



Charter of the Company Secretary
NR Instant Produce Public Company Limited

The Board of Directors of NR Instant Produce Public Company Limited (the "Company") recognizes the importance of the roles, duties, and responsibilities of the Company Secretary and has therefore appointed a Company Secretary to support and facilitate the various activities of the Board of Directors.

1. Objectives

The Company Secretary is appointed by a resolution of the Board of Directors to assist the Board of Directors and the Company in performing their duties in compliance with applicable laws and in accordance with the principles of good corporate governance as prescribed by the Securities and Exchange Commission. Accordingly, the Board of Directors deems it appropriate to establish the Company Secretary Charter as set forth below.

2. Composition and Qualifications

- 2.1 The Company Secretary shall have a degree in law, accounting, or other related fields and/or have completed training programs relevant to the performance of the duties of a Company Secretary, or possess other qualifications as deemed appropriate by the Board of Directors.
- 2.2 The Company Secretary shall possess the knowledge, competence, and experience beneficial to the performance of the duties, in order to promote the effective functioning of the Board of Directors in accordance with the principles of good corporate governance.
- 2.3 The Company Secretary shall be independent and shall have no conflicts of interest with the Company, its subsidiaries, directors, executives, and employees, or otherwise as deemed appropriate by the Board of Directors.

3. Scope of Duties and Responsibilities of the Company Secretary

The Company Secretary shall perform their duties with responsibility, due care, and integrity in accordance with the Securities and Exchange Act (No. 4) B.E. 2551 (2008), which specifically prescribes the roles, duties, and responsibilities of the Company Secretary as follows:

- 3.1 Preparing and maintaining the following documents
 - (a) Register of Directors
 - (b) Notices of meetings of the Board of Directors, minutes of meetings of the Board of Directors, and the Form 56-1 One Report
 - (c) Notices and minutes of shareholders' meetings
 - (d) Establish and maintain an effective document filing and record-keeping system to ensure ease of retrieval and confidentiality.



- 3.2 Arranging and facilitating meetings of the Board of Directors and shareholders' meetings in compliance with applicable laws, the Company's Articles of Association, relevant regulations applicable to the Company, the Charter, and recognized best practices.
- 3.3 Maintaining and keeping records of declarations of interest disclosed by directors or executives.
- 3.4 Submitting copies of reports on declarations of interests in accordance with Section 89/14 to the Chairman of the Board and the Chairman of the Audit Committee within 7 business days from the date on which the Company receives such reports, and to ensure that the Company has an appropriate system for the retention of documents or evidence relating to such disclosures, which are properly, completely, and accurately maintained and verifiable for a period of not less than 10 years from the date such documents or information are prepared.
- 3.5 Ensuring that the disclosure of information and the reporting of relevant matters are carried out in compliance with the rules, regulations, notifications, and requirements of the Stock Exchange of Thailand, the Securities and Exchange Commission, and other relevant regulatory authorities, as well as the principles of good corporate governance.
- 3.6 Performing any other duties as prescribed or announced by the Capital Market Supervisory Board, the Stock Exchange of Thailand, and the Securities and Exchange Commission.

4. Reporting

The Company Secretary shall report directly to the Board of Directors

5. Principles for the Performance of Duties of the Company Secretary

The Company Secretary shall perform the duties with responsibility, due care, and integrity, and shall act in compliance with applicable laws, the Company's objectives, Articles of Association, resolutions of the Board of Directors, as well as resolutions of the shareholders by follows:

- 5.1 Decisions shall be made on the basis of information reasonably believed, in good faith, to be sufficient.
- 5.2 Decisions shall be made without any conflict of interest, whether directly or indirectly, in the matters under consideration.
- 5.3 Actions shall be taken in good faith and in the best interests of the Company.
- 5.4 Actions shall be taken for lawful and proper purposes and shall not be undertaken in a manner that materially conflicts with or is contrary to the interests of the Company.
- 5.5 The Company Secretary shall not seek personal benefit from the use of the Company's non-public information, except for information that has already been publicly disclosed, nor use the Company's assets or business opportunities in violation of the rules, regulations, or generally accepted practices as prescribed by the Capital Market Supervisory Board, and shall maintain the confidentiality of the Company's information without disclosure to any unauthorized persons.



- 5.6 The Company Secretary shall not enter into any agreement or contract that may give rise to a conflict of interest with the Company, or with the Company's employees or customers, or that would otherwise impair or be contrary to the proper performance of their duties.
6. In the event that the Company Secretary resigns, is removed from office, or is unable to perform their duties
- The guidelines for actions to be taken in the event that the Company Secretary vacates the office or is unable to perform the duties are prescribed as follows:
- 6.1 The Company Secretary shall vacate office when:
- (a) Resignation
 - (b) Deceases
 - (c) Removal by resolution of the Board of Directors
- 6.2 The Board of Directors shall appoint a new Company Secretary within 90 days from the date on which the former Company Secretary vacates the office or is unable to perform the duties.
- 6.3 The Board of Directors shall have the authority to assign any director to perform the duties on an interim basis during the period in which the Company Secretary vacates the office or is unable to perform the duties.
- 6.4 The Chairman of the Board shall notify the Securities and Exchange Commission of the appointment of the Company Secretary within 14 days from the date on which a person is appointed to assume responsibility for such position.
- 6.5 To notify the Securities and Exchange Commission of the location where the documents under Clauses 3.1 and 3.3 are kept.

This Company Secretary Charter was reviewed and approved by the Board of Directors of NR Instant Produce Public Company Limited at Meeting No.18/2025 on 25 December 2025 and shall be effective as from 26 December 2025.

Announced on 26 December 2025

(Dr. Dhas Udomdhammabhakdi)

Chairman of the Board of Directors