limited, as a Tender Offer Agent, has received the Tender Offer Cancellation Form of the ordinary shares of One To One Contacts Public Company Limited ("OTO") from (Mr./Mrs./Miss/Company).....

☐ Ordinary shares of One To One Contacts Public Company Limited amount of..... shares☐ NVDR of One To One Contacts Public Company Limited amount of..... shares

attached with Acceptance Form No.

☐ Transfer fee of Baht 100

The securities will be returned to the person who intend to cancel by

☐ Scripless or NVDR: Transfer through TSD by transferring to the following account

Name of transferee..... Membership No. of transferee.....

Account Name of transferee..... Account No. of transferee.....

☐ Share certificate(s) in my/our names. I/We will collect such share certificate(s) by myself/ourselves at Kingsford Securities Public Company Limited (on the business day following the date of submission of the Tender Offer Cancellation Form)

Kingsford Securities Public Company Limited will transfer shares to the mentioned account on the business day following the date of submission of the Tender Offer Cancellation Form.

Signed Recipient
(.....)

**Power of Attorney (For the Tender Offer Cancellation)
of One To One Contacts Public Company Limited ("OTO")**

Affix
Stamp
Duty

Made at

Date

By this Power of Attorney, I/We Age..... years

Nationality Address (that can be reached via mail)

Road.....

Tambon/Sub-district..... Amphur/District Province

..... Postal Code Tel

Hereby authorize Age years

Nationality Address (that can be reached via mail)

Road.....

Tambon/Sub-district..... Amphur/District Province

Postal Code Tel

House Registration Address ☐ same as address that can be reached by mail ☐ different from address that
can be reached by mail (Please specify)

Address (House Registration) Road..... Tambon/Sub-district

Amphur/District..... Province..... Postal Code..... Tel

to act as my/our proxy to cancel the Tender Offer Acceptance Form

☐ Ordinary shares of One To One Contacts Public Company Limited amount of..... shares

☐ NVDR of One To One Contacts Public Company Limited amount of..... units

All acts executed by my/our Attorney within the scope of power granted by this Power of Attorney shall be considered as
if I/We performed that act by myself/ourselves.

Signed Grantor

(.....)

Signed Proxy

(.....)

Signed Witness

(.....)

Signed Witness

(.....)

Note:

- 1) Affixed with Baht 10 of duty stamp
- 2) The grantor is required to attach the following documents with certified true copies of the authorized representatives(s):
 - d. Certified true copies of ID card (Thai Individual) or
 - e. Certified true copies of registered company or certificate of Incorporation (Thai Juristic Person)
 - f. Certified true copies of passport or alien certificate (Foreign Individual)
- 3) The attorney-in-fact is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of registered company or certificate of Incorporation (Thai Juristic Person)
 - c. Certified true copies of passport or alien certificate (Foreign Individual)
- 4) In case that the grantor and/or attorney-in-fact is foreign juristic person the true copies of registered company, certificate of Incorporation, passport or alien certificate must be certified by the notary public officer and Thai embassy or Thai consulate in the country where the documents were prepared not more than one year prior to the last day of the tender offer period.

Attachment 3

Tender Offer Acceptance Procedures and Forms for Non-Voting Depositary Receipt (NVDR)

Form C-1	Tender Offer Acceptance Procedures for NVDR
Form C-2	Tender Offer Acceptance Form for NVDR
Form C-3	Form for Confirmation of Cost of Tendered Shares for NVDR
Form C-4	Power of Attorney (For the Tender Offer Acceptance) for NVDR

Tender Offer Acceptance Procedure for NVDRs

NVDR Holder of One To One Contacts Public Company Limited (“OTO”)

1. Complete the Tender Offer Acceptance Forms for NVDR (**Form C-2**)

2. Advise your broker to transfer the Scripless NVDR units to the following account
“Kinasford Securities Public Company Limited for Tender Offer” Account Number 015-

3. Enclose the evidence of transferring NVDR as specified in (**Form C-1**)

4. Enclose the following supporting documents with certified as true copy, as the case may be:

- 1) Thai Individual
 - A certified copy of a valid ID Card that has not expired or
 - A certified copy of a valid Civil Servant ID Card or a copy of a valid State Enterprise Employee Card that contains 13-digit ID numbers that has not expired
- 2) Foreign Individual
 - A certified copy of a valid passport or a copy of a valid alien certificate that has not expired
- 3) Thai Juristic Person
 - 3.1) A copy of a Company Affidavit, issued by the Ministry of Commerce no longer than 6 months prior to the last day of the Offer Period, certified as true copy by authorized signatory(ies), and affixed with company seal (if any) and
 - 3.2) A copy of documents specified in 1) or 2) (as the case may be) of the authorized signatory(ies) who sign(s) and certify(ies) true copy of document in 3.1) above
- 4) Foreign Juristic Person
 - 4.1) A copy of a Certificate of Incorporation (the Company Affidavit) issued by the officer of the juristic person or the government authority of the country in which the juristic person is established, certifying the name of the juristic person, the name of authorized signatory, the location of the head office and conditions of signing authorization (issued not exceeding 1 year prior to the submission date) certified as true copy by the authorized directors of the juristic person together with the company seal
 - 4.2) Documents stated in 1) or 2) of the authorized director(s) who sign(s) and certify(s) true copy of document in 4.1) above

Documents specified in 4.1) and 4.2) must be certified by the Notary Public and Royal Thai embassy or Royal Thai consulate in the country where the documents were prepared and all documents which are issued no longer than 1 year prior to last day of the Offer Period
- 5) Where the Offeree is a foreign juristic person not conducting business in Thailand and is domiciled in a country that does not have a double taxation treaty with Thailand or is domiciled in a country that has a double taxation treaty with Thailand but such treaty does not exempt any withholding tax on capital gain on sales of shares in Thailand, the Offeree has to declare cost basis of shares by completing and submitting the Form for Declaration of Cost of Tendered Shares (**Form C-3**). If the Offeree fails to declare the cost basis together with evidence that demonstrates the cost basis, the Tender Offer Agent will determine the amount of withholding tax based on the entire gross amount of the shares sold.

In case of security holder's authorized representative

1. Power of Attorney affixed with Baht 10 or Baht 30 stamp duty (as the case may be) (**Form C-4**)
2. Certified as true copy of identification document of the attorney-in-fact and security holder as specified above

5. Kindly submit all documents to:

Operations, Kingsford Securities Public Company Limited
 191 Silom complex Building, 11th, 12th, and 21st Floor, Silom Road, Bangrak, Bangkok 10500, Thailand
 Telephone: 0-2829-6999 Information inquiry available daily during 9.00 a.m. – 4.00 p.m.

Or send to your broker that you have the trading account and deposited the security to compile the necessary documents before submitting them to Kingsford Securities

“All NVDR holders, please submit the Tender Offer Acceptance Form at least 3 business days before the last tender offer date”

“The tender offer agent will not accept documents sent by post”

Attachment 4
Form D Form TSD-301
Amending Securities Holder Record



Thailand Securities Depository

TSD-301

Amending securities holder records

Date.....

Revenue stamp
THB 10
(in case proxy is given)

I/We..... national I.D. card/passport/company Registration no.....

hereby request the Thailand Securities Depository Co., Ltd. ("TSD") amend the following information pertaining to myself.

Type of information	Previous information	Amended information
<input type="checkbox"/> Honoric (Mr./Mrs./Miss)	➤	➤
<input type="checkbox"/> First name - last name	➤	➤
<input type="checkbox"/> For general contacts	➤	➤
<input type="checkbox"/> Address for sending proxy form and the meeting invitation to shareholders (Principal address) In case of holding shares as at the date of XM book closing	<input type="checkbox"/> Use the amended address as above <input type="checkbox"/> Specify the address* *To be effective for selecting Principal address, your specified address must be the same as the address which you previously registered with TSD or Broker/Custodian.	
<input type="checkbox"/> Postal code	➤	➤
<input type="checkbox"/> Home / Office telephone No.	➤	➤
<input type="checkbox"/> Mobile phone / Fax No.	➤	➤
<input type="checkbox"/> email address This email address is used for getting the result of amendment from TSD	➤	➤
<input type="checkbox"/> Other.....	➤	➤

- To be effective in time for the book closing date, TSD must receive all documentation at least five working days prior to such date. If the securities holder has deposited the securities in question with his/her broker/custodian, the securities holder should contact that broker/custodian.
- The given above mailing address must be able to receive documents and must not be a post office number.

I/ We hereby certify that the aforementioned statements are complete and true. Should TSD incur any direct or indirect damage, obligation or expense due to complying with my request as given above, I/we shall be fully responsible and shall unconditionally compensate TSD in full.

Signature.....Securities holder

(.....) Tel.

(If a proxy has been assigned, please sign as both the securities holder and the grantor.)

I/We here by authorizeas my/our representative, with full authority to file this application.

Signature.....Grantor

Signature.....Grantee

(.....)

(.....) Tel.

For official use only

Date.....Transaction No.Checker.....

I have already checked all original identification documents

Signature.....Officer

Please turn page over for list of required documents ➡

Documents to be submitted for amending securities holder records

1. Application for amending securities holder records signed by securities holder.
2. If requesting a change name/ surname, please attach the original share certificate and a copy of the certificate showing a change of name or surname or marriage or divorce certificate as the case may be.
3. Identification documents, according to the type of person. (For more detail, please visit : www.tsd.co.th or contact TSD Call Center at +66 (0) 2229 2888)

Type of person	Documents to support request to change name/ surname	Documents for other types of requests
Individual person -Thai Nationality	-The original and a copy of the person's Thai national I.D. card, certified true with an original signature * If the original of the person's Thai national I.D. card cannot be shown, or the documents are being submitted by registered mail, please attach a copy of the person's Thai national I.D. card, certified true with an original signature and the original of the document issued by the sub-district or district office to use instead of the original Thai national I.D. card , certified within the past 90 days, as the case may be.	- A copy of the person's Thai national I.D. card, certified true with an original signature.
Individual person -Other Nationalities	-The original and a copy of the signatory's alien identity card or passport, certified true with an original signature. * If the original passport cannot be shown or the documents are being submitted by registered mail, - The copy of the passport has to been certified by a notary public, and both the copy and notary public stamp certified by the Thai embassy or consulate within the past 12 months before being submitted to TSD.	- A copy of the signatory's alien identity card or passport, certified true with an original signature.
Juristic person - Thai Nationality	1. A copy of the juristic person certificate issued by the Ministry of Commerce within the past 12 months, with the original signatures of directors authorized to represent the company or their representatives, following the company's conditions. 2. A copy of the national I.D. card /alien identity card / passport of directors who are authorized to represent the company, certified true with original signatures.	
Juristic person - Other Nationalities	1. A copy of the company's registration certificate issued by the regulating government agency. 2. A copy of the juristic person's affidavit of incorporation showing directors authorized to bind the company and conditions relating thereto, showing the company's headquarters location and authority of the signatory. This affidavit must be issued by an authorized official of the juristic person or the government agency having jurisdiction over the juristic person. 3. A copy of the passport or other official identity document of each authorized director signing this document, certified true with original signature. <u>All documents for "Other Nationalities" above, must have been :</u> 1. Certified true by a notary public or agency of the government having jurisdiction where the document was executed. 2. Certified true by the Thai embassy or consulate in the country having jurisdiction over the affidavit of incorporation and notary public whose stamp has been affixed. 3. Certified within the past 12 months before being submitted to TSD. 4. Translated into English if necessary.	

Attachment 5

Form E Form TSD-403

Request Form for Securities Transfer to/from Issuer Account with Participant



Thailand Securities Depository

Securities transfer to/from issuer account with participant

TSD-403

For official use only

Date Transaction No..... Checker.....

I/We would like to transfer securities of company or mutual fund
for a total of shares/units amount in letters..... shares/ units. The securities are being transferred:

<input type="checkbox"/> 1. From issuer account to broker/custodian account	<input type="checkbox"/> 2. From broker/custodian account to issuer account
<p>• Broker or custodian name.....</p> <p>• Customer account name</p> <p>• Customer account no.</p> <p>Signature Securities holder (.....) Phone no.....</p>	<p><u>Information on securities holder:</u></p> <p>• Nationality.....occupation.....</p> <p>• Mailing address..... postal code..... Home phone.....Mobile phone.....</p> <p>• Office phone.....Fax no..... e-mail address.....</p> <p>Individual Person</p> <p>1. Place of Birth (Country)..... 2. Second Nationality.....</p> <p>3. Permanent Address.....Zip Code.....</p> <p>Juristic Person</p> <p>1. FATCA Status</p> <p>2. GIIN Number (if)</p> <p>• For unit trusts, should withholding tax be deducted? <input type="checkbox"/> Yes, withholding tax is deducted <input type="checkbox"/> No, withholding tax is not deducted</p> <p>In addition, I/We acknowledge that TSD may appear in this document disclosure to the organization having agreement with TSD and/or Government agencies that have the legal power to request such information.</p> <p>Signature Securities holder (.....)</p>

From broker or custodian to TSD

I/We participant no..... have verified all documents and evidence submitted for the issuer's securities transfer and certify that the aforementioned statements are complete and true. Should TSD incur any direct or indirect damage, obligation or expense due to complying with my request as given above. I/we shall be fully responsible and shall unconditionally compensate TSD in full.

Signature.....Authorized person
(.....)

Please turn page over for list of required documents



Thailand Securities Depository

Documents to be submitted for securities transfer to / from the issuer account

1. Application for securities transfer to / from the issuer account signed by securities holder
2. Identification documents of securities holder, according to the type of person. (For more detail, please visit : www.tsd.co.th or contact TSD Call Center 66 2 229 2888)

Type of person	Submitted documents for securities transfer to / from the issuer account
Individual Person -Thai Nationality	- A copy of the person's Thai national I.D. Card, certified true with an original signature.
Individual Person -Other Nationalities	- A copy of the signatory's alien identity card or passport, certified true with an original signature.
Juristic Person - Thai Nationality	1. A copy of the juristic person certificate issued by the Ministry of Commerce within the past 12 months, with the original signatures of directors authorized to represent the company or their representatives, following the company's conditions. 2. A copy of the national I.D. card /alien identity card /passport of directors who are authorized to represent the company, certified true with original signatures.
Juristic Person -Other Nationalities	1. A copy of the company's registration certificate issued by the regulating government agency. 2. A copy of the juristic person's affidavit of incorporation showing directors authorized to bind the company and conditions relating thereto, showing the company's headquarters location and authority of the signatory. This affidavit must be issued by an authorized official of the juristic person or the government agency having jurisdiction over the juristic person. 3. A copy of the passport or other official identity document of each authorized director signing this document, certified true with an original signature. <u>All documents for "Other Nationalities" above, must have been :</u> 1. Certified true by notary public or agency of the government having jurisdiction where the document was executed. 2. Certified true by the Thai Embassy or Consulate of Thailand in the country having jurisdiction over the affidavit of incorporation and notary public whose stamp has been affixed. 3. Certified within the past 12 months before being submitted to TSD. 4. Translated into English if necessary.

Attachment 6
Source of Fund

-Translation-

Subject: Confirm to maintain balance in the deposit account for making a tender offer for securities of One To One Contacts Public Company Limited

To: secretary
Office of the Securities and Exchange Commission

CC: Kingsford Securities PLC.cc

Attachment: Deposit account certificate

According to 1)Mr. Suthipot Ariyasuthivong, 2 Mr. Nattapong Seetavorarat), 3) Mr. Boon-Aue Chitthanom, 4) Mr. Virat Anurakputti, 5)Mr. Nopporn Achavakulthep, and 6)Ms. Kanokrat Wongpapairoj as the Offeror all securities of One To One Contacts Public Company Limited ("the Company") resolution appears in the Tender Offer (Form 247-4), which has submitted the Tender Offer as of December 22, 2020.

We, Mr. Suthipot Ariyasuthivong and Mr. Nattapong Seetavorarat hereby confirm that

1. We have sufficient funds in my account for this tender offer. (As shown in the attachment) and
2. We will maintain the deposit amount in the said deposit account for use in purchasing the Company's ordinary shares in this Tender Offer until the completion of the Tender Offer.

Please be informed to know

Best regards,

Suthipot Ariyasuthivong

Nattapong Seetavorarat

Mr. Suthipot Ariyasuthivong

Mr. Nattapong Seetavorarat

Tender Offeror



สาขาซอยอารีสัมพันธ์ 5 ซ.อารีสัมพันธ์ถ.พระราม6 พญาไท กทม10400

ที่ 0056/20/0110

วันที่ 16 ธันวาคม 2563

เรื่อง ยื่นยื่นยอดเงินฝากคงเหลือ

เรียน เลขาธิการสำนักงานคณะกรรมการกำกับหลักทรัพย์และตลาดหลักทรัพย์

ธนาคารขอเรียนให้ทราบว่า บัญชีออมทรัพย์เลขที่ 056-217332-3 ในนาม นาย ณัฐพงศ์ ศีตวรรัตน์ มียอดคงเหลือ ณ วันที่ 16 ธันวาคม 2563 แสดงเป็นยอดเจ้าหนี้ธนาคารอยู่ 150,443,795.62 บาท (หนึ่งร้อยห้าสิบล้านสี่แสนสี่หมื่นสามพันเจ็ดร้อยเก้าสิบบาทหกสิบสองสตางค์) ซึ่งเปิดบัญชีไว้กับธนาคารไทยพาณิชย์ จำกัด (มหาชน) สาขา ซอยอารีสัมพันธ์ ณ วันที่ 01 มกราคม 2550 และปัจจุบันบัญชีดังกล่าวไม่ตกอยู่ภายใต้การระงับทุกประการกับธนาคาร

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

ธนาคารไทยพาณิชย์ จำกัด (มหาชน)



เบอร์โทรศัพท์สาขา : 02-2710194



ไทยพาณิชย์
SCB



สาขาเมืองทองธานี 453 ถ.ปอนด์สตรีท อ.ปากเกร็ด นนทบุรี 11120

ที่ 0328/20/0117

วันที่ 16 ธันวาคม 2563

เรื่อง ยื่นยื่นยอดเงินฝากคงเหลือ

เรียน เลขาธิการสำนักงานคณะกรรมการกำกับหลักทรัพย์และตลาดหลักทรัพย์

ธนาคารขอเรียนให้ทราบว่า บัญชีออมทรัพย์เลขที่ 324-252710-9 ในนาม นาย สุทธิพงษ์ อริยสุทธิวงศ์ มียอดเงินคงเหลือ ณ วันที่ 16 ธันวาคม 2563 แสดงเป็นยอดเจ้าหนี้ธนาคารอยู่ 25,287,108.77 บาท (ยี่สิบห้าล้านสองแสนแปดหมื่นเจ็ดพันหนึ่งร้อยแปดบาทเจ็ดสิบเจ็ดสตางค์) ซึ่งเปิดบัญชีไว้กับธนาคารไทยพาณิชย์ จำกัด (มหาชน) สาขา ถนนแจ้งวัฒนะ ณ วันที่ 04 พฤษภาคม 2541 และปัจจุบันบัญชีดังกล่าวไม่ตกอยู่ภายใต้การระงับใดๆ กับ ธนาคาร

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

ธนาคารไทยพาณิชย์ จำกัด (มหาชน)



ผู้มีอำนาจลงนาม

เบอร์โทรศัพท์สาขา : 02-9601012