## **Notification of the Allocation of Newly Issued Ordinary Shares**



of

# **NR Instant Produce Public Company Limited**

# Subscription Period 11–12 September 2025 and 15–17 September 2025

Prepared by:

Liberator Securities Limited

944 Samyan Mitrtown Project, 17th Floor, Units 1702–1705 and 1710

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NRF-IR-39/2025

Date 15 August 2025

Subject Notification of Rights Offering for Subscription of Newly Issued Ordinary Shares of NR Instant Produce Public Company Limited

To Shareholders of NR Instant Produce Public Company Limited

**Enclosures:** 

- Notification Letter Regarding the Allocation of Newly Issued Ordinary Shares to Existing Shareholders (Rights Offering)
- 2. Certificate of Subscription Rights for Newly Issued Ordinary Shares issued by Thailand Securities Depository Co., Ltd.
- 3. Details on the Subscription Procedure and Payment for the Newly Issued Ordinary Shares
- Subscription Form for the Newly Issued Ordinary Shares of NR Instant Produce Public Company Limited
- 5. Bill Payment Form for Subscription Payment
- 6. Map of the Subscription and Payment Location
- 7. FATCA/CRS Status Declaration Form (for Individuals and Juristic Persons) applicable only for those who wish to deposit securities into an Issuer Account
- 8. Power of Attorney for Share Subscription

Pursuant to the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2025 of NR Instant Produce Public Company Limited (the "Company") held on 24 July 2025, the meeting approved the issuance and allocation of 94,510,486 newly issued ordinary shares, with a par value of Baht 1.00 per share, to be offered to the existing shareholders in proportion to their shareholding (Rights Offering), at an offering price of Baht 1.00 per share. The allocation ratio is 15 existing ordinary shares to 1 newly issued ordinary share. Any fractional shares resulting from the calculation shall be disregarded. In addition, existing shareholders are entitled to subscribe for the newly issued ordinary shares in excess of their entitlement ("Rights Offering").

Furthermore, the said Extraordinary General Meeting of Shareholders No. 1/2025 also approved the issuance and allocation of up to 472,552,430 units of Warrants to Purchase Ordinary Shares of the Company No. 2 (NRF-W2) ("Warrants"), to be allocated without cost to the shareholders who subscribe and are allocated the newly issued ordinary shares under the Rights Offering, at the allocation ratio of 1 Warrant for every 5 newly issued ordinary shares subscribed and allocated.

The Company has set the Record Date for determining the shareholders entitled to subscribe for the newly issued ordinary shares in proportion to their shareholding (Rights Offering) as 4 August 2025. The

subscription and payment period for the newly issued ordinary shares will be from 11–12 and 15–17 September 2025 (a total of 5 business days).

Accordingly, the Company hereby notifies you of your rights to subscribe for the newly issued ordinary shares under the Rights Offering, in the amount specified in the Certificate of Subscription Rights issued by Thailand Securities Depository Co., Ltd. (Enclosure 2). The terms, conditions, and details of the offering and allocation of the newly issued ordinary shares are provided in the Notification Letter Regarding the Allocation of Newly Issued Ordinary Shares to Existing Shareholders (Rights Offering) (Enclosure 1). The procedures for subscription and payment for the newly issued ordinary shares are outlined in the Subscription Procedure Guide (Enclosure 3).

Company's Subscription and Payment Schedule for the Rights Offering of Newly Issued Ordinary Shares is summarized as follows:

### Subscription and Payment Schedule for the Rights Offering:

### 1. Rights Offering Subscription and Payment Period

From 9:00 a.m. to 4:00 p.m. on 11-12 and 15-17 September 2025 (total of 5 business days)

### 2. Rights Offering Subscription and Payment Location

Name: Liberator Securities Co., Ltd.

Address: 944 Samyan Mitrtown Project, 17th Floor, Units 1702–1705 and 1710, Rama 4 Road, Wang Mai Subdistrict, Pathumwan District, Bangkok 10330

Phone: 02-028-7441 ext. 9078 or 02-028-7441 ext. 9144 Email:operation@liberator.co.th

### 3. Rights Offering Allocation of Newly Issued Ordinary Shares under the Rights Offering

The Company will allocate the newly issued ordinary shares to its existing shareholders in proportion to their respective shareholding, as follows

- 3.1 In the case that a shareholder subscribes for shares equal to or less than their entitlement, such shareholder will be allocated the full number of shares subscribed.
- 3.2 In the case that a shareholder wishes to subscribe for shares in excess of their entitlement (Oversubscription), the shareholder must indicate their intention to oversubscribe in the same subscription form used for the subscription under their entitlement. The oversubscription allocation will proceed as follows:
- (1) If the number of unsubscribed shares from the initial Rights Offering exceeds or equals the total number of oversubscribed shares, the Company will allocate such unsubscribed shares in full to all oversubscribing shareholders according to the number of shares oversubscribed and fully paid for.
- (2) If the number of unsubscribed shares is less than the total oversubscription requests, the Company will allocate the shares in the following steps:
  - (a) Allocate based on the original shareholding ratio of each oversubscribing shareholder by multiplying their original shareholding proportion with the number of remaining shares. Any resulting

fractional shares will be disregarded. In any case, the number of shares allocated shall not exceed the number of shares subscribed and paid for by each shareholder.

(b) If there are still remaining shares after allocation under (a), the Company will further allocate those remaining shares to oversubscribing shareholders who did not receive their full allocation in step (a), again using the original shareholding ratio and disregarding fractional shares. The number of shares allocated shall not exceed the number of shares each shareholder subscribed and paid for. This process will be repeated until no shares remain.

Please note that the allocation of shares to existing shareholders who subscribe in excess of their entitlements (Oversubscription), under any circumstance, must not result in any shareholder (including persons acting in concert) or persons under Section 258 of the Securities and Exchange Act B.E. 2535 (as amended) of such shareholder or of persons acting in concert, holding shares in the Company in a manner that would cause their shareholding to reach or exceed the threshold that requires a mandatory tender offer, as prescribed under the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers, dated 13 May 2011 (as amended) ("Notification No. TorChor. 12/2554"), unless such shareholder has been granted an exemption from making a mandatory tender offer pursuant to the terms of said notification.

Furthermore, in the event that there are any remaining shares after the allocation to existing shareholders under the Rights Offering and the Oversubscription process, the Company shall proceed to reduce its registered capital by cancelling the remaining unsubscribed shares. Such capital reduction must be approved by the shareholders' meeting in the subsequent meeting.

For any inquiries regarding the allocation, procedures, or methods for subscription of the newly issued ordinary shares, please contact: NR Instant Produce Public Company Limited: Investor Relation, Tel. +6665-508 9666 or via email ir@nrinstant.com. Liberator Securities Limited – Securities Operations Department:

Ms. Nattakarn, Tel. +662-028-7441 ext. 9078, Mr. Wisanu, Tel. +662-028-7441 ext. 9144 or via Email: operation@liberator.co.th

Yours sincerely,

(Mr. Dan Pathomvanich)

Chief Executive Officer

NR Instant Produce Public Company Limited



### **NR Instant Produce Public Company Limited**

Memorandum of Notice of the Allocation of the Newly Issued Ordinary Shares to the Existing Shareholders in Proportion to their Respective Shareholdings (Rights Offering)

Subscription Period 11 - 12 September 2025 and 15 - 17 September 2025 (Totaling 5 business days)

### Part 1

Information Regarding the Allocation of the Newly Issued Ordinary Shares to the Existing Shareholders of the Company in proportion to their respective shareholdings (Rights Offering)

### 1. Name and Address of Listed Company

Name: : NR Instant Produce Public Company Limited (the "Company")

Address: : 99/1 Moo 4, Khae Rai, Krathum Baen, Samut Sakhon, 74110

**Telephone:** : 0-3484-9576-80

**Fax:** : 0-3484-9586

Website: : https://www.nrinstant.com/

# 2. <u>Date, Month, Year, and Number of the Board of Directors' Meeting and Shareholders' Meeting</u> approving the Allocation of Newly Issued Ordinary Shares

The allocation of newly issued ordinary shares to the company's existing shareholders in proportion to their shareholding (Rights Offering) has been approved by

The Board of Directors' Meeting No. 11/2025 , held on 18 June 2025

Extraordinary General Meeting of Shareholders No.1/2025 , held on 24 July 2025

### 3. Details of the Allocation of Newly Issued Ordinary Shares

The Board of Directors' Meeting No. 11/2025, convened on June 18, 2025, resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 of the Company, convened on July 24, 2025, at 2:00 PM. The resolution approved the issuance and offering of 94,510,486 additional common shares to existing shareholders in proportion to their shareholdings at an allocation ratio of 15 existing common shares to 1 additional common share at an offering price of THB 1.00 per share (any fractional shares arising from the calculation shall be rounded down). The Board also resolved to approve the issuance and allocation of the Company's second warrant (NRF-W2) ("Warrant" or "NRF-W2"), not exceeding 472,552,430 units, to existing shareholders of the Company who subscribed and were allocated additional common shares under this Rights Offering, free of charge. At the allocation ratio of 1 newly subscribed and allocated common share per 5 warrants.

In this issuance and offering of new ordinary shares to the Company's existing shareholders, the offering will be in proportion to the number of shares held by each person. Existing shareholders have the right to subscribe for new ordinary shares in excess of their rights (Oversubscription). Existing shareholders who subscribe in excess of their rights will be allocated the oversubscribed shares only if there are shares remaining after the allocation to the Company's existing shareholders who have subscribed in full according to their rights. In the event that there are remaining new ordinary shares after the allocation to the

Company's existing shareholders in full according to their shareholding proportion in the first round, the Company will allocate the remaining new ordinary shares to the existing shareholders who wish to subscribe in excess of their rights in accordance with their original shareholding proportion at the same price as the shares allocated in accordance with their rights.

The Company has set the Record Date for shareholders entitled to subscribe to the Company's newly issued ordinary shares in proportion to their shareholdings on August 4, 2025, and the subscription period for the Company's newly issued ordinary shares will be between September 11-12, 2025, and September 15-17, 2025 (a total of five business days). Details of the Company's newly issued ordinary shares offering and allocation are as follows:

### 3.1 Newly Issued Ordinary Shares

Types of Shares:	:	Newly Issued Ordinary Shares	
Previous registered capital prior	:	THB 1,417,657,291, divided into 1,417,657,291 common shares	
to capital increase <sup>1</sup>		with a par value of THB 1.00 per share	
Previous paid-up capital prior to	:	THB 1,417,657,291, divided into 1,417,657,291 common shares	
capital increase		with a par value of THB 1.00 per share	
Registered capital after capital	:	THB 2,126,485,936, divided into 2,126,485,936 ordinary shares with	
increase		a par value of THB 1.00 per share.	
		The total number of newly issued ordinary shares is 708,828,645 divided into:	
		(1) 94,510,486 ordinary shares allocated for offering to existing	
		shareholders in proportion to their shareholdings.	
		(2) 472,552,430 ordinary shares allocated to support the exercise of	
		the Company's second warrant (NRF-W2).	
		(3) 141,765,729 ordinary shares allocated under a general mandate.	
Paid-up capital for the Rights	:	THB 94,510,486 divided into 94,510,486 common shares	
Offering after capital increase (in		With a par value of THB 1.00 per share	
case existing shareholders			
subscribe for all of the newly			
issued ordinary shares)			
Paid-up capital after the Rights	:	THB 1,512,167,777 divided into 1,512,167,777 ordinary shares with	
Offering (in the case where		a par value of THB 1.00 per share	
existing shareholders subscribe			
for additional common shares in			
the Rights Offering in full)			

<sup>&</sup>lt;sup>1</sup> Registered capital before capital increase means the amount of registered capital after the Company has reduced the registered capital on 29 July 2025, which is in accordance with the resolution of the Extraordinary General Meeting of Shareholders No. 1/2025 held on 24 July 2025, which approved the reduction of registered capital by cancelling unsold registered ordinary shares that have been allocated to support the issuance and offering of additional ordinary shares under a general mandate.

Number of newly issued	:	94,510,486 shares
ordinary shares to be allocated		
under Right Offering		
Offering Price:	:	THB 1.00 per share
Subscription Ratio:	:	15 existing ordinary shares per 1 newly issued ordinary share
Allocation Method:	:	The Company will allocate 94,510,486 additional common shares, with a par value of THB 1.00 per share, to existing shareholders in proportion to their shareholdings at a ratio of 15 existing common shares to 1 additional common share, at an offering price of THB 1.00 per share.  Existing shareholders have the right to oversubscribe to additional common shares in excess of their rights (Oversubscription). Existing shareholders who oversubscribe will only be allocated shares in excess of their rights if there are shares remaining after the allocation to existing shareholders who have fully subscribed.
Actions for Fractional Shares:	:	In the event that there is a fraction of shares resulting from the calculation, the fraction of shares shall be rounded down.

# 3.2 Warrants for purchase of Newly Issued Ordinary Shares of NR Instant Produce Public Company Limited, No. 2 (NRF-W2)

Name of the warrant	:	The Company's warrants for purchase of Newly Issued Ordinary Shares No.2 ("Warrant" or "NRF-W2")	
Type of warrants	:	Specify the name of the holder and can be transferred.	
Number of issued and offered	:	Not exceeding 472,552,430 units	
Allocation Method:	:	The Company will allocate warrants to existing shareholders who subscribed for and were allocated additional common shares issued and offered to existing shareholders in proportion to their shareholding (Rights Offering) at no cost. The allocation ratio is 1 subscribed and allocated additional common share to 5 warrants.  If there is a fraction of a warrant remaining from the calculation, the fraction will be rounded down.	
Paid-up capital to be increased	:	Following the allocation of additional common shares to the	
after the allocation of additional		Company's existing shareholders in proportion to their shareholding	

common shares to the Company's existing shareholders in proportion to their shareholding and the exercise of rights NRF-W2 (full amount)		(Rights Offering) and the allocation of NRF-W2 and warrant holders exercising their rights under NRF-W2 to purchase the Company's additional common shares, the Company's total paid-up capital will be THB 567,062,916 divided into 567,062,916 common shares with a par value of THB 1.00 per share.	
Warrant issue date	:	The Board of Directors, the Executive Committee, the Chief Executive Officer, or a person designated by the Board of Directors or the Executive Committee or the Chief Executive Officer shall determine the warrant issuance date. The Company shall issue and offer the warrants within 1 year from the date of approval at the shareholders' meeting.	
Term of Warrants	:	Not exceeding 3 years from the date of issuance of the warrant	
Exercise Ratio	:	1 warrant has the right to purchase 1 common share of the Company, unless the exercise ratio is adjusted in accordance with the rights adjustment conditions.	
Offering Price	:	THB 0 (zero baht)	
Exercise price	:	THB 1.00 per share, except in the case of an adjustment of the exercise price in accordance with the rights adjustment conditions	
The conditions and period for exercise	:	: Warrant holders may exercise their rights under the warrants on the last business day of each quarter (the last business day of March June, September, and December) of each calendar year throughout the term of the warrants (the "Exercise Date"). The first exercise date is the last business day of the first quarter following the warrant issuance date, and the last exercise date is the date the warrant reach maturity no later than 3 years from the warrant issuance date. In the event that the last exercise date falls on a holiday of the Company or the Stock Exchange of Thailand, the last exercise date shall be postponed to the previous business day.	
Secondary market for warrants	:	The Company will submit an application to list the Warrants on the Stock Exchange of Thailand as long as it is legally feasible and does not violate applicable laws and/or regulations.  (*Note: If there are fewer than 50 Warrant Holders on the application submission date, the Warrants will lack the qualifications of securities, which will prevent the Company from submitting an application to list the Warrants on the Stock Exchange of Thailand.	

	Regulations on the Listing and Revocation of Warrants to Purchase Common Shares or Preferred Shares as Listed Securities, B.E. 2563.)
Secondary market of Newly Issued Ordinary Shares from the exercise of rights	The Company will list the common shares resulting from the exercise of rights to purchase common shares under the warrants as listed securities on the Stock Exchange of Thailand.
Reasons for issuing new shares to support rights adjustment	When adjustments to the exercise price and/or exercise ratio are made in accordance with the terms and conditions of the warrants, as defined in Section 11 (4) (b) of the Capital Market Supervisory Board Notification No. TorChor. 34/2551 regarding the request for permission and permission to offer warrants to purchase newly issued shares and newly issued shares reserved for warrants, dated December 15, 2008 (including any amendments).  The Board of Directors, the Executive Committee, the Chief Executive Officer, or a person designated by the Board of Directors, the Executive Committee, or the Chief Executive Officer are authorized to determine the conditions and other details related to the adjustment of the exercise price and exercise ratio.
Right Adjustment Conditions	The Company will adjust the exercise price and/or the exercise ratio in accordance with the conditions for adjusting the rights when there is any event as specified in the terms and conditions of the warrants, which is an event with the characteristics as specified in Section 11(4)(b) of the Capital Market Supervisory Board Announcement No. TorChor. 34/2008 regarding the request for permission and permission to offer warrants to purchase newly issued shares and newly issued shares to support warrants, dated 15 December 2008 (including any amendments) or any other similar event, such as:  (1) When there is a change in the par value of the Company's shares as a result of a stock merger or split.  (2) When the Company offers newly issued shares at a low price.  (3) When the Company offers convertible bonds at a low price or offers warrants at a low price.  (4) When the Company pays all or part of its dividends in the form of newly issued shares to shareholders.  (5) When the Company pays dividends in cash exceeding the rate specified in the terms and conditions.

		When there is any other event of the same nature as (1) to (5) that causes any benefit to be received by the warrant holder upon exercising the rights under the warrant to be less than the original.
Registrar of warrants	:	Thailand Securities Depository Co., Ltd. (TSD)

### 4. Details of the method for allocation of the Newly Issued Ordinary Shares

The Company will allocation of the Newly Issued Ordinary Shares to existing shareholders in proportion to their shareholdings in the Rights Offering.

#### Details are as follows:

- (1) In the event that a shareholder subscribes for additional common shares in accordance with their rights or less than their rights to be allocated, the shareholder who expresses their intention to subscribe for such additional common shares will be allocated additional common shares in the entire amount subscribed for.
- (2) In the event that there are shares remaining from the allocation to the Company's existing shareholders in proportion to their shareholding (Rights Offering) in the first round that are more than or equal to the shares that the existing shareholders have subscribed for in excess of their rights in proportion to their shareholding, the Company will allocate the remaining shares to all shareholders who have subscribed in excess of their rights and paid the subscription fee for all such shares in the amount that they have expressed their intention to subscribe in excess of their rights.
- (3) In the event that there are <u>fewer shares</u> remaining from the allocation to the Company's existing shareholders in proportion to their shareholding (Rights Offering) in the first round than the shares that the existing shareholders subscribed for in excess of their rights in proportion to their shareholding, the Company will allocate the remaining shares to those who subscribed in excess of their rights in accordance with the following procedures:
  - (A) Allocate shares in proportion to the original shareholding of each oversubscriber by multiplying the original shareholding of each oversubscriber by the number of remaining shares. This will result in the number of shares that each oversubscriber is entitled to receive. In the case of fractions of shares, such fractions shall be rounded down. However, the number of shares to be allocated will not exceed the number of shares that each shareholder has subscribed for and paid for.
  - (B) In the event that there are shares remaining after the allocation under clause (3) (a), the allocation shall be made to each oversubscriber who has not yet been allocated the full amount according to the original shareholding proportion of each oversubscriber. This shall be done by multiplying the original shareholding proportion of each oversubscriber by the number of remaining shares to obtain the number of shares to which each oversubscriber is entitled to be allocated. In the event that there

is a fraction of a share, the fraction shall be rounded down. The number of shares to be allocated shall not exceed the number of shares each shareholder has subscribed for and paid for. The allocation of shares to the oversubscribers shall be carried out in accordance with the procedures in this clause until there are no shares remaining from the allocation

In any case, the allocation of shares to the Company's existing shareholders who have oversubscribed must not cause any shareholder (including a concert party or a person under Section 258 of the Securities and Exchange Act B.E. 2535 (1992) (including any amendments) of such shareholders or persons under Section 258 of the concert party) to hold shares of the Company in a manner that increases until it reaches or exceeds the point at which a tender offer is required, as specified in the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions, and Procedures for the Acquisition of Securities for Business Takeovers, dated May 13, 2011 (including any amendments) (Announcement No. TorChor. 12/2554) (unless such shareholder is exempted from making a tender offer for all securities of the business as specified in Notification No. TorChor. 12/2554).

In addition, if there are any additional common shares remaining from the allocation to existing shareholders in proportion to their shareholdings (Rights Offering) and the allocation to shareholders who have subscribed in excess of their rights (Oversubscription), the Company must reduce its registered capital by cancelling the remaining additional common shares from the offering. The Company must request approval for this matter from the shareholders' meeting at the next shareholders' meeting.

In this regard, the Board of Directors, the Executive Committee, the Chief Executive Officer, or a person assigned by the Board of Directors, the Executive Committee, or the Chief Executive Officer shall have the authority to take any action regarding the issuance, offering, allocation, and subscription of the aforementioned additional common shares, including but not limited to the following actions:

- (1) Specify or change the details of the allocation of additional common shares to be offered for sale to existing shareholders in proportion to their shareholding (Rights Offering).
- (2) determine or change the method of allocating additional common shares, such as allocating in one go the entire amount or in several times, the offering ratio, the record date for shareholders entitled to receive the allocation of additional common shares in proportion to their shareholding (Record Date), determining the date, time for subscription and payment, the offering period, the offering price, the payment method, details of the allocation and other offerings;
- (3) Entering into negotiations, making agreements, and signing various related documents and contracts, including taking various actions related to the allocation of additional common shares.
- (4) Sign the application form, request for permission, request for waiver, notice or any document related to the allocation of additional common shares, including contacting, providing information and submitting or certifying documents to government agencies or other relevant

agencies, as well as listing the Company's additional common shares as listed securities on the Stock Exchange of Thailand ("Stock Exchange") and

(5) Take any action necessary and related to the allocation of additional common shares in all respects for offering to the Company's existing shareholders in proportion to their shareholdings (Rights Offering) in accordance with relevant laws and regulations.

# 5. <u>Determination of Date to Determine the Names of Shareholders with the Rights to Subscribe for the</u> Newly Issued Ordinary Shares Under Right Offering

The Company has determined the names of shareholders with the rights to subscribe to the capital increase shares (Record Date) to be on 4 August 2025.

### 6. Subscription Period, Subscription Method, and Payment Method

### 6.1 Subscription Period

For reservations made through the Electronic Rights Offering (E-RO) system:

From 9:00 AM on September 11, 2025, to 12:00 midnight on September 12, 2025, and from 9:00 AM on September 15, 2025, to 2:00 PM on September 17, 2025, (total of 5 business days)

In the case of reserving at the head office of Liberator Securities Co., Ltd.

Between 11 - 12 September 2025 and 15 - 17 September 2025 (total of 5 business days) from 9:00 AM to 4:00 PM

### 6.2 Place for Subscription and Payment

The Company has appointed Liberator Securities Co., Ltd. as the subscription agent for the Company's newly issued ordinary shares (the "Subscription Agent"). Eligible existing shareholders may subscribe to the Subscription Agent's head office between September 11-12, 2025, and September 15-17, 2025 (a total of 5 business days), from 9:00 AM to 4:00 PM, at the address below.

Name Liberator Securities Co., Ltd

Address Operation Department

944 Tower 17th floor, Mitrtown Office, No.1702-1705 and 1710 Rama IV Rd, Wang

Mai, Pathum Wan, Bangkok 10330

Contact Tel 02-028-7441 ext. 9078 (K'Nattakan) and 02-028-7441 ext. 9144 (K'Wisanu)

The Company, through its subscription agent, will not accept subscription documents sent by mail, fax, or through commercial bank branches nationwide.

For shareholders in Bangkok and other provinces, please contact the securities company with which you have a securities trading account and deposit your shares. This information will be collected and submitted to the subscription agent.

Shareholders who are entitled to subscribe to shares and wish to subscribe to the Company's subscription agent must submit the subscription documents and proof of payment for the subscription (details appear in Section 4 of the Subscription and Payment Methods for the Subscription of Shares (Attachment 3)) to the subscription agent. The subscription documents are for the newly issued ordinary shares specified above only.

In addition to subscription at the head office of the subscription agent, each eligible existing shareholder (Only for Thai nationals) can subscribe to shares online via the Electronic Right Offering (E-RO) system at (https://ero.liberator.co.th) of Liberator Securities Co., Ltd. (details appear in Section 4 of the Subscription and Payment Methods for the New Ordinary Shares) (Attachment 3))

### 7. Objectives for Capital Increase

The Company will use the proceeds from this Rights Offering and the proceeds from the exercise of NRF-W2 warrants for the following purposes:

Objective	Approximate amount (THB million)	Timeframe for Utilization of Proceeds				
Proceeds from the offering of newly issued s	hares to the existing share	eholders of the				
Company proportionate to their respective shareholdings						
The Company's working capital	70.000 – 80.000	By 2025				
2. Working capital of subsidiaries	The remaining amount	By 2025				
	from Clause 1					
Proceeds from the exercise of NRF-W2 Warra	nnts					
3. Repayment of loans from financial	329.000	By 2028				
institutions						
4. Expand the Company's business in	50.000					
related businesses or to support the						
Company's existing businesses.						
5. The Company's working capital	The remaining amount					
	from Clause 3 and 4					
Total	567.063					

The Company's capital increase utilization plan as described above is in line with the Company's current business plan, which anticipates the allocation of funds received from the offering of new ordinary shares to existing shareholders in proportion to their shareholdings (Rights Offering) and from the exercise of rights under the NRF-W2 warrants. However, the number of new ordinary shares subscribed for and the number of rights under the NRF-W2 warrants held by warrant holders may be lower than anticipated, which may result in the Company receiving less money than the planned capital increase utilization plan.

In such a case, the Company's capital increase utilization plan may differ from the utilization plan specified above.

# 8. Benefits which the Company will receive from the Capital Increase and Share Allotment Under Rights Offering

The issuance and offering of additional common shares to existing shareholders in proportion to their shareholdings (Rights Offering) is an appropriate fundraising approach because it provides the Company with flexibility in terms of liquidity for the purpose of expanding related businesses or supporting the Company's existing businesses. This will create long-term growth and enhance the Company's competitiveness without impacting the Company's financial liquidity and benefit all shareholders.

### 9. Dividend Policy and the Right to Receive Dividend of the newly Issued Shares

### 9.1 Dividend Policy

The Company has a policy of paying dividends to shareholders at a rate of not less than 30% of net profit after deducting legal reserves and other reserves (if any). However, the dividend payment is subject to change depending on operating results, financial position, liquidity, working capital requirements, investment plans and future business expansion, market conditions, suitability, and other factors related to the Company's operations and management.

### 9.2 Rights to receive dividends from operations

Those who have been allocated additional common shares in proportion to their shareholdings this time will be entitled to receive dividends upon registration as shareholders of the Company with the Department of Business Development, Ministry of Commerce, and the Company announces dividend payments, in accordance with relevant laws and regulations.

### 9.3 Others

- None -

### 10. Other Information Necessary for Shareholders in Investing in the Newly Issued Shares of the Company in the Rights Offering

### 10.1 Effects on Voting Rights (Control Dilution)

1. In the event that all existing shareholders subscribe for additional common shares in proportion to their shareholding and exercise their rights under the NRF-W2 warrants, there will be no impact on their shareholding proportion. Existing shareholders will not be affected by their shareholding proportion. If all shareholders do not exercise their rights to subscribe for additional common shares, the Company will reduce the Company's registered capital by canceling the remaining additional common shares from the offering, resulting in the number of paid-up shares remaining unchanged and no impact on their shareholding proportion.

2. If after the issuance and offering of additional common shares in proportion to shareholding, but before the issuance and offering of NRF-W2 warrants, a shareholder chooses not to exercise his or her right to subscribe to additional common shares in accordance with his or her rights, and other shareholders exercise their rights to subscribe to additional common shares in accordance with their rights and/or subscribe to additional common shares in excess of their rights (Oversubscription) until the full amount is reached, this will affect the voting rights of the Company's shareholders (Control Dilution), with calculation details as follows:

3. If, after the issuance and offering of additional common shares in proportion to shareholding and the issuance and offering of NRF-W2 warrants, shareholders choose not to exercise their rights to subscribe for additional common shares in accordance with their rights, and the subscribers of additional common shares and the exercisers of rights under NRF-W2 warrants are not existing shareholders of the Company, this will affect the voting rights of the Company's shareholders (Control Dilution), with calculation details as follows:

### 10.2 Effects on the Share Price (Price Dilution)

The issuance and offering of new common shares in proportion to shareholding and the issuance and offering of NRF-W2 warrants will not affect the share price (Price Dilution), as the exercise price for the new common shares is THB 1.00 per share and the exercise price of the NRF-W2 warrants is THB 1.00 per share. This is higher than the pre-offering market price of THB 0.31 per share.

The pre-offering market price is the weighted average price of the Company's common shares traded on the Stock Exchange of Thailand for the past seven consecutive business days prior to the Board of Directors' meeting, which resolved to propose the agenda item to the Extraordinary General Meeting of Shareholders No. 1/2025 (from June 9, 2025, to June 17, 2025).

### 10.3 Effects on Earnings Per Share Dilution

The Company is unable to calculate the impact on earnings per share dilution due to the Company's net loss as reflected in its financial statement and income statement for the first quarter, ending March 31, 2025.

### Part 2

### **General Information of NR Instant Produce Public Company Limited**

### 1. Company name and address of the listed company

Company name : NR Instant Produce Public Company Limited

Abbreviation in the Stock: NRF

Exchange of Thailand

Address : 99/1 Moo 4, Khae Rai, Krathum Baen, Samut Sakhon, 74110

### 2. Current business profile of the listed company and its subsidiaries

### 2.1 Business of the Company and its subsidiaries

The Company is a manufacturer, supplier, and distributor of food seasonings, ready-to-eat meals, cooking seasonings, vegetarian foods that do not contain eggs or milk, plant-based protein foods, and instant powdered and liquid beverages. The company is committed to operating a sustainable business to become a leader in the food manufacturing and distribution industry that is sustainable, good for producers, distributors, and consumers, and environmentally friendly. Its manufacturing processes meet international standards, particularly in food safety, such as BRC (The British Retail Consortium) food safety standards, IFS (International Food Standards) established by retailers in the Federal Republic of Germany and wholesalers in France, and the U.S. FDA (Food and Drug Administration) imported food inspection standards. The company's products are not only safe, but also have a variety of more than 3,000 SKUs and more than 500 recipes.

### 1. ETHNIC /SPECIALTY FOODS Business

ETHNIC/SPECIALTY FOODS Segment, which consists of the contract manufacturing business, the manufacturer and distributor of food seasonings, ready-to-cook food, ready-to-eat food and beverages, and the pet food product business, City Food Co., Ltd. (the Company holds 100 percent of the shares). Products under the Company's brands include POR KWAN, SABZU, LEE BRAND, THAI DELIGHT, SHANGGIE DEDE and CLASSIC THAI, which are brands of City Food Co., Ltd.

### 2. SUPERMARKET Business

SUPERMARKET BUSINESS Segment, a multi-channel wholesaler, supermarket and direct-to-consumer delivery platform primarily focused in the UK; OMNI-CHANNEL ASIAN GROCERY BUSINESS Segment, revenue from which comes from SEEWOO, a leading East and Southeast Asian food retailer, wholesaler and distributor for over 40 years, CHUNGLEE LIMITED (CNL) and CHUNGLEE CASH & CARRY LIMITED (CCC) in the UK.

### 3. PET FOOD Business

PET Food Business Segment: Income comes from Botany Petcare Co., Ltd. (City Food Co., Ltd. holds 66.67 % of the shares), which manufactures, markets and distributes pet food products both in Thailand and abroad.

### 4. Business group of products to cope with climate change

Climate-resilience food includes the Plant Base food products business, which has invested in Neutra Regeneration Co., Ltd. and Plant and Bean (Thailand) Co., Ltd.

### 2.2 Marketing and Competition

### **Marketing and Sales Policy**

### 1. Continuous Development of New Products

The Company has a policy to continually develop new food products each year to meet the consumer's need, for health, and for sustainability. The output of this new food product development will be entirely new products without the modification or improvement of existing, original products. Additionally, this new product development initiative is a collaboration between the Company and customers who work together to develop new products, suitable for festivals or market trends, and to readily meet customer's needs that continually change. Furthermore, this cooperation is the main factor that helps promote a good relationship with the customers, enabling the customers to continue carrying out good businesses for the Company.

The Company is confident that it can develop new products consistently and rapidly as the Company has a wide range of products, more than 3,000 SKUs, 500 formulas, 200 brands, 20 R&D teams, as well as flexible production lines that can produce a variety of products in small batches and in mass quantities. The benefits of producing each type of product in small quantities enables the Company to produce a larger variety of new products, and customers can test the market as well. Furthermore, the ability to release new products in a timely manner can also help expand the customer base of the Company, allowing the Company to reach more retail customers or start-ups, and reduces risks that may arise from changes in raw material prices and seasonal changes, and changes in economic and industrial conditions.

The Company has a flexible production line capable of producing a variety of products in small batches with high food safety and quality standards. These standards are set by the British Retail Business Association (Global Standard for Food Safety: BRC), which is different from general small manufacturers. This can be considered as a key advantage of the Company, allowing the diversification of the Company's customer group, from large customers to small customers or start-ups, where small orders tend to have higher profit margins than mass production.

### 2. Development of the Company's Brand

The Company aims to develop more and more products under its own brand as the Company is able to manage the selling price and set the trading currency for products under their own brand rather than those hired to produce, thus having a better profit margin. The Company intends to offer products under the company's brand that are different to existing ones, for example, healthier sauces such as Sriracha sauce, Jaew sauce, and chicken sauce. In addition, the Company plans to bring products under the Company's brand that are popular in each country to sell in other countries with similar customers.

### Increasing Sales in Current Customers, Increasing Customer Base in the Current Country, and Entering the Market in New Countries

The Company plans to market both contract manufacturing products and products under the Company's brand through various channels, such as exhibitions, using social media, etc. By using data analysis with the Company's long-running business experience, the Company has information on the purchase of each type of product in each country, the Company is therefore able to analyze customer needs and consumer behaviour in each region around the world in terms of product type, taste, and product size. Accordingly, the Company can develop and improve products to suit the needs of consumers in each region, for example, the demand for noodles in America, and the demand for healthy noodles in Europe, such as those made from konjac. However, according to the Company's analysis, consumers in the America demand quality, fresh, and safe noodles. They therefore avoid consumption of noodles from certain manufacturers due to quality reasons. For that reason, the Company focuses on developing products such as noodles, konjac, and other types of noodles to meet the needs of consumers in the America as the Company's noodle products and merchandise is of high quality, fresh, and safe for consumers, which meets the needs of American consumers. In addition, the Company also organizes promotional programs with importers to entice the purchasing of products from the Company's importers and distributors to end customers (Trade Promotion).

# 4. <u>Managing Environmental, Social and Economic Impact, Including Promoting Good Corporate</u> Governance Throughout the Product and Service Life Cycle (Sustainability Supply Chain)

Throughout this time, the Company has given importance to stakeholders in all parties, from upstream to downstream, as well as the customers, to provide customers and consumers around the world with good products and services, and provide trust in the products as the Company's production process are standardized and socially responsible.

The Company has improved and developed packaging made from biodegradable natural fibers and the Company encourages farmers to produce natural fertilizers by using raw materials left over from the production process, reducing the use of chemical fertilizers, which are polluting the environment.

With the determination to be responsible to the society and the public, the Company is interested in the issue of climate change, an issue that many organizations around the world come together to solve this problem. Therefore, the Company began by becoming an official member of the UN Global Compact and recently joined the 1.5 degree pledge.

In response to the aforementioned resolution, the Company and subsidiaries installed LED lights and replaced all roofs with solar roofs. Moreover, the Company has also started the Carbon Neutral project in 2019. To reinforce its intention in being an organization that cares about the world, the Company plans to join the Negative Carbon Emission project.

The Company believes that being a sustainable and environmentally friendly manufacturer will make it one of the first manufacturers that companies worldwide who are faithful to sustainable development will choose to trade with.

### 5. Exhibitions Around the World

The Company regularly participates in food and beverage exhibitions both domestically and internationally, such as ThaiFex in Thailand, SIAL Paris 2024 in France, and Summer Fancy Food Show in the United States. In the exhibitions, the company presents its vision of being a sustainable producer with responsibility towards farmers, consumers, and the environment, including cooking demonstrations of products under the company's brand together with importers (Cooking Demo).

### 6. Utilization of Product Distributors to Distribute Products in Each Country

Most of the Company's customers are top-selling importers and distributors of each country or region. With the good business relationship and confidence gained with them, the Company is able to recommend products from both contract manufacturers and the Company's own brand that is expected to be popular in that country. From using and analyzing the sales data, both customers and the Company can stay on top of business opportunities that arise from trend changes. These companies play an important role in enhancing the competitiveness of the company through the distribution of the Company's products to the hands of the consumers.

### 7. Online Channel Expansion

The Company is looking to increase its product sales channels online to accommodate the significant changes in consumer behavior after the COVID-19 pandemic. It also sees an opportunity to increase products that are popular among consumers online via various application channels such as Shopee, Lazada, and Tiktok, and to enhance the Company's product portfolio to generate stable sales and online distribution channels. The Company has therefore begun negotiations with a group of investors and professional executives who are experts in investment to jointly establish a company to invest in businesses whose products are in the Ethnic Food, Plant-based Food, and Pet Food groups, which have good sales in the Amazon E-commerce system and generate continuous profits. There will be clear investment criteria to maximize the Company's benefits. The Company will be able to sell its products on the Amazon Market Place, with a customer base that can immediately offer products (Upselling). In addition, there will be an increase in domestic expansion channels under the investment in Alpha Organic Co., Ltd. to increase the Omni-channel sales channels for the Company's products.

### 8. Expanding retail or wholesale in European market

The Company realized that there would be opportunities through the channel of the Company in this market, so the Company invested in Asian retail and wholesale in UK and expanding to Europe. The Company also plan to expand the stores under Bamboo Mart at the Asian living area in UK.

### 9. Pricing Policy

### - Pricing Policy Under the Company's Brand

The Company determiens the product price by mainly focusing on the target customer. Sustainability factors, value for money, and competitive advantage in the market are considered for the pricing.

### - Pricing Policy for Contract Manufacturing

In most cases, the price of contract manufacturing depends on the negotiations with the customers. The Company will take into account the production cost, exchange rate, and the competitive advantage in the market.

The Company has studied and developed the cost structure and regularly compares the market price. The Company plans to sell more in the Thai Baht currency as there are plans to increase sales capacity within the country and neighboring countries to reduce the impact of exchange rate fluctuations.

### 10. Characteristics of Customers and Target Customers

The Company has a diverse range of customer groups due to the variety of product categories and distribution channels. Target customers can be divided into 5 groups:

- (1) General Stores (Traditional Trade) these types of customers are food stores, miscellaneous shops, and various grocery stores. The goods destination will be local customers who are attracted to the taste of the Company's products.
- (2) Modern Trade or Large Overseas Retailers this type of customer group will distribute the Company's products and merchandise to general consumers and various restaurant groups that regularly use the products for cooking. The products are currently distributed in supermarkets or retail stores, such as Walmart and others.
- (3) Supermarkets, such as Lotus's, FoodLand, Tops, Gourmet Market, Go Wholesale, MaxValu most of the products that go to the customers in this group are cooing sauce, ready-to-cook food, and ready-to-eat food.
- (4) Food Service Customers this type of customer group will buy products for food production.
- (5) Online Customers This type of customer group mainly consists of foreigners who have visited Thailand and appreciate Thai food. Foreign customers place more importance on the

quality and cleanliness of the products than on the price, which is suitable for the company's products, which are of high quality, including products under the company's own brand, which have long been popular with foreigners with flavors and quality. Last year, there were only 2 customers with sales of 13 % and 12 % of the total sales of the Ethnic/Specialty Food group, and the first 10 customers accounted for 58% of the total sales of the Ethnic/Specialty group.

### 11. Sales and distribution channels

At present, the company's products are exported to foreign countries. The company's product distribution channels can be divided into 3 channels: 1) Agents, where the company receives customer recommendations from distributors. 2) Importers, customers who order products for both contract manufacturing and products under the company's brand to resell in stores or supermarkets in various areas. 3) Traders, which are customers in the country who purchase products from the company and then resell or export them to foreign countries.

Eventhough the Company distributes its products through the aforementioned channels, the Company also develops product formulas and products, including various packaging with end customers who are supermarkets, as well as large retailers, such as Walmart, Tesco who will monitor the quality of the products before ordering. This is another way that helps confirms the production quality and the Company's ability to develop products and merchandise. In addition, large retailers generally establish a quality checking process of supplier-supplied goods to larger retailers. The process takes quite a long time (approximately 6 months), thus, large retailers often do not switch suppliers.

### **Competition and Industrial Conditions**

### **Global Economic Overview**

The global economy in 2025 is expected to grow at a rate of approximately 3.3%, which is similar to the previous year but remains low compared to historical averages. Supporting factors include the easing of inflation, which is expected to enhance consumer purchasing power, and the potential for major economies to gradually lower interest rates to support economic growth and reduce the risk of recession.

However, global economic growth will continue to face several challenges, including the lingering effects of high interest rates relative to historical averages, amid heavy public and private debt burdens. There is also uncertainty surrounding U.S. economic policy following the re-election of Donald Trump as President, a slowdown in China's economy, and ongoing geopolitical tensions.

Moreover, economic polarization, particularly between the U.S. and China through intensifying tariff and non-tariff trade barriers, could trigger a new wave of trade wars and reinforce the trend of deglobalization.

These dynamics are expected to cause significant disruptions to global trade, investment, and economic activity.

### Thailand's Economic Overview

Thailand's economy in 2023 (B.E. 2566) grew less than expected, expanding by only 1.9% in the first nine months. Exports remained sluggish, in line with the downturn in major economies, particularly China. Industrial production continued to contract as manufacturers scaled back to manage inventory levels. Additionally, revenue from international tourists fell short of expectations, with only about 28 million arrivals compared to a forecast of 30 million, and per capita spending dropped to 43,000 Baht from the earlier estimate of 45.500 Baht.

"Thailand's economy in 2024 (B.E. 2567) is projected to grow by 2.7%, driven by the recovery in tourism, merchandise exports, and economic stimulus measures in late 2024. In 2025 (B.E. 2568), the economy is expected to accelerate, with a projected growth of 3.0% per year, supported by 4 key factors: private consumption, exports, tourism, and both public and private investment. The Ministry of Finance must closely monitor both domestic and international economic developments."

According to official projections, Thailand's economy in 2024 is expected to grow by 2.7% (within a range of 2.2% to 3.2%), continuing the momentum from 2023's 1.9% growth. The tourism and export sectors will be the main growth drivers, with an estimated 36 million international tourist arrivals. Private consumption is forecast to continue expanding at 4.6% (range: 4.1%–5.1%), higher than previous estimates, despite flooding challenges. Government support measures have helped restore public confidence.

Exports in U.S. dollar terms are expected to grow by 2.9% (range: 2.4%–3.4%) due to better-thanexpected recovery in Q2 and Q3, along with opportunities for Thai exporters to substitute Chinese products that are subject to higher U.S. tariffs. Public consumption is projected to grow by 2.1% (range: 1.6%–2.6%), and public investment by 0.8% (range: 0.3%–1.3%).

However, private investment is expected to contract by -1.9% (range: -2.4% to -1.4%) due to declining investment in machinery and equipment, driven by falling internal combustion vehicle sales. This highlights the need to closely monitor how the Thai automotive sector adapts. Domestically, general inflation is projected at 0.4% (range: -0.1% to 0.9%), down from previous estimates, due to lower global energy prices. Externally, Thailand's current account surplus in 2024 is forecast at USD 10.3 billion, or 1.9% of GDP.

In 2025, Thailand's economy is expected to expand at a faster pace of 3.0% annually (range: 2.5%–3.5%), supported by four main drivers: continued private consumption growth of 2.9% (range: 2.4%–3.4%), export expansion of 3.1% (range: 2.6%–3.6%) aligned with rising global demand, and an anticipated 39 million international tourist arrivals, which will strengthen business confidence. The approved 2025 government budget is also expected to provide further fiscal stimulus, leading to an estimated public consumption growth of 2.2% (range: 1.7%–2.7%).

In 2025, investment will be another important engine for driving the Thai economy, supported by two main factors: 1) private investment, which is expected to expand at an annual rate of 2.3% (forecast range of

1.8% to 2.8%), a faster expansion from large investment projects that have received investment promotion through BOI measures, particularly in high-tech and environmentally friendly industries, and 2) Public investment is expected to rise by 4.7% (range: 4.2%-5.2%), driven by accelerated disbursement and infrastructure megaprojects, such as the high-speed rail connecting three airports, Laem Chabang Port Phase 3 development, and dual-track rail construction. These will enhance competitiveness and stimulate further private sector investment.

Regarding domestic stability, the general inflation rate is expected to be 1.0% per year (forecast range of 0.5% to 1.5%), accelerating from the previous year due to good expansion of domestic demand.

Meanwhile, for external stability, the current account is projected to have a surplus of 10.0 billion US dollars, or 1.7% of GDP (forecast range of 1.2% to 2.2% of GDP).

In 2025, the Ministry of Finance is expected to play a pivotal role in implementing an Integrated Fiscal Policy framework, focusing on three core pillars:

- Fiscal Discipline and Stability Maintaining fiscal sustainability through efficient management
  of government revenues and expenditures, alongside keeping public debt levels within the
  fiscal sustainability framework.
- Quality and Sustainable Growth Promoting long-term, high-quality economic growth via fiscal and tax measures that encourage investment in target industries and the development of strategic infrastructure.
- Human Capital Development and Household Financial Resilience Advancing financial literacy programs and enhancing advisory services to support effective and sustainable household debt management.

However, several external and domestic risk factors warrant close monitoring due to their potential impact on the Thai economy:

- Escalating Geopolitical Conflicts Intensifying tensions in various regions, particularly in the Middle East, which could drive up global energy prices; ongoing strategic rivalry between China and the United States; disputes in the South China Sea following joint naval exercises by China and Russia; and the expanding influence of emerging economic blocs such as BRICS, as well as the informal strategic alignment of CRINK countries (China, Russia, Iran, and North Korea) that may challenge U.S.-led global order.
- U.S. Presidential Election Outcomes Potential shifts in U.S. economic policy direction following the election of a new administration.
- Recovery of Key Trading Partners' Economies The pace and sustainability of economic rebounds among Thailand's major trading partners.

- Household and Corporate Debt Elevated debt burdens that may constrain domestic consumption and business activity.
- Natural Disasters Economic repercussions from flooding in several provinces.

(Source: https://www.thaigov.go.th/news/contents/details/89723)

### Overview and Outlook of Thailand's Food and Beverage Industry

### **Food Export Sector**

From 2024 to 2026, the food and beverage service sector in Thailand is expected to grow by 4.0–5.0% annually, with total revenue projected at 275–300 billion Baht. Key demand-side drivers include:

- 1. Gradual recovery of the domestic GDP in 2025-2026;
- A steady increase in foreign tourist arrivals, particularly from major markets such as China, Malaysia, and South Korea. Domestic tourism is also expected to rise, supported by various government projects;
- 3. Changing consumer behavior toward dining out, especially after the easing of COVID-19 restrictions, with urbanization and social media playing a role in promoting restaurants and exclusive offers.

On the supply side, growth is supported by:

- 1. More efficient logistics systems, such as temperature-controlled transport (cold chain logistics), which prolongs food shelf life and facilitates restaurant operations in areas far from food sources;
- 2. An increasing number of food delivery app providers, offering new features to meet evolving consumer lifestyles, thereby expanding restaurant accessibility to wider consumer bases;
- 3. The expansion of both large- and small-scale retail businesses across Bangkok and the provinces, enabling restaurants to scale operations through retail channels.

### Large Chain Restaurants:

The business is expected to grow in line with (1) the gradual recovery of the economy and tourism sector, (2) operators expanding branches to accommodate tourists and the return of normal economic activities, (3) brand popularity and the ability to reach consumers in various locations, and (4) the bargaining power of operators with suppliers from large-volume orders of raw materials, enabling them to reduce the unit cost of products during periods of high food and beverage raw material prices. This serves as a supporting factor for chain restaurant operators to have a competitive advantage in profitability.

### Independent Restaurants:

These are also likely to benefit from improved tourism and economic activity. However, they face challenges from high raw material costs and increased competition from large chain players.

Furthermore, consumer purchasing power remains under pressure due to elevated living costs, making profitability more uncertain for small and medium-sized enterprises (SMEs).

(Source: <a href="https://www.krungsri.com/th/research/industry/industry-outlook/services/food-beverages/io/io-food-beverage-restaurant-2024-2026">https://www.krungsri.com/th/research/industry/industry-outlook/services/food-beverages/io/io-food-beverage-restaurant-2024-2026</a>)

### Ready-to-Eat Food Industry

The ready-to-eat (RTE) food industry in Thailand relies almost equally on domestic and export markets, at 53.9% and 46.1% respectively. In 2023, domestic RTE food sales volume is estimated to have declined by -1.0% to -2.0%, as people resumed normal lifestyles post-COVID and returned to eating out.

From 2024 to 2026, domestic sales volume is expected to grow by 3.0-4.0% per year, driven by:

- 1. Rising consumer purchasing power following economic recovery;
- 2. Expanded sales channels through modern retail outlets;
- 3. Product diversification, particularly health-oriented items;
- 4. Accelerated consumer lifestyle as full-scale economic activities resume.

RTE food exports grew by 2.7% in 2023, supported by persistent geopolitical tensions and Thailand's globally competitive export prices. This has encouraged more partner countries to import RTE food from Thailand. From 2024 to 2026, RTE exports are expected to grow by 5.0–6.0% annually, fueled by:

- 1. Recovery of partner economies and price attractiveness amid continued high living costs abroad;
- 2. Urban expansion and improved access through both online and offline channels;
- Demographic shifts toward smaller household sizes, increasing demand for appropriately portioned meals.

However, the industry still faces the following risks:

- 1. Climate variability, potentially disrupting supply chains and increasing raw material costs;
- 2. Stricter taxation measures in some countries aimed at reducing sodium content;
- 3. Consumer preference for certified quality products, raising compliance costs for producers;
- 4. Rising non-tariff barriers (NTBs) related to environmental concerns, increasing costs for production and packaging adjustments;
- 5. Ongoing geopolitical conflicts and wars, potentially raising logistics and packaging expenses.

### **Domestic Consumption**

Thailand's private consumption has been a key driver in supporting the country's economic recovery after the COVID-19 crisis. In 2022 and 2023, private consumption expanded significantly by 6.2% YoY and 7.1% YoY respectively. The upward trend continued into the first half of 2024, partly due to the rebound in the services

sector driven by both domestic and international tourism. However, private consumption is expected to face increasing pressure going forward, as indicated by a continuous decline in the Consumer Confidence Index. Consequently, private consumption, which once played a leading role in driving the economy, may see its momentum weaken and is expected to grow at a slower pace. According to SCB EIC, Thailand's private consumption is projected to slow to 3.7% in 2024 and further to 2.4% in 2025.

- 1. Private Consumption Index The Private Consumption Index remains low due to declines in spending on semi-durable goods, as reflected in the decreased sales and imports of non-apparel textiles. Spending on durable goods has dropped for six consecutive months, including lower sales of passenger cars, pickup trucks, and motorcycle registrations. This trend partly stems from tighter auto loan approvals by financial institutions and consumers delaying purchases in anticipation of future price reductions. Moreover, spending on services has slightly decelerated following a decline in both domestic and foreign tourist numbers. Although the government's cash handout scheme of 10,000 Baht in the initial phase targeting vulnerable groups provides some support to consumption in the remaining months of 2024, SCB EIC assesses the overall economic impact of this policy as limited. Survey results show that many recipients intend to use the funds for savings or debt repayment rather than injecting them directly into the economy. Some even plan to use the funds in place of regular expenses. Additionally, the second phase of the economic stimulus program expected in early 2025 remains highly uncertain.
- 2. Recovery of Wages The recovery of real wages has been declining, particularly in the industrial sectors such as construction and services. Although real wages in agriculture, hotel, and restaurant businesses have shown improvement, agricultural income is likely to contract again in 2025 due to falling global agricultural prices and potential easing of India's rice export restrictions. Moreover, the tourism sector faces further pressure from the slow return of Chinese group tours and domestic travelers curtailing trips due to rising living expenses.

Consumer credit is expected to slow further due to concerns over credit quality. According to the Bank of Thailand's Q2 2024 credit outlook survey, financial institutions have tightened lending standards for all household credit types, driven by concerns over economic conditions and borrowers' debt repayment capabilities. This is evident in the rising proportion of NPLs, linked to fragile household finances, slow income recovery, high living costs, and heavy debt burdens—factors contributing to long-term structural debt problems. SCB EIC's 2024 consumer survey shows that nearly 40% of respondents across all income levels experience difficulties in debt repayment, with more severe problems among lower-income groups. Many either frequently miss payments or only make minimum payments, leading to increased debt accumulation. As a result, financial institutions are likely to tighten credit standards even further, creating additional headwinds for domestic

consumption—even as the Bank of Thailand implemented a 0.25% policy rate cut in October to ease debt burdens. (Source: https://www.scbeic.com/th/detail/product/private-consumption-201124)

### **Outlook for Domestic Consumption in 2024**

Domestic consumption is projected to grow around 2.8–3.0% in 2024. While growth is expected to continue, it will face various challenges in line with broader economic conditions and consumer purchasing power. The drivers of consumption growth include:

- 1. The return of international tourists, estimated at 13–20 million people.
- 2. Resumption of normal economic activity as people return to their pre-pandemic lifestyles.
- 3. Government stimulus measures.
- 4. A potential increase in spending during the expected general elections in Q2 2024.

These factors are expected to support consumption, especially in the first half of 2024.

However, for the second half of the year, further economic stimulus measures and new government policies must be closely monitored, especially amid persistently high living costs and uneven consumer purchasing power recovery. Therefore, while domestic consumption in 2024 is projected to grow, it is expected to be cautious and challenged by multiple factors, which will likely lead to varied recovery trajectories across different consumer segments.(Source: Kasikorn Research Center)

### Overview and Trends of Thailand's Ethnic Food and Specialty Food Industry Global Ethnic Food Market Size and Growth

The global ethnic food market was valued at USD 86.90 billion in 2024 and is expected to grow from USD 92.76 billion in 2025 to USD 153.21 billion by 2032, with a compound annual growth rate (CAGR) of 7.43% during the forecast period. The Asia-Pacific region accounted for the largest share of the ethnic food market at 47.15% in 2024.

Ethnic food refers to cuisine that originates from the cultural heritage of local communities, utilizing indigenous knowledge of local ingredients from plants and animals in food preparation. Innovation in the processed and frozen food sectors has seen continuous growth in recent years. Additionally, market players are increasingly focused on expanding their product lines globally by introducing ethnic food products in international markets.

New business models and creative strategies are being implemented to address challenges faced by producers as a result of the COVID-19 pandemic. Furthermore, innovative marketing strategies are expected to expand the global reach of producers and present business opportunities for the presentation and distribution of ethnic food in the future.

Moreover, the increasing trend of global travel will stimulate market growth, as travelers experience and spread local culinary cultures to a global audience. (Source: <a href="https://www.fortunebusinessinsights.com/ethnic-foods-market-102264">https://www.fortunebusinessinsights.com/ethnic-foods-market-102264</a>)

### Trends and Market Drivers in Thailand

Thailand is one of the key players in the ethnic food market in the Asia-Pacific region due to the high global popularity of Thai cuisine, along with the growth of the processed and frozen food industry. The main factors driving market growth in Thailand include:

### Global Popularity of Thai Cuisine

Thai dishes such as Tom Yum Goong, Pad Thai, and Green Curry are widely recognized, making it easier for Thai producers to expand into other regions.

### Growth of Processed and Frozen Food Industry

The development of ready-to-eat Thai meals, such as frozen food, ready meals, and seasoning sauces, has facilitated greater access to international markets.

### Tourism and Food Culture

Tourists visiting Thailand often bring Thai food culture back to their home countries, increasing global demand for Thai food.

### Government Support and Export Promotion Policies

The Thai government has implemented policies to support the food industry, such as promoting SME food businesses and launching initiatives like "Thai Kitchen to the World."

### Rising Domestic Demand for Ethnic Foods

Thais are increasingly interested in ethnic foods from other countries, such as Japanese, Korean, and Mexican cuisine, contributing to the steady growth of the imported food market.

- Business Opportunities for Thailand
- Development of ready-to-eat and frozen Thai food for export
- Building Thai food brands in international markets
- Investing in production technology and new product development
- Expanding distribution channels via e-commerce and digital platforms

Thailand's ethnic food market remains highly promising due to the global popularity of Thai cuisine and the strength of Thailand's food industry. Thai producers should focus on product development that meets evolving consumer behaviors and apply appropriate marketing strategies to expand the market in the future.

Ethnic food, in most cases, refers to cuisine originating from foreign cultures. In recent years, U.S. consumers have increasingly embraced international cuisines, such as Asian, Mediterranean, and Hispanic dishes, often adapted and fused with local flavors. Based on market share by region, the global ethnic food industry is distributed as follows: Europe accounts for 31.9%, the Americas 27.8%, Asia 26.0%, and other regions 14.3%. The primary driver of market growth is the rising rate of global migration, stemming from factors such as employment opportunities, environmental considerations, and educational pursuits. Another contributing factor is the expansion of specialized ethnic food supermarket chains, enabling greater consumer

access to authentic international products. Concurrently, ethnic food producers are focusing on innovations in convenience, product quality, food formats, and packaging designs. According to *Mordor Intelligence*, the global ethnic food industry is projected to reach USD 62.1 billion within the next five years, up from USD 38.7 billion at present, representing a compound annual growth rate (CAGR) of 8.3%.

In the context of Thailand, the consumption of ethnic food within the country is expected to maintain steady growth, supported by increasing health-consciousness, demand for convenience, and pride in local culinary traditions. This trend is anticipated to generate higher revenues for Thai food manufacturers, restaurants, and food retailers. Thai food exports, including ingredients and prepared dishes, continue to expand due to the growing popularity of Thai cuisine worldwide, and export earnings remain a key driver of Thailand's food industry and agricultural sector. Culinary tourism centered on Thai gastronomy also attracts international visitors, benefiting related sectors such as hotels, travel services, and hospitality; however, global economic conditions remain a factor influencing overall tourism levels. Government policies promoting Thai cuisine, along with advancements in food innovation and marketing, are likely to strengthen industry growth through increased investment, export opportunities, and culinary tourism campaigns. Furthermore, rising health awareness, experimentation with Thai—international food fusion, and growing demand for ready-to-eat convenience products are influencing both production and consumption patterns in the domestic ethnic food segment. Overall, the Thai ethnic food industry is expected to sustain growth and contribute meaningfully to the national economy during 2023 and 2024, driven by the enduring global appeal of Thai cuisine.

(Source: Department of International Trade Promotion)

### Overview and Outlook of Thailand's Pet Food Industry

Thailand's pet food market is projected to experience moderate growth during 2024–2025, driven by factors such as rising consumer demand for value-oriented options and growing awareness of pet health. However, the market continues to face challenges from economic pressures and competition from traditional pet food products.

### **Consumer Demand**

As pet ownership in Thailand continues to rise, demand for premium and natural pet food products has significantly increased. This trend stems from greater consumer awareness of pet nutrition and a desire to provide the best care for pets, which are increasingly considered family members. Moreover, long working hours and frequent travel among pet owners have spurred demand for convenient, ready-to-serve pet food options. The emphasis on health and convenience reflects a cultural shift toward viewing pets as an integral part of the household.

### **Market Trends**

The Thai pet food market is shifting toward more natural and organic products, fueled by growing consumer awareness of their health benefits. As a result, demand for premium pet food brands using high-quality natural ingredients is on the rise. This trend is expected to persist, leading to continued market growth and creating opportunities for industry stakeholders to address evolving consumer needs through innovative products. Additionally, this development is likely to benefit Thailand's broader pet wellness industry.

### **Domestic Factors**

Urbanization and the increasing rate of pet ownership continue to fuel demand for premium and natural pet food products. Furthermore, Thailand's strict import regulations on pet food have created opportunities for domestic manufacturers to develop products tailored to local pets. Thailand's pet-loving culture also drives pet owners to spend more on high-quality pet food.

#### **Macroeconomic Influences**

Thailand's pet food market is influenced by macroeconomic factors such as consumer purchasing power, government policies, and the overall economic climate. The expanding middle class and rising incomes have contributed to a surge in pet ownership, boosting demand for premium and specialized products. Favorable government policies and investments in agriculture have also supported the production of high-quality ingredients for pet food. However, global commodity price volatility and economic uncertainty may affect consumer spending behavior and overall market performance. (Source: <a href="https://www.fortunebusinessinsights.com/ethnic-foods-market-102264">https://www.fortunebusinessinsights.com/ethnic-foods-market-102264</a>)

### **Export Market**

In 2023, Thailand's pet food exports rebounded in the latter part of the year after experiencing a contraction since early 2023. In November 2023, the value of Thailand's pet food exports amounted to USD 222 million, representing a 3% increase compared to the same period of the previous year. The key export destinations included the United States, Japan, Malaysia, Italy, and Australia.

In 2022, Thailand ranked as the world's sixth-largest pet food exporter, with export values totaling USD 2,803 million, accounting for 3.36% of global pet food exports. This represented a 16.46% increase from 2021. The top five pet food-exporting countries in 2022 were the Netherlands, Germany, the United States, France, and China. Specifically for dog and cat food, Thailand ranked third globally, behind Germany and the United States, with export values of USD 2,434 million in 2022. This represented a 19.33% increase compared to 2021 and accounted for 5.51% of global dog and cat food exports. Consumer Behavior Trends

According to the *Euromonitor International Voice of the Consumer: Digital Consumer Survey 2023*, there are key trends that influence current consumer behavior and preferences in purchasing pet food and pet care products as follows:

- 1. **Pet Humanization** Emphasizing the importance of pets as part of the family.
- 2. Pet Health and Wellness Giving importance to pet health equivalent to the owner's health.
- 3. **Omnichannel Distribution** Distributing pet food and pet care products through both online and offline channels simultaneously.
- 4. **Environmental and Sustainability Awareness** Emphasizing environmental and sustainability considerations by using sustainable packaging that does not negatively impact the environment.

(Source: https://www.fortunebusinessinsights.com/ethnic-foods-market-102264; InfoQuest, Jan 12, 2024; Frost & Sullivan; SCB EIC)

### Overview and Outlook of the Alternative Protein Industry

More than 7.2 million Thais do not consume meat, with over 50% of this group residing in the central region and Bangkok. Consumers have become increasingly familiar with innovative alternative protein foods after over five years of market presence in Thailand. The high concentration of consumers in Bangkok and the central region suggests strong market expansion potential due to their higher purchasing power compared to other regions.

In 2024, the market value of innovative alternative protein products is expected to reach THB 9.7 billion, growing by 3.2%, driven by product variety and an increasing consumer base.

Growing consumer acceptance of alternative protein products has led to an increase in both product offerings and sales channels, making such products more accessibl particularly among flexitarian and vegan consumers. Kasikorn Research Center estimates that the innovative alternative protein market will be worth THB 9.7 billion in 2024, expanding by 3.2%, with demand surging especially during the annual 10-day Vegetarian Festival, when manufacturers typically increase production by over 30%, potentially boosting sales by around 30% compared to normal periods.

Although beverages account for only 39% of the market share, they are growing faster than the food category due to their more accessible pricing and the wide range of brands available.

Between 2024 and 2025, Kasikorn Research Center anticipates the beverage segment to grow by 6.1% as they become popular ingredients in health-focused drinks and dairy alternatives for consumers with lactose intolerance or soy allergies.

On the other hand, the food segment is expected to grow by only 1.4% this year. Despite efforts by producers to maintain competitive pricingsuch as selling ready-to-eat plant-based meals in convenience stores certain products still command higher unit prices, including plant-based ground meat and skewers, which may discourage frequent purchases. The industry also faces intense competition from both local and imported products, especially from countries like Singapore, China, and the United States. There are now over 100 plant-based beverage brands available in the Thai market. Moreover, conventional protein foods continue to dominate in terms of variety, price points, and availability, allowing consumers—particularly those with low to middle incomes—to adjust their purchasing behavior based on their financial means.

Raw material costs, which account for approximately 40-50% of total production costs, remain volatile and are likely to increase due to unpredictable weather conditions affecting yields and prices—especially for soybeans, which are mostly imported. Domestically sourced ingredients like mung beans and straw mushrooms are also in short supply. (Source: <a href="https://www.kasikornresearch.com/th/analysis/k-social-media/Pages/Alt-Proteins-CIS3520-FB-27-09-24.aspx">https://www.kasikornresearch.com/th/analysis/k-social-media/Pages/Alt-Proteins-CIS3520-FB-27-09-24.aspx</a>)

From 2023 to 2030, the alternative protein market is expected to maintain a positive growth trajectory, signaling long-term opportunities for the industry. Key drivers of this growth include rising consumer demand, technological advancements, and shifting consumer decision-making behaviors.

One of the primary growth drivers is increasing consumer awareness regarding health and wellness. This heightened awareness is fueling demand for alternative protein products, which are perceived as healthier and more natural options. In addition, technological innovation within the alternative protein industry has led to more efficient and sustainable production methods, significantly contributing to market growth.

Major industry players are making substantial investments, which are expected to drive innovation and market expansion. These investments target the development of new products and the expansion of distribution networks, thereby stimulating future demand.

The outlook for the alternative protein market is optimistic, with rapid growth projected. While the U.S. alternative protein industry saw a slowdown in 2022 due to high inflation—which affected consumer spending—plant-based meat experienced a slight decline of 0.4% because of higher prices compared to traditional meat. However, plant-based dairy continued to perform well, growing by 12.0%. In the long term, the alternative protein industry remains promising. In 2020, alternative protein accounted for 2.0% of global protein consumption, or about USD 13 billion. According to Boston Consulting Group, this share is expected to increase to 8.0% by 2030, representing an industry value of USD 97 billion. The three key reasons behind the expected continued growth of the alternative protein industry include:

- Environmental Sustainability: Livestock farming is one of the major contributors to global pollution, with over a quarter of greenhouse gas emissions stemming from food and agriculture—especially methane emissions from cattle digestion.
- 2. Health and Modern Lifestyles: Access to health information and advances in nutritional science are encouraging more consumers to prioritize healthy eating habits.
- Technological Advancements: Innovations in food biotechnology, food innovation, and smart farming are making it increasingly feasible to develop alternative protein products that replace traditional meat production.

In Thailand, Kasikorn Research Center estimated the value of the innovative alternative protein market in 2022 at THB 4.1 billion, growing by 5.1%—slower than initially forecasted. Challenges included rising living costs and inflation, which dampened consumer purchasing power. Additionally, competition from conventional protein foods, which are widely available across various price ranges and distribution channels, has made it difficult for alternative protein products to gain broader market penetration. Other challenges faced in 2022 included heightened competition due to an influx of new market entrants, rising production costs from global grain prices, energy prices, and logistics costs.

Nevertheless, in the absence of economic headwinds such as high living costs and inflationary pressure, the market could have grown by 7.0%. Given that these products align with health and environmental trends, and with more businesses investing and developing new offerings, consumer demand is likely to continue rising.

There is still considerable market potential in Thailand's alternative protein sector, as it currently accounts for just 6 % of the total protein food market. In 2022, the total protein market was estimated at

over THB 716 billion. (Source: Kasikorn Research Center, Kiatnakin Phatra Bank, Boston Consulting Group, MarketReportsWorld)

### Grocery Overview and Outlook of the Omni-Channel Asian Grocery Industry

Retail businesses in the CVS (Convenience Store), Supermarket, Hypermarket, and Health & Beauty segments continue to show strong growth. The segments that have consistently performed well include essential goods retailers such as CVS, Supermarkets, and Hypermarkets. These businesses have experienced growing sales and continued expansion of branches to increase accessibility to consumers, further supported by government economic stimulus measures. Additionally, sectors that align with emerging trends—such as Health & Beauty—are also showing continued growth, driven by preventive healthcare trends and tourist demand for such products.

Segments with growth but some limitations include Department Stores, which face intense competition, fragile consumer purchasing power, specialized stores offering a wide range of options, and increasing competition from online platforms and new players. Meanwhile, segments like Fashion and Home & Garden are experiencing more gradual growth—fashion being a non-essential category, and Home & Garden affected by a slowdown in the housing market.

- Modern Grocery Segment: Sales across all categories (CVS, Supermarkets, Hypermarkets) have now surpassed pre-COVID levels. Although consumer purchasing power is recovering gradually, demand for essential goods continues to grow. Moreover, a potential increase in the minimum wage by the government would serve as a positive factor for boosting consumer purchasing power.
- Department Store Segment: In the context of limited recovery in consumer spending, nonessential product categories may see slower growth. However, department stores are still benefiting from the tourism sector, with the number of international tourists expected to return to pre-COVID levels by 2025. The return of tourists should drive higher in-store spending and improve sales. Government efforts to promote domestic tourism and stimulate the economy also support this segment.

Thai retailers have begun setting ESG (Environmental, Social, Governance) targets and implementing corresponding operational strategies, particularly among large retailers. At the same time, consumer awareness of environmental issues and emphasis on sustainability have increased. However, key challenges to supporting sustainable products include their higher price points and limited availability. Retailers are encouraged to diversify their product offerings and pricing to cater to a broader consumer base. Large retail stores are typically better equipped to adapt quickly and effectively due to greater financial resources, while smaller retailers may begin by educating consumers and gradually offering sustainable products aligned with their target market.

(Source:https://www.scbeic.com/th/detail/product/9651)ภาวะการแข่งขัน

### Competition

The Company's competition arises from foreign operators who are the Company's major competitors in the distribution of condiments and food ingredients from foreign countries comprising operators from the United States, Vietnam, People's Republic of China, Singapore and Malaysia.

Factors affecting the Company's competitiveness in contract manufacturing of food production industry is the selling price of the product and the cost of raw materials that fluctuates according to the market price, a factor that the production company cannot control. The customers can change to other food production contractors instead of the Company if the customer receives a more favorable price. This puts the Company at risk from competition in the contract manufacturing market that may affect the Company's revenue and profit in the future. However, in changing producers for large companies involve high cost and even longer time to check the quality of the new company (High-switching cost). In addition, the Company believes that the following competitive advantages will allow the Company to be one of the first choice to produce for world-class companies (1) the company's focus on sustainable operations (2) the readiness to step into the food product market of the future both in terms of production and access to new technologies and innovations in the field of food (Platform for the Future of Food) (3) Having a variety of food formulations and packaging (4) Having a global distribution channel (5) Having a flexible production line that can support small batch and lean production (6) product quality that meets international food safety standards and is accepted by customers all over the world.

### 3. Corporate Milestones

Year	Detail
1991	Established under the name "NR Instant Produce Co., Ltd."
1996	Began exporting OEM products to the United States.
2001	Began exporting OEM products to the United Kingdom.
	Launched and exported products under the "Por Kwan" brand.
2003 - 2006	Expanded exports to over 25 countries.
	Received BRC certification.
2017	Plantbased Food Association• Set a corporate goal aligned with the United
	Nations Sustainable Development Goals (SDGs).
	Hatton Capital (Thailand) Co., Ltd., led by Mr. Dan Pathomvanich, acquired
	NR Instant Produce Co., Ltd.
	Became a member of the Plant Based Foods Association.
2018	Formed a partnership with Mahidol University in the area of food safety.
	Dusit Thani became a strategic shareholder.

Year	Detail
2019	<ul> <li>Supported alternative protein startups for SMEs with a capital fund of USD</li> <li>50 million.</li> </ul>
	Expanded into eco-friendly packaging technology (V-Shapes).
2020	Became the first certified carbon-negative company in Thailand.
	Expanded into e-commerce through BOOSTED.
	Expanded V-Shapes eco-packaging products into North America and the Middle East through Fluid Energy.
	Listed on the Stock Exchange of Thailand (SET) on October 9.
	Initiated investment in Phuture Meat.
	Acquired and invested in City Food Co., Ltd.
	Acquired a 25% stake in Plant and Bean in the UK to build a platform for meat- and animal-free food production and distribution.
2021	Established Nutra Regenerative Protein Co., Ltd. (NRPT), a joint venture with PTT Group, to penetrate the plant-based market in the region.
	Invested in Botany Petcare Co., Ltd. ("BOTANY").
	Established Regeneration Capital Co., Ltd. to manage corporate investments.
2022	<ul> <li>Invested in a 60% stake in Ecolt Co., Ltd. to operate a clean cryptocurrency mining business using biomass renewable energy. However, the investment was divested in Q4/2022 as the business was not core or scalable for the company.</li> </ul>
	NRF Consumer Co., Ltd., a subsidiary, established Indeeme International
	Co., Ltd. to support an omni-channel direct selling business.
	<ul> <li>Established Regeneration Holding (Singapore) Co., Ltd. to support international investments.</li> </ul>
	Established Regeneration Capital (Cayman) Co., Ltd. to manage international investments.
	<ul> <li>Invested in Frontline Co., Ltd. (USA), an engineering company that designs and builds biomass waste processing systems to produce renewable natural gas (RNG) without emitting CO<sub>2</sub> and with carbon capture into biochar, which can be buried to restore and enrich soil.</li> </ul>
2023	Invested in Galalane, a holding company with two subsidiaries: Chuanglee     Limited and Chuanglee Cash & Carry Limited, which operate Asian food     retail and wholesale businesses in the UK.

Year	Detail						
	Approved an investment in Kairous Asia Limited, a sponsor of Kairous						
	Acquisition Corp. Limited (KACL), a SPAC listed on Nasdaq.						
	Established a subsidiary, Bamboo Mart Limited, in the Cayman Islands to						
	support the company's SPAC-related restructuring and strategic initiatives.						

# 4. Assets for Business Operations

#### Investments in subsidiaries

The Company operates in the business of producing and selling food seasonings, ready-to-cook meals, ready-to-eat food and beverages. According to the company's separate financial statements as of December 31, 2024, the company has investments in subsidiaries of THB 2,190.5 million.

Subsidiaries	Business Characteristics	Shareholding (%)	Paid-up Capital (MB)	Net investment value shown in the separate financial statements as of 31 December 2024 (MB)
Nove Foods Co., Ltd.	Sells food products that do not contain meat or animal products	100	1,169.2	1,169.2
NRF Consumer Co., Ltd.	Invests in the e-commerce business and sells products through e- commerce systems	100	961.8	704.0
City Food Co., Ltd.	Production, import, and export of ready-to-eat food	100	128.0	200.0
350 Company Ltd. (formerly Super Plans Co., Ltd.)	Invest in Decarbonization Business	100	2.1	0
Regeneration Capital Co., Ltd.	Investment management	100	115.5	115.5
Bamboo Mart Limited	Investment management	0.27	1.8	1.8
Total Net Investmen	nt			2,190.5

#### **Investments in Associated Companies**

As of December 31, 2024, the Company has investments in associated companies totaling THB 17.7 million. Details are as follows:

Assoc Comp		Business Characteristics	Shareholding (%)	Paid-up Capital (MB)	Book Value According to the equity method as of December 31, 2024 (MB)	
Alpha Co., Ltd	Organic	Distribution of consumer goods via membership system	38	36.3	17.7	
Total Net	Investme	ent			17.7	

#### **Investments in Associated Companies**

As of December 31, 2024, the Company has investments in associated companies totaling THB 17.7 million. Details are as follows:

Joint Venture Companies	Business Characteristics	Shareholding (%)	Paid-up Capital (MB)	Book Value According to the equity method as of December 31, 2024 (MB)
Neutra				
Regenerative	Produces and sell food	50	169.1	86.4
Protein Company	products	50	109.1	00.4
Limited				
Total Net Investme	86.4			

#### **Fixed Assets**

As of 31st December 2024, significant fixed assets used in the Company's core business and its subsidiaries are valued at THB 1,132 million as follows:

# Land and Land Improvements

		Area	3	Purpose	Holding		Net book value
Location	Rai	Ngan	Square Wa	of Holding	Charact eristics	Obligation	as of 31 December 2024 (MB)
Khae Rai Subdistrict,     Krathum Baen     District, Samut     Sakhon Province     (Title Deed No.     22931)	1	2	36	Vacant land for future business expansio n	Owner ship	None	8.3
2) Khae Rai Subdistrict, Krathum Baen District, Samut Sakhon Province (Title Deed No. 22942)	-	2	60	Noodle factory	Owner ship	Pledge	3.2
3) Khae Rai Subdistrict, Krathum Baen District, Samut Sakhon Province (Title Deed No. 22943)	-	2	59	Noodle factory	Owner ship	Pledge	3.2
4) Khae Rai Subdistrict, Krathum Baen District, Samut Sakhon Province (Title Deed No. 22944)	-	2	62	Noodle factory	Owner ship	Pledge	2.2

		Area	<b>a</b>	Purpose	Holding		Net book value
Location	Rai	Ngan	Square Wa	of Holding	Charact eristics	Obligation	as of 31 December 2024 (MB)
5) Khae Rai Subdistrict, Krathum Baen District, Samut Sakhon Province (Title Deed No. 30474)	2	-	46	Sauce Factory	Owner ship	None	11.0
6) Khae Rai Subdistrict, Krathum Baen District, Samut Sakhon Province (Title Deed No. 47663)	4	2	63	Office and factory	Owner ship	Pledge	21.6
7) Khae Rai Subdistrict (at the end of the Krathum Baen Canal), Krathum Baen District, Samut Sakhon Province ( Title Deed No. 7757)	10	1	73	Office and factory	Owner ship	Pledge	48.4
8) Improvements of land (Title Deed No. 47663 and 7757)	-	-	-	Office and factory	Owner ship	Pledge	6.5
9) Improvements of land (Title Deed No. 30474 and 22931)	-	-	-	Sauce factory	Owner ship	None	1.2
10)Talat Chinda Subdistrict, Sampran District, Nakhon Pathom Province	6	-	-	Office and factory	Owner ship	Mortgage as collateral with Bank of Ayudhya Public Company	24.70 (total of two plots (10+11)

	Area		Purpose Holding			Net book value	
Location	Rai	Ngan	Square Wa	of Holding	Charact eristics	Obligation	as of 31 December 2024 (MB)
(Title Deed No. 93068) (City Food Co., Ltd.)						Limited, total mortgage amount THB 44	
11)Chet Samian Subdistrict, Photharam District, Ratchaburi Province (Title Deed No. 41052) (City Food Co., Ltd.)	3	3	17.1	Office and factory	Owner ship	million.	24.70 Total of 2 plots
12)Chet Samian Subdistrict, Photharam District, Ratchaburi Province ( Title Deed No. 41053) (City Food Co., Ltd.)	4	3	82.1	Office and factory	Owner ship		
13)Appraisal value for land title deed No. 93068 (City Food Co., Ltd)	-	-	-	Office and factory	Owner ship		20.3
14)Appraisal value for land title deed No. 41052, No. 41053 (City Food Co., Ltd)				Office and factory	Owner ship		10.3
15)Appraisal value for land title deed No. 47663, No. 7757, and the	-	-	-	Office and factory	Owner ship	None	14.1

	Area		Purpose Holding		ng	Net book value	
Location	Rai	Ngan	Square Wa	of Holding	Charact eristics	Obligation	as of 31 December 2024 (MB)
improvements of said land <sup>1</sup>							
16)Land improvement (Title Deed No. 22942 to No. 22944)	-	-	-	Office and factory	Owner ship	None	1.2
Net Total Land and Imp	Net Total Land and Improvement						

<sup>&</sup>lt;sup>1</sup> It is the appraised 2017 value for recording the book value in relation to the acquisition of Panthera Partners Co., Ltd. for all the Company's shares from existing shareholders. After 2017, Panthera was amalgamated with the Company.

# **Buildings and Building Improvements**

No.	Location	Purpose of Holding	Holding Characteristi cs	Obliga tion	Net book value as of 31 December 2024 (MB)
1.	Khae Rai Subdistrict, Krathum Baen District, Samut Sakhon Province	Office building	Ownership	None	8.4
2.	Khae Rai Subdistrict, Krathum Baen District, Samut Sakhon Province	Factory building	Ownership	None	101.6
3.	Khae Rai Subdistrict, Krathum Baen District, Samut Sakhon Province	Office building improvements	Ownership	None	4.2
4.	Khae Rai Subdistrict, Krathum Baen District, Samut Sakhon Province	Factory building improvements	Ownership	None	28.3
5.	Khlong Tan Nuea Subdistrict, Watthana District, Bangkok (Nove Foods Co., Ltd.)	Office building improvements	Lease	None	0.4
6.	Talat Chinda Subdistrict, Sampran District, Nakhon Pathom Province (City Food Co., Ltd.)	Office building and factory	Ownership	Pledge	20.4
7.	Chet Samian Subdistrict, Photharam District, Ratchaburi Province (City Food Co., Ltd.)	Office building and factory	Ownership	Pledge	30.4
8.	Appraised value for buildings and building improvements, Nakhon Pathom Province (City Food Co., Ltd.)	Office building and factory	Ownership	Pledge	12.2
9.	Chet Samian Subdistrict, Photharam District, Ratchaburi Province (Botany Pet Care., Ltd.)	Factory building improvements	Lease	None	70.9
10.	Chet Samian Subdistrict, Photharam District, Ratchaburi Province (Botany Pet Care., Ltd.)	Factory building renovation	Lease	None	30.1

No.	Location	Purpose of Holding	Holding Characteristi cs	Obliga tion	Net book value as of 31 December 2024 (MB)
11.	Chet Samian Subdistrict, Photharam District, Ratchaburi Province (City Food Co., Ltd.)	Office building	Lease	None	15.1
12.	Chet Samian Subdistrict, Photharam District, Ratchaburi Province (City Food Co., Ltd.)	Factory building renovation	Lease	None	1.2
13.	Utilities (Botany Pet Care Co., Ltd.)	Factory	Lease	None	24.9
14.	Klong Teoy District, Klong Teoy Subdistrict, Bangkok (Regeneration Capital Company Ltd.	Office building improvement	Lease	None	0.1
15.	Pathumwan District, Lumpini Subdistrict,Bangkok ( NRF CONSUMER LIMITED)	Office building improvement	Lease	None	0.6
	Total buildings and building impre	ovements			348.8

# **Machinery and Factory Equipment**

				Net book value as
No.	Asset Holding	g Characteristics	Obligation	of 31 December
				2024 (MB)
1.	Machinery	Ownership	None	31.5
2.	Tools and Equipment	Ownership	None	22.0
3	Machinery (City Foods Co., Ltd.)	Ownership	Pledge	17.2
	Machinery (City Foods Co., Ltd.)	Ownership	None	11.7
4	Tools and Equipment (City Foods	Ownership	Pledge	0.3
	Co., Ltd.)			
5	Tools and Equipment (Nove Foods	Ownership	None	1.9
	Co., Ltd.)			
6	Machinery (Botany Pet Care Co.,	Ownership	Pledge	52.5
	Ltd.)			

No.	Asset Holding	g Characteristics	Obligation	Net book value as of 31 December 2024 (MB)
	Machinery (Botany Pet Care Co.,	Ownership	None	236.7
	Ltd.)			
7	Tools and Equipment (Botany Pet	Ownership	None	18.9
	Care Co., Ltd.)			
8	Equipment (Chunglee Cash & Carry	Ownership	None	2.7
	Limited)			
9	Equipment (Chunglee Mini C limited)	Ownership	None	1.3
10	Equipment (NRF Consumer Limited)	Ownership	None	0.6
	Total Machinery and Factory Equipr	nent		397.3

# Office Equipment and Vehicles

As of 31st December 2024, office equipment and vehicles used in the Company's business and subsidiary has a net book value of THB 37.3 million as shown in the Company's consolidated financial statements. Details are as follows:

No.	List	Holding Characteristics		Net book value as of	
			Obligation	31 December 2024	
				(MB)	
1.	Fixture and Office Equipment	Ownership	None	25.8	
2.	Vehicle	Ownership	None	11.5	
	Net Total			37.3	

#### **Intangible Assets**

As of 31<sup>st</sup> December 2024, the Company's business and subsidiary has significant intangible assets to the amount of THB 1,282.1 million. Details are as follows:

	List	Holding Characteristics		Net book value as of	
No.			Obligation	31 December 2024	
				(MB)	
1.	Computer Software	Ownership	None	35.7	
2.	Customer relations	Ownership	None	1,019.2	

No.	List	Holding Characteristics	Obligation	Net book value as of 31 December 2024	
				(MB)	
3.	Brand	Ownership	None	224.0	
4.	Others	Ownership	None	3.2	
	Net Total			1,282.1	

# Right-of-use Assets

As of 31st December 2024, significant right-of-use assets for the Company and its subsidiaries amount to THB 130.1 million. Details are as follows:

No.	Asset	Obligation	Net book value as of 31 December 2024 (MB)
1.	Office rental agreement	None	110.9
2.	Vehicle leasing	None	19.2
	Net Total		130.1

# 5. **Shareholding Structure of Major Shareholders**

# **Major Shareholders**

Details of the top 10 shareholders holding the highest number of voting shares, as recorded in the shareholder register as of 4 August 2025, based on the report from Thailand Securities Depository Co., Ltd. (TSD):

	Shareholder Name	Number of Shares	Percentage (%)
1.	Mr. Dan Pathomvanich	247,761,225	17.48
2.	Asian Food Corporation Company Limited	202,209,380	14.26
3.	Mr. Apirum Panyapol	86,967,500	6.13
4.	Mrs. Wanna Jirakitti	76,777,400	5.42
5.	Mr. Jutipun Boonsoong	71,160,300	5.02
6.	Mr. Jutipat Boonsoong	43,681,000	3.08
7.	Mr. Natpapat Keschaimongkol	29,489,600	2.08
8.	Mr. Surin Harnthavornchai	19,853,970	1.40
9.	Ms. Panita Singhakan	17,829,296	1.26
10.	DLN 2017 Company Limited	17,780,616	1.25

# 6. Information on Directors and Executives

# 6.1 Board of Directors

As of 4 August 2025, the Board of Directors consisted of 8 members as follows:

	Name – Last name	Position
1.	Dr. Dhas Udomdhammabhakdi	Chairman of the Board of Directors / Independent Director / Chairman of
		Risk Management and Sustainability Development Committee / Member
		of the Audit Committee / Member of the Nomination, Remuneration and
		Corporate Governance Committee
2.	Mr. Sun Tan	Independent Director / Member of the Audit Committee
3.	Mr. Chew Hai Chiene Hester Arthur	Director / Chairman of Investment Committee
4.	Mr. Tai-Chuan Lin	Director / Member of the Investment Committee
5.	Mr. Dan Pathomvanich	Director / Member of the Risk Management and Sustainability
		Development Committee / Member of the Investment Committee /
		Chairman of the Executive Committee / Chief Executive Officer
6.	Miss Penhurai Chaichatchaval	Director / Member of the Risk Management and Sustainability
		Development Committee / Member of the Investment Committee /
		Member of the Executive Committee / Chief Financial and Investment
		Officer
7.	Mr. Teerapong Lorratchawee	Director / Member of the Risk Management and Sustainability
		Development Committee / Member of the Nomination, Remuneration
		and Corporate Governance Committee / Member of the Executive
		Committee / Chief Operating Officer
8.	Mr. Ekasak Tangsujaritpunt	Independent Director / Chairman of the Audit Committee / Chairman of
		the Nomination, Remuneration and Corporate Governance Committee

# 6.2 Management

As of 4 August 2025, the Company had 5 members of the management team as follows:

	Name – Last name	Position
1.	Mr. Dan Pathomvanich	Director and Chief Executive Officer
2.	Mr. Teerapong Lorratchawee	Director and Chief Operating Officer
3.	Miss Penhurai Chaichatchaval	Director and Chief Financial and Investment Officer
4.	Mr. Prasertsak Apornwichanop	Director of Sales and Marketing
5.	Mr. Waranyu Pinprapai	Director of Operations

#### 7. Capital Increase and Dividend Payment History over the Past 3 Years

#### 7.1 Capital Increase History

Year	Capital Increase History
2023	The exercise of rights under the Warrants to Purchase Ordinary Shares of the Company No. 1
	(NRF-W1), totaling 3,149 units, at the exercise ratio of 1 warrant to 1 ordinary share, resulted
	in an increase in the paid-up capital by THB 3,149 from the previous paid-up capital of THB
	1,417,654,142.00 to the new paid-up capital of THB 1,417,657,291.00

#### 7.2 <u>Dividend Payment History over the Past 3 Years</u>

The Company has a dividend payment policy to distribute no less than 30 percent of net profit after deductions for legal reserves and other reserves (if any).

However, such dividend payments may be subject to change depending on the Company's performance, financial position, liquidity, funding requirements, working capital needs, investment plans, business expansion strategies, market conditions, appropriateness, and other factors relating to the Company's operations and management.

During 2022–2024, the Company declared dividend payments as follows:

#### • For the year ended 2022:

The shareholders' meeting resolved to approve a dividend payment of THB 0.03 per share, totaling THB 42,529,624.26 million, equivalent to a dividend payout ratio of 38.31% of net profit from the separate financial statements after statutory reserves. The dividend was subject to withholding tax as required by law.

#### For the year ended 2023:

The shareholders' meeting resolved not to declare a dividend, due to a net loss of THB 233.02 million based on the Company's separate financial statements. The decision was made after taking into account the Company's performance, financial position, liquidity, working capital needs, investment plans, business expansion, market conditions, appropriateness, and other relevant operational and management considerations. The decision was also based on the condition that the Company must maintain sufficient cash for its operations and that such action must serve the best interests of the shareholders.

#### For the year ended 2024:

The shareholders' meeting resolved not to declare a dividend, due to a net loss of THB 32.66 million based on the Company's separate financial statements. The decision was made after taking into account the Company's performance, financial position, liquidity, working capital needs, investment plans, business expansion, market conditions, appropriateness, and other relevant operational and

management considerations. The decision was also based on the condition that the Company must maintain sufficient cash for its operations and that such action must serve the best interests of the shareholders.

# 8. Information on Affiliates, Subsidiaries, and Associates

Shareholding Structure of the Group as of December 31, 2024

In 2024, the Company made investments through its subsidiaries and associates. A summary is as follows:

Comparative Table of Subsidiaries

		Country of		
Company's name	Nature of business	incorporation	Shareh perce	_
Company 3 name	Nature or business	mcorporation	2024	2023
			<del></del> %	%
Held by the Company				
Nove Foods Limited	Investment management	Thailand	100	100
NRF Consumer Limited	Investment in Ecommerce business and distribution of goods via Ecommerce	Thailand	100	100
City Food Company Limited	Manufacture import and export instant foods	Thailand	100	100
350 Limited (formerly known as "Super Plants Limited")	Not yet operational	Thailand	100	100
Regeneration Capital Limited	Investment management	Thailand	100	100
Bamboo Mart Limited (The Company holds 0.27%, Nove Foods Limited holds 71.32% and NRF Consumer Limited holds 27.92%)	Investment management	Cayman Islands	99.51	100
Held by Nove Foods				
Limited				
Root The Future Limited	Content management for communicating to vegetarian and eco friendly consumers	Thailand	100	100
Bamboo Mart UK Limited (formerly known as "PLANT AND BEAN GROUP LTD")	Investment management	The United Kingdom	-	100

C	ou	ntr	v	of

	Country of			Sharahalding	
Company's name	Nature of business	incorporation	Shareholding percentage		
			2024	2023	
			%	%	
Held by Bamboo Mart Limited					
Bamboo Mart UK Limited	Investment management	The United Kingdom	100	-	
(formerly known as "PLANT AND BEAN GROUP LTD")					
Bamboo Mart London Limited (formerly known as "NRCONSUMER LIMITED")	Investment management	The United Kingdom	100	-	
Held by NRF Consumer					
Limited					
Boosted NRF Corp.	Investment in ecommerce	The United	-	55	
	business and distribution of	States of			
	goods via ecommerce	America			
Bamboo Mart London	Investment management	The United	-	100	
Limited (formerly known as "NRCONSUMER LIMITED")		Kingdom			
SEEWOO CHINATOWN	Asian supermarket	The United Kingdom	-	51	
Bamboo Mart Limited	Investment management	Cayman Islands	28	-	
Held by City Food					
Company Limited					
Botany Petcare  Company Limited	Manufacture and distribution of pet foods	Thailand	67	67	
Held by Regeneration					
Capital Limited					
Regeneration Investment Holdings (Singapore) Limited	Investment management	Singapore	100	100	
Regeneration Capital (Cayman) Limited	Investment management	Cayman Islands	100	100	
Alpha Organic Co., Ltd. (formerly known as "Indeem International Limited")	Distribution of consumer goods via membership system	Thailand	-	51	
Held by Regeneration					

Capital (Cayman) Limited

Company's name     Nature of business     incorporation     Shareholding percentage       2024     2023       %     %       Kairous Asia Limited     Investment management     British Virgin Islands     100     -       Held by Kairous Asia Limited     Limited			Country of		
Kairous Asia Limited Investment management British Virgin 100 - Islands  Held by Kairous Asia	Company's name	Nature of husiness	incorporation		_
Kairous Asia Limited Investment management British Virgin 100 - Islands Held by Kairous Asia	Company 3 name	Hature or publicas			
Islands Held by Kairous Asia					
Held by Kairous Asia	Kairous Asia Limited	Investment management	•	100	-
			Islands		
Limited	Held by Kairous Asia				
	Limited				
Kairous Acquisition Investment management Cayman 91.35 -	Kairous Acquisition	Investment management	Cayman	91.35	-
Corp. Limited Islands	Corp. Limited		Islands		
Held by Kairous Acquisition	Held by Kairous Acquis	ition			
Corp. Limited	Corp. Limited				
KAC Merger Sub 1 Not yet operation Cayman 100 -	KAC Merger Sub 1	Not yet operation	Cayman	100	-
Islands			Islands		
KAC Merger Sub 2 Not yet operation Cayman 100 -	KAC Merger Sub 2	Not yet operation	Cayman	100	-
Islands			Islands		
Held by Bamboo Mart	<b>Held by Bamboo Mart</b>				
UK Limited	UK Limited				
Galalane Limited Investment management The United 75 75	Galalane Limited	Investment management	The United	75	75
(Another 25% held Kingdom	(Another 25% held		Kingdom		
by Bamboo Mart	by Bamboo Mart				
London Limited)	London Limited)				
Held by Galalane Limited	Held by Galalane Limite	d			
Chuanglee Limited Retail sale of Asian foods The United 100 100	Chuanglee Limited	Retail sale of Asian foods	The United	100	100
Kingdom			Kingdom		
Chuanglee Cash & Retail sale of Asian foods The United 100 100	Chuanglee Cash &	Retail sale of Asian foods	The United	100	100
Carry Limited Kingdom	Carry Limited		Kingdom		
Chuanglee MiniC Retail sale of Asian foods The United 100 -	Chuanglee MiniC	Retail sale of Asian foods	The United	100	-
Greenwich Limited Kingdom	Greenwich Limited		Kingdom		

Subsidiaries	Business Characteristics	Shareholding (%)	Paid-up Capital (MB)	Net investment value shown in the separate financial statements as of 31 December 2024 (MB)
Nove Foods Co.,	Sells food products that do			
Ltd.	not contain meat or animal	100	1,169.2	1,169.2
	products			
NRF Consumer	Invests in the e-commerce	100	961.8	704.0
Co., Ltd.	business and sells	100	301.0	704.0

Subsidiaries	Business Characteristics	Shareholdin s (%)	Paid-up g Capital (MB)	Net investment value shown in the separate financial statements as of 31 December 2024 (MB)
	products through e	-		
City Food Co., Ltd.	Production, import, and export of ready-to-eat food	100	128.0	200.0
350 Company Ltd. (formerly Super Plans Co., Ltd.)	Invest in Decarbonization	า 100	2.1	0
Regeneration Capital Co., Ltd.	Investment management	100	115.5	115.5
Bamboo Mart Limited	Investment management	0.27	1.8	1.8
Total Net Investme	nt			2,190.5
Associated Companies	Business Characteristics	Shareholding (%)	Paid-up Capital (MB)	Book Value According to the equity method as of December 31, 2024 (MB)
Alpha Organic Co., Ltd	Distribution of consumer goods via membership system	38	36.3	17.7
Total Net Investme	nt			17.7
Joint Venture Companies	Business Characteristics	Shareholding (%)	Paid-up Capital (MB)	Book Value According to the equity method as of December 31, 2024 (MB)
Neutra Regenerative Protein Company Limited	Produces and sell food products	50	169.1	86.4
	nt			86.4

	Company	Country	Paid-up Capital* (THB million)	Shareholding Percentage (%)	Year of Establishment / Year the Company Invested	Business Characteristics
Grou	o Companies that Invest in Com	nmon Stocks				
1	Nove Foods Co., Ltd.	Thailand	1,169.2	100	2018/2018	Investment management
2	NRF Consumer Co., Ltd.	Thailand	961.8	100	2017/2017	Investment in Ecommerce business and distribution of goods via Ecommerce
3	City Food Co., Ltd.	Thailand	128	100	1988/2020	Manufacture import and export instant foods
4	Root The Future Co., Ltd.	Thailand	1	100	2020/2020	Content management for communicating to vegetarian and eco friendly consumers
5	Nove Eats Co., Ltd.	Thailand	180.1	8	2021/2021	Selling food products that do not contain meat or animal products
6	350 Company Limited (formerly Super Plans Co., Ltd.)	Thailand	2.09	100	2021/2021	Not yet operational
7	Regeneration Capital Co., Ltd.	Thailand	115.49	100	2020/2020	Investment management
8	Bamboo Mart Limited  (The Company holds 0.27 percent, Nov Foods Co., Ltd. holds 71.32 percent, and NRF Consumer Co., Ltd. holds 27.92 percent)	Cayman Islands	\$US 18.96	99.51	2023/2023	Investment management

	Company	Country	Paid-up Capital* (THB million)	Shareholding Percentage (%)	Year of Establishment / Year the Company Invested	Business Characteristics
9	Bamboo Mart UK Limited  ( "PLANT AND BEAN  GROUP LTD")	UK	£10.6 million sterling	99.51	2022/2022	Investment management
10	Bamboo Mart London Limited ("NRCONSUMER LIMITED")	UK	£4.1 million sterling	99.51	2023/2023	Investment management
11	NUTRA REGENERATIVE PROTEIN CO., LTD	Thai	338.2	50	2021/2021	Restaurants and food products that do not contain meat or animal products
12	GOLDEN TRIANGLE HEALTH CO., LTD.	Thailand	78	9.23	2021/2021	Production and distribution of products from hemp and cannabis plants
13	Botany Petcare Co., Ltd.	Thailand	200	66.67	2020/2020	Manufacture and distribution of pet foods
14	Regeneration Investment Holdings (Singapore) Limited	Singapore	\$US 1	100	2021/2021	Investment management
15	Regeneration Capital (Cayman) Limited	Cayman Island	\$US 3.10 million	100	2022/2022	Investment management
16	ALPHA ORGANIC CO., LTD.	Thailand	104.5	38.27	2021/2021	Distribution of consumer goods via membership system
17	Galalane Limited	UK	£16.09 million	99.51	2001/2023	Investment management
18	Chuanglee Limited	UK	£0.43	99.51	1994/2023	Retail sale of Asian foods

	Company	Country	Paid-up Capital* (THB million)	Shareholding Percentage (%)	Year of Establishment / Year the Company Invested	Business Characteristics
19	Chuanglee Cash & Carry Limited	UK	£118	99.51	2012/2023	Retail sale of Asian foods
20	Chuanglee MiniC Greenwich Limited	UK	£100	99.51	2024/2024	Retail sale of Asian foods
21	Kairous Asia Limited	Cayman Island	\$US 100	100	2021/2023	Investment management
22	Kairous Acquisition Corp. Limited	Cayman Island	\$US 235	91.35	2024/2024	Investment management
23	KAC Merger Sub 1	Cayman Island	\$US 1	100	2024/2024	Not yet operation
24	KAC Merger Sub 2	Cayman Island	\$US 1	100	2024/2024	Not yet operation
25	Frontline Bioenergy LLC	The United States of America	Investment of \$US 4.5 million	6.79	2023/2023	Invest and operate a carbon capture business
26	Boosted Ecommerce, Inc	The United States of America	Investment of \$US 12.5 million	3.80	2019/2020	Engage in business acquisitions of companies selling branded products on Amazon.com
Comp	anies with a Limited Partner Ir	nvestment				
27	Big Idea Ventures Co., Ltd.	The United States of America	Investment of approximately \$US 0.38 million	2.16	2019/2019- 2020	Operates fund management businesses

	Company	Country	Paid-up Capital* (THB million)	Shareholding Percentage (%)	Year of Establishment / Year the Company Invested	Business Characteristics
28	New Protein Fund	United States	Investment of approximately \$US 0.44 million	0.4	2019/2019- 2020	Operates as an investor in plant-based food startups
29	Unovis Fund	The Netherlands	Investment of €3.58 million	3.41	2021/2021	Operates as an investor in plant-based food startups
С	ompanies that Invested in Sim	ıple Agreemen	t for Future Equ	ity (SAFE)		
30	Phuture Limited	Singapore	Investment of \$US 0.025 million	-	2018/2021	Develops and distributes artificial ground pork
Comp	anies that Invest in Preferred	Shares				
31	Wicked Foods, Inc.	The United States of America	\$US 1.5 million investment	2.08	2021/2021	Produces ready-to-eat food products that do not contain meat
32	Konscious Foods, Inc.	The United States of America	\$US 0.1 million investment	1.03	2021/2021	Produces and sell plant- based seafood products

<u>Part 3</u>

Comparative Financial Information for the Past 3 Years and Q1/2025

# 1. Statement of financial position

							For the thi	ee-month
		For the	e year ende	d Decemb	er 31		period end	led March
							31 2	025
Statement of financial position	20	22	202	3	202	4		
	ТНВ		ТНВ		ТНВ		ТНВ	
	million	%	million	%	million	%	million	%
Asset								
Current assets								
Cash and cash equivalents	437.7	7.3	78.1	1.2	63.8	1.0	30.2	0.5
Trade and other receivables	883.8	14.8	884.7	13.6	384.6	5.9	384.8	6.0
Short-term loans to other parties	35.6	0.6	32.7	0.5	-	-	-	-
Short-term loans to associated companies	-	-	-	-	-	-	-	-
Current portion of long-term loans to associated	164.9	2.8	-	-	-	-	-	_
companies								
inventories	222.1	3.7	415.9	6.4	466.2	7.1	455.4	7.1
Other current financial assets	346.4	5.8	1.3	0.0	0.2	0.0	-	-
Asset held for sales	-	-	197.0	3.0	-	-	-	-
Other current assets	14.4	0.2	35.0	0.5	20.9	0.3	21.3	0.3
Total current assets	2,104.9	35.3	1,644.9	25.2	935.7	14.3	891.7	13.9
Non-current assets								
Restricted financial institution deposits	34.6	0.6	38.2	0.6	52.3	0.8	51.7	0.8
Cash in trust under Special Purpose Acquisition	-	-	-	-	351.4	5.4	359.6	5.6
Other non-current financial assets	419.2	7.0	478	7.3	936.1	14.3	933.8	14.5
Long-term loans to related parties, net of	228.1	3.8	79	1.2	2.5	0.0	2.5	0.0
current portion								
Long-term loans to other parties	33.0	0.6	77.5	1.2	203.4	3.1	193.5	3.0
Investment in associates	89.6	1.5	40.1	0.6	17.7	0.3	16.3	0.3
Investments in joint ventures	140.0	36.7	146.0	2.2	86.4	1.3	75.8	1.2
Property, building and equipment	751.1	12.6	981.8	15.1	1,131.9	17.3	1,121.2	17.4
Right-of-use assets	11.5	0.2	110.1	1.7	130.1	2.0	119.5	1.9
Unallocated acquisition costs	-	-	754.0	11.6	419.8	6.4	419.8	13.9

		For the	e year ende	d Decemb	oer 31		For the three-month period ended March 31 2025		
Statement of financial position	20	22	202	3	2024	4			
	THB million	%	THB million	%	THB million	%	THB million	%	
Goodwill	249.7	4.2	306.5	4.7	894.5	13.7	894.5	6.5	
intangible assets	1,835.2	30.8	1,796.8	27.5	1,282.1	19.6	1,266.5	19.7	
Deferred tax assets	60.5	1.0	44.4	0.7	80.2	1.2	77.5	1.2	
Other non-current assets	8.0	0.1	26.3	0.4	27.2	0.4	13.2	0.2	
Total non-current assets	3,860.5	64.7	4,878.6	74.8	5,615.7	85.7	5,545.4	86.1	
Total assets	5,965.4	100.0	6,523.4	100.0	6,551.4	100.0	6,437.1	100.0	
Liabilities and Equity									
Current liabilities									
Short-term loans from financial institutions	154.0	2.6	935.7	14.3	445.9	6.8	418.3	6.5	
Trade and other payables	217.6	3.6	397.3	6.1	683.1	10.4	644.2	10.0	
Portion of long-term loans due within one year	113.2	1.9	92.1	1.4	117.7	1.8	88.2	1.4	
Short-term borrowings from individuals and	-	-	-	-	57.5	0.9	105.0	1.6	
other parties									
Other non-current liabilities: Advance received	-	-	-	-	51.2	0.8	-	0.0	
from sale of financial assets									
Portion of long-term debentures due within one	696.9	11.7	_	-	1,297.6	19.8	254.6	4.0	
year									
Finance lease liabilities due within one year	3.7	0.1	31.5	0.5	48.6	0.7	47.8	0.7	
Income tax payable	24.8	0.4	42.8	0.7	54.8	0.8	58.2	09	
Liabilities directly associated with the assets	-	-	145.7	2.2	-	-	-	-	
held for sales									
Other current liabilities	17.9	0.3	19.9	0.3	21.5	0.3	21.0	-	
Total current liabilities	1,228.2	20.6	1,667.2	25.6	2,800.7	42.7	1,842.9	28.6	
Non-current liabilities									
Long-term loans - net of current portion	132.3	2.2	172.4	2.6	103.5	1.6	111.6	1.7	
Finance lease liabilities - net of current portion	7.1	0.1	84.9	1.3	90.4	1.4	79.9	1.2	
long-term debentures	1,281.7	21.5	1,289.6	19.8	-	-	1,034.3	16.1	
Long-term borrowings from other individuals	-	-	-	-	31.5	0.5	31.5	0.5	
Provision for long-term employee benefits	23.5	0.4	18.1	0.3	20.7	0.3	21.5	0.3	

							For the thr	ee-month
		For the	year ende	d Decemb	er 31		period end	
Statement of financial position	202	22	2023		2024		31 20	025
						•	TUD	
	THB	%	THB million	%	THB million	%	THB million	%
Other liabilities: Advance received under a	-	-	-	-	351.4	5.4	359.6	5.6
special-purpose investment entity								
Deferred tax liabilities	289.0	4.8	279.9	4.3	284.4	4.3	281.1	4.4
Other non-current liabilities	5.3	0.1	81.9	1.3	148.7	2.3	156.3	2.4
Total non-current liabilities	1,738.7	29.1	1,926.9	29.5	1,030.5	15.7	2,075.9	32.2
Total Liabilities	2,966.9	49.7	3,594.0	55.1	3,831.2	58.47	3,918.7	60.9
Equity								
Share capital								
Equity	1,485.4		1,485.4		1,559.4		1,559.4	
Issued and paid-up capital	1,417.7	23.8	1,417.7	21.73	1,417.7	21.6	1,417.7	22.0
Share premium	1,224.8	20.5	1,224.8	18.78	1,224.8	18.7	1,224.8	19.0
Deficit on amalgamation	(290.8)	(4.5)	(290.8)	(4.9)	(290.8)	(4.4)	(290.8)	(4.5)
Difference resulting from change in interest in								
subsidiaries without loss of control	-	-	(70.6)	(2.5)	(62.7)	(2.4)	(62.7)	(1.0)
Retained earnings								
Retained earnings Appropriated - statutory	47.3	0.7	47.3	0.8	47.3	0.8	47.3	0.7
reserve								
Unappropriated	651.8	8.6	563.29	10.9	610.0	9.3	417.3	6.5
Other components of shareholders' equity	(85.6)	(1.4)	(76.7)	(1.2)	(278.8)	(4.3)	(283.9)	(4.4)
Equity attributable to owners of the	2 2 2 5	40.7	0.045.0	44.0	2 227 5	40.7	0 400 7	20.4
Company	2,965.2	49.7	2,815.0	44.3	2,667.5	40.7	2,469.7	38.4
Non-controlling interest of the subsidiaries	33.3	0.6	114.4	1.7	52.6	0.8	487	9.8
Total shareholders' equity	2,998.5	50.3	2,929.4	44.9	2,720.1	41.5	2,518.4	39.1
Total liabilities and shareholders' equity	5,965.4	100.0	6,523.4	100.0	6,551.3	100.0	6,437.1	100.0

# 2. Statement of Comprehensive Income

		For the	year ende	d Decem	ber 31		For the three-	
Statement of Comprehensive Income	2022		2023		2024		month period ended March 31 2025	
	ТНВ	%	ТНВ	%	ТНВ	%	ТНВ	%
	million	70	million	70	milliom	,,	million	,,
Income								
Sales revenue	2,294	87.6	2,919.9	94.8	3,835.4	85.5	785.6	98.6
Dividend income	-	-	-	-	-	-	_	-
Gains on changes in the value of financial								
assets designated to be measured at fair value	68.0	2.6	=	-	330.5	7.4	_	-
through profit or loss.								
Profit from sale of investment	135.6	5.2	=	-	103.5	2.3	-	-
Gain on reclassification of investment	-	-	-	-	1.2	0.03	-	-
Other income	121.7	4.6	124.3	4.0	200.8	4.5	4.4	0.6
Foreign exchange profit	-	_	34.4	1.1	14.6	0.3	6.6	0.8
Total income	2,619.7	100.0	3,078.7	100.0	4,486.2	100.0	796.6	100.0
Expenses								
Cost of sales	1,281.7	48.9	1,935.9	62.9	2,723.8	60.7	604.0	75.8
Selling and distribution expenses	387.6	14.8	306.1	9.9	260.3	5.8	39.1	4.9
Administrative expenses	490.8	18.7	627.6	20.4	998.2	22.3	145.8	18.3
Loss on changes in value of financial assets			0.0	0.0			4.0	0.0
designated at fair value through profit or loss	-	-	0.9	0.0	-		1.6	0.2
Provision for put option exercise	-	-	-	-	-	-	143.0	18.0
Loss on sales of investment	-	-	10.2	0.3	-	-	-	-
Loss on impairment of investment in			70.0	0.5				
associate	-	-	78.3	2.5	-		-	1
Loss on impairment of Goodwill	-	-	-	-	93.3	2.1	-	-
Loss on impairment of unallocated cost of			47	0.0				
business acquisition	-	-	17	0.6	-		-	1
Loss on exchange rate	5.4	0.2	-	-	-	-	-	-
Total expenses	2,165.6	82.6	2,976.1	96.7	4,075.7	90.8	933.5	117.2
Profit before finance costs and corporate	454.4	47.0	400 =	2.2	440 =	0.0	(400.0)	(47.6)
income tax expenses	454.1	17.3	102.5	3.3	410.5	9.2	(136.8)	(17.2)
Loss from investment status change	-	-	-	-	-	-	-	-

		For the	year ende	d Decem	ber 31		For the	three-
Statement of Comprehensive Income	2022		2023		2024		month period ended March 31 2025	
	THB million	%	THB million	%	THB milliom	%	THB million	%
Share of loss from investments in joint	(9.3)	(0.4)	(13.1)	(0.4)	(59.5)	(1.3)	(10.6)	(1.3)
ventures								
Share of loss from investments in associated	(63.4)	(2.4)	(15.3)	(0.5)	(58.6)	(1.3)	(1.4)	(0.2)
companies								
Financial income	35.2	1.3	76.3	2.5	24.9	0.6	2.2	0.3
Financial cost	(95.6)	(3.7)	(158.6)	(5.2)	(159.6)	(3.6)	(39.5)	(5.0)
Profit before income tax expenses	321.0	12.3	(8.2)	(0.3)	157.7	3.5	(186.1)	(23.4)
income tax expense	(53.5)	(2.0)	(46.1)	(1.5)	(78.1)	(1.7)	(5.4)	(0.7)
Net profit for the period/year	267.6	10.2	(54.3)	(1.8)	79.5	1.8	(191.6)	(24.0)
Other comprehensive income:								
Items that will later be recorded in profit or loss								
Share of other comprehensive income from								
investments in associated companies	(5.9)	(0.2)	(0.6)	(0.0)	-	-	-	-
Exchange differences from translating financial	(2.0)	(0.4)	40.		<b>(== a</b> )	(4.5)	(4.0)	(2.2)
statements into foreign currencies	(3.0)	(0.1)	13.5	0.4	(57.8)	(1.3)	(4.8)	(0.6)
Items that will not be subsequently recorded in								
profit or loss								
Gains from investments in equity securities								
designated to be measured at fair value	-	-	-	-	-	-	-	-
through other comprehensive income.								
Actuarial losses	(0.6)	(0.0)	(7.6)	(0.2)	-	-	-	-
Income Tax Effects	(73.5)	(2.8)	(10.1)	(0.4)	(196.7)	(4.0)	-	-
Losses on investments in equity securities							-	-
designated to be measured at fair value	13.0	0.5	2.1	0.0	39.3	1.0		
through other comprehensive income								
Total comprehensive income for the year	197.7	7.5	(40.4)	(1.3)	(135.7)	(3.0)	(196.7)	(24.7)

# 3. Cash Flow Statement

Cash Flow Statement	For the year ended December 31			For the three- month period ended March
	2022	2023	2024	31 2025
	THB million			
Cash flow from operating activities				
Profit before tax	321.0	(8.2)	157.7	(186.2)
Adjustments to reconcile profit before tax to cash received (paid)				
Allowance for expected credit losses	3.9	44.7	361.7	1.1
Allowance for doubtful accounts (Reversal of allowance for	-	-	-	-
doubtful accounts)				
Reversal of impairment of financial assets	-	-	-	-
Depreciation and Amortization	173.4	176	211.9	51.1
(Profit) loss from disposal of assets	(0.2)	(0.6)	0.7	-
Loss on write-off of intangible assets	-	-	-	-
Write off inventories	-	-	16.6	-
Write off trade accounts receivable	-	-	-	-
Reduction of cost of inventories to net realizable value	(2.5)	(0.6)	26.6	0.4
(reversal)				
Share of loss from investments in joint ventures	9.3	13.1	59.5	10.6
Share of loss from investments in associated companies	63.4	15.3	58.6	1.4
Provision for long-term employee benefits	3.6	5.0	4.3	1.1
Provision for put option exercise	-	-	-	143.0
(Profit) loss from exchange rate that has not realized.	51.0	(10.4)	(14.4)	(1.2)
(Gain) loss from fair value measurement of derivatives	2.0	0.9	3.0	0.9
Losses from adjusting the fair value of financial assets	(70.0)	-	-	-
Dividended	-	-	-	-
Interest income	(35.2)	(76.3)	(24.8)	(2.2)
Profit from disposal of investment in associated company	(135.6)	(10.2)	103.5	-
Loss on impairment of Goodwill	-	-	93.4	-
Loss from investment status change	-	-	-	-
Transaction costs arising from the issuance of shares	-	-	-	-
Interest expenses	95.6	158.6	159.6	39.5

For the year ended D Cash Flow Statement			cember 31	For the three- month period ended March
	2022	2023	2024	31 2025
	THB million			
Profit from operating activities before changes in	479.7	436.5	676.3	60.0
operating assets and liabilities	475.7	430.3	010.5	00.0
Changes in operating assets and liabilities				
Operating assets (increase) decrease				
Trade and other receivables	(110.4)	(121.3)	100.5	(0.1)
Inventories	(23.3)	(87.3)	(110.6)	10.4
Other current assets	1.5	(46.8)	9.5	-
Other non-current assets	(4.7)	(19.5)	(4.7)	14.0
Operating liabilities (increase) decrease				
Trade and other payables	(105.0)	(112.8)	(35.6)	(28.2)
Advance received from the sale of other non-current financial	-	-	51.2	-
assets				
Other current liabilities	9.1	1.7	6.8	-
Other non-current liabilities	2.6	0.0	(25.4)	7.6
Employee benefits payment	-	(0.0)	(1.2)	-
Cash provided by operating activities	249.6	292.2	666.7	62.6
Interest payment	(95.4)	(154.5)	(140.7)	(49.4)
Income tax payment	(101.2)	(42.7)	(62.5)	(2.7)
Net cash flows from operating activities	53.1	95.0	463.6	10.5
Cash flows	from investin	g activities		
Increased restricted bank deposits	-	(3.6)	(14.1)	0.6
Increase in other current financial assets	(350.0)	350	-	-
Other non-current financial assets increased	(222.4)	(71.4)	-	-
Proceeds from disposal of other non-current financial assets	24.4	-	-	-
Increase in loans to associated companies	(161.6)	(227.2)	76.5	-
Loans to other parties increased	(33.4)	(56.3)	33.4	9.2
Cash paid for purchase of investments in associated	-	(43.5)	-	-
companies				
Cash paid for investment in a joint venture	(112.5)	(19.1)	-	-
Cash paid for purchase of investments in subsidiaries	-	-	-	-
Cash paid for other long-term investments	-	-	-	-

Cash Flow Statement	For the year ended December 31			For the three- month period ended March
	2022	2023	2024	31 2025
		ТНВ	million	
Cash paid for the purchase of property, plant and equipment	(276.4)	(290.3)	(134.0)	(20.6)
Proceeds from sales of investments in subsidiaries	7.0	(2.5)	42.9	-
Proceeds from sale of investments in associates	1.0	-	-	-
Proceeds from disposals of right-of-use assets	-	-	-	0.5
Proceeds from the sale of equipment and vehicles	2.2	12.2	0.7	-
Cash paid for the purchase of intangible assets	(48.3)	(17.5)	(7.9)	(0.4)
Interest income	6.0	13.2	23.3	2.1
Dividend income	-	-	-	-
Net cash flows from (used in) investing activities	(975.0)	(497.2)	20.8	(8.6)
Cash flows from financing activities				
Increase (decrease) in bank overdrafts and short-term loans	14.0	769.6	(489.8)	(27.5)
from financial institutions				
Cash receipt for short-term loan from other parties	22.0	2.2	18.0	-
Cash receipt from loans from related party	-	-	106.0	50.0
Cash receipt from long-term loans	49.9	123.4	47.4	-
Cash receipt from long-term loan from other parties	-	-	31.5	(2.5)
Repayment of long-term loans	(66.9)	(107.7)	(85.8)	(20.1)
Cash received from issuance of long-term debentures	1,300.0	-	-	-
Repayment of short-term loan from other parties	-	-	(48.5)	(9.6)
Cash receipt from debentures	-	-	8.1	-
Repayment of debentures	-	(700)	(5.3)	(2.1)
Payment of principal portion of lease liabilities	(5.1)	(18.8)	(45.7)	(13.6)
Cash receipt from non-controlling interests of the subsidiary	4.9	48.7	-	-
Cash received from capital increase	-	-	-	-
Pay for transaction costs arising from the issuance of shares	-	-	-	-
Dividend paid	(58.1)	-	-	-
Net cash from (used in) financing activities	1,260.7	74.8	(464.0)	(26.1)
Increase in currency translation differences	(21.3)	(32.4)	(34.8)	(9.3)
Unrealized gain (loss) on exchange rates for cash and cash	(0.3)	0.3	0.0	0.0
equivalents	(0.3)	0.5	0.0	0.0

Cash Flow Statement	For the year ended December 31			For the three- month period ended March
	2022	2023	2024	31 2025
	THB million			
Net increase (decrease) in cash and cash equivalents	128.2	128.2 (359.9)	(14.4)	(22.6)
before effect from currency translation				(33.6)
Cash and cash equivalents at beginning of year	309.5	437.7	78.2	63.8
Cash and cash equivalents at end of year	437.7	78.2	63.8	30.1

# 4. Financial Ratio

Financial ratio	Unit	2022	2023	2024	Q1/2025
Liquidity ratio					
Liquidity ratio	Time	1.7	1.0	0.3	0.5
Quick ratio	Time	1.5	0.7	0.2	0.2
Cash flow liquidity ratio	Time	0.1	0.0	0.2	0.0
Account receivable turnover ratio for general customers	Time	7.2	7.2	10.2	9.6
Average collection period	Day	49.9	45.3	35.8	38
Inventory Turnover	Time	6.1	5.4	6.1	6.1
Average sales period	Day	58.8	66.8	60.2	60.0
General traders' payable turnover	Time	9.4	8.9	7.4	7.1
Repayment period	Day	38.2	41.0	49.6	52
Cash cycle	Day	70.5	71.1	46.4	46
Profitability ratio					
Gross Profit Margin	%	44.1	33.7	28.9	26.9
Operating profit margin	%	19.8	1.7	7.1	1.1
Profit before tax, interest, depreciation and amortization <sup>[1]</sup>	%	21.2	10.6	11.8	6.0
Cash to profit ratio	%	13.9	93.8	146.1	(7.0)
Net profit margin	%	10.2	(1.8)	1.8	(4.2)
Return on Equity	%	9.2	5.1	11.2	1.7
Efficiency Ratio	- 1		1	1	•
Return on assets	%	5.0	2.4	4.9	0.7
Rate of Return on Fixed Assets	%	65.9	14.1	27.6	2.7
Asset turnover rate	Time	0.5	0.5	0.7	0.7
Financial Policy Analysis Ratios					
Debt to Equity Ratio	Time	1.0	1.2	1.4	1.6
Interest bearing debt to equity ratio	Time	0.8	0.5	0.8	09
Interest Coverage Ratio	Time	5.8	0.9	2.1	0.3
Commitment coverage ratio	Time	0.2	0.3	0.3	0.3
Dividend Payout	%	38.8	-	-	-



# Details of the Subscription Procedure and Payment for Newly Issued Ordinary Shares

**NR Instant Produce Public Company Limited** 

# Procedures for the Subscription of Newly Issued Ordinary Shares of NR Instant Produce Public Company Limited (the "Company")

Offered to Existing Shareholders in Proportion to Their Shareholding (Rights Offering)

#### 1. Subscription Period and Payment for Newly Issued Ordinary Shares

From 9:00 a.m. to 4:00 p.m. on 11–12 and 15–17 September 2025 (a total of 5 business days)

#### 2. Subscription and Payment Venue

The Company has appointed Liberator Securities Limited ("Liberator Securities") as the subscription agent for the Company's newly issued ordinary shares (the "Subscription Agent").

Eligible shareholders may subscribe for the newly issued shares at the head office of the Subscription Agent during business hours (9:00 a.m. to 4:00 p.m.) on 11–12 and 15–17 September 2025 (a total of 5 business days) at the following address:

Name: Liberator Securities Limited

Address: 944 Samyan Mitrtown Project, 17th Floor (Units 1702–1705 and 1710), Rama 4 Road, Wang Mai Subdistrict, Pathumwan District, Bangkok 10330

Telephone: 02-028-7441 ext. 9078 (Ms. Nattakarn) and 02-028-7441 ext. 9144 (Mr. Wisanu)

Please note: Subscriptions by postal mail or through branches of commercial banks nationwide will not be accepted.

For shareholders residing in other provinces, please contact the securities company where you maintain your securities trading account. Your securities company will provide guidance and/or coordinate the submission of your subscription documents to the Subscription Agent.

In addition to on-site subscription at the head office of the Subscription Agent, eligible shareholders may also subscribe for the newly issued ordinary shares via the online system through the website <a href="https://ero.liberator.co.th">https://ero.liberator.co.th</a>, as further detailed in Section 3 "Subscription Procedures and Payment for Newly Issued Ordinary Shares" of this document.

#### 3. Procedures and Payment for Newly Issued Ordinary Shares

#### 3.1 Methods of Subscription

Subscribers may subscribe for the newly issued ordinary shares from 9:00 a.m. to 4:00 p.m. on 11–12 and 15–17 September 2025 (a total of 5 business days) through the following methods:

#### 3.1.1 Subscription via Physical Subscription Form (Hard Copy)

Subscribers who are juristic persons, non-Thai individual subscribers, or those
 who wish to deposit the newly issued ordinary shares into the issuer account

(Account No. 600) of the Company must subscribe via the physical subscription form only.

Supporting documents must be attached in accordance with Section 4.1.

#### 3.1.2 Subscription via Electronic Rights Offering ("E-RO")

For Thai individual subscribers only

Subscribers may subscribe for the newly issued ordinary shares through the Electronic Rights Offering system ("E-RO") via the website https://ero.liberator.co.th ("E-RO Subscription") during the following periods:

From 9:00 a.m. on 11 September 2025 to 12:00 a.m. (midnight) on 12

September 2025

#### Note:

# 1. In the case that a shareholder wishes to subscribe for newly issued ordinary shares in excess of their entitlement (Oversubscription):

The subscriber must first fully subscribe for the number of shares under their entitlement before being eligible to oversubscribe. The subscription and payment for both the entitled shares and the oversubscribed shares must be made in one single transaction for the total number of shares.

Subscribers must provide clear and complete subscription details either in the "Subscription Form for Newly Issued Ordinary Shares" (Enclosure 4) or through the E-RO system on the website.

In the event that there are remaining shares after the subscription under entitlement, the Company will allocate the oversubscribed shares to shareholders who have submitted valid oversubscription requests (please refer to Section 5 "Subscription Conditions"). The Company and Liberator Securities reserve the right to allocate oversubscribed shares only to shareholders who comply with the subscription procedures described herein.

# 2. In the case that a shareholder receives more than one Certificate of Subscription Rights under different shareholder registration numbers:

For Hard Copy subscriptions, the shareholder must prepare separate sets of subscription documents for each shareholder registration number. That is, one full set of subscription documents is required per Certificate of Subscription Rights / shareholder registration number.

For E-RO subscriptions, the shareholder must submit one subscription transaction per Certificate of Subscription Rights / shareholder registration number via the E-RO system.

#### 3.2 Payment Methods for Subscription

Subscribers may make payment for the subscription of newly issued ordinary shares from 9:00 a.m. to 4:00 p.m. or within the operating hours of the bank during the period 11–12 and 15–17 September 2025 (a total of 5 business days), using the following methods:

 Payment via Bank Transfer through Bill Payment System of Bangkok Bank Public Company Limited. Using the Bill Payment Form (Enclosure 5)

Account Name: "Liberator Securities Limited for Subscription"
Service Code LIBSIPO

Please fill out the following information completely:

- Reference Code (Ref.1): 13-digit National ID Number or Passport Number of the subscriber
- Reference Code (Ref.2): Subscriber's phone number
- Total payment amount, payable only via the counter of Bangkok Bank Public Company
   Limited
- One payment transaction per subscription form / shareholder registration number,
   regardless of whether subscribing under entitlement, below entitlement, or oversubscription
- Payment must be made only through Bill Payment at Bangkok Bank counters between
   9:00 a.m. and 4:00 p.m. (or within the bank's operating hours) on 11–12 and 15–17
   September 2025
- Retain the payment receipt as supporting documentation for your subscription

# 2. Payment via Cheque or Cashier's Cheque through Bill Payment at Bangkok Bank Public Company Limited

The cheque or cashier's cheque must be dated 11–12 or 15 September 2025 only. Payment must be made before the clearing cut-off time of the bank on 15 September 2025

Payable to: "Liberator Securities Limited for Subscription"
Service Code LIBSIPO

#### Conditions:

Cheque must be collectible from a clearing house in the same region on the next business day. If the cheque is submitted after the bank's clearing time on 15 September 2025, payment must instead be made via Bill Payment

### Required information:

- Ref.1: 13-digit National ID or passport number of the subscriber
- Ref.2: Subscriber's phone number
- Total amount to be paid
- Only one cheque or cashier's cheque per subscription form / shareholder
   registration number is allowed
- Retain the payment evidence for use as supporting documentation
- Payment must be made between 9:00 a.m. 4:00 p.m. on 11–12 September 2025 or before 11:00 a.m. on 15 September 2025, or within the clearing time of the bank
- On the back of the cheque, clearly write:
  - Shareholder registration number (as shown in the Certificate of Subscription Rights issued by Thailand Securities Depository Co., Ltd.)
  - Subscriber's full name and contact number

**Note:** If the subscriber fails to indicate their name and contact number on the back of the cheque, or if the Company is unable to collect funds from the cheque, **the Company reserves the right to reject such subscription.** 

Cheques must be paid only through the Bill Payment system at Bangkok Bank counters.

### 3. Payment via Mobile Banking (Applicable only for E-RO Subscribers)

Subscribers may make payments via the Mobile Banking application of any bank by selecting "Bill Payment" and searching for:

Comp Code: 58690

(Liberator Securities Limited for Subscription - Account 2)

Biller ID: 010556405869052
 (Liberator Securities Limited for Subscription – Account 2)

### Required Steps:

- Ref.1: Enter your 13-digit National ID or Passport Number
- Ref.2: Enter your mobile phone number
- Enter the total subscription amount, confirm the payment, and save and/or print the payment receipt as supporting documentation

- The name on the bank account used for payment must match the name of the subscriber.
   If not, the subscription will be canceled and the amount refunded according to the refund method specified in the subscription documents
- One payment transaction per subscription form / shareholder registration number is required, regardless of entitlement, under-subscription, or oversubscription

### 4. Supporting Documents for Subscription

### 4.1 In Case of Subscription via Physical Subscription Form (Hard Copy)

- 4.1.1. A duly completed and signed Subscription Form for Newly Issued Ordinary Shares.
  - The Company, through the Thailand Securities Depository Co., Ltd. (TSD), will send the subscription form to shareholders whose names appear in the shareholders' register on the Record Date (4 August 2025). Shareholders may also obtain the subscription form at the head office of the Subscription Agent or download it from https://www.liberator.co.th.
  - For juristic persons, the form must be signed and affixed with the company seal (if applicable). Each subscription form corresponds to one Certificate of Subscription Rights only.
- 4.1.2. Certificate of Subscription Rights for Newly Issued Ordinary Shares issued by the TSD, indicating the number of shares each shareholder is entitled to subscribe (if applicable).
  If a shareholder has received more than one certificate under different shareholder registration numbers, separate supporting documents must be prepared for each registration number (i.e., one complete set of documents per certificate).
- 4.1.3. Proof of Payment as per the methods specified in Section 3.2.
- 4.1.4. A copy of the first page of the bank passbook (savings or current account) for refund purposes (for unallocated or partially allocated oversubscription). The account name must match the subscriber's name, and the copy must be certified as true. Only savings or current accounts with the following banks are accepted
  - Bank of Ayudhya
  - Bangkok Bank
  - Kasikornbank
  - Siam Commercial Bank
  - Krung Thai Bank
  - TMBThanachart Bank
  - United Overseas Bank (Thailand)

4.1.5. In case the subscriber does not have the certificate mentioned in 4.1.2 and/or there is a discrepancy between the subscriber's name and the name in the shareholder register as of 4 August 2025 due to name change (e.g., marriage, divorce), the subscriber must provide official documentation (e.g., marriage certificate, name change certificate, etc.).

#### 4.1.6. Identification documents as follows

#### For Thai individuals:

- Copy of valid Thai ID card or government officer card with certified true copy. If using a
  permanent ID card, also attach a copy of the house registration showing the 13-digit ID number.
- If no valid ID is available, submit alternative government-issued identification with a copy of the house registration.
- If the subscriber is a minor: Parental consent letter, along with copies of the parent's valid ID and house registration, certified as true.

### For foreign individuals (residing in Thailand):

- Certified copy of valid passport, notarized by a Notary Public and legalized by the Thai Embassy or Consulate.
- If the subscriber is a minor: Legal proof authorizing them to subscribe for shares must be provided.

#### For Thai juristic persons:

- Certified copy of the company affidavit issued by the Ministry of Commerce (not older than 6 months), signed by the authorized person and stamped with the company seal (if any).
- Certified copy of valid ID of the authorized signatory.
- Power of attorney (if applicable), with certified copies of ID cards for both the grantor and grantee (see Enclosure 8).

## For foreign juristic persons:

- Certified copies of the certificate of incorporation, memorandum of association, and/or company affidavit issued within 6 months before the subscription date.
- Certified copy of the passport of the authorized signatory.
- All documents must be notarized and legalized by the Thai Embassy or Consulate, not older than 6 months.

- 4.1.7. If the shareholder authorizes a custodian to act on their behalf, a power of attorney must be provided, signed by the custodian, along with identification documents and a letter stating the authorized signatory's name and capacity. (See Enclosure 8)
- 4.1.8. Power of Attorney (Enclosure 8), with a Baht 30 stamp duty (if applicable), and certified copies of ID cards of both the subscriber and the proxy.
- 4.1.9. FATCA/CRS Status Declaration and FATCA Status Questionnaire (Applicable only to subscribers who wish to deposit the newly issued shares into the Issuer Account) (Enclosure 7). Subscribers who wish to deposit the newly issued ordinary shares into the Issuer Account (TSD Member No. 600) must complete the following documents as part of the subscription process: FATCA/CRS Status Declaration Form for individuals and juristic persons, to declare U.S. person status and tax residency in other jurisdictions, and FATCA Status Questionnaire, (collectively, the "FATCA/CRS Forms") only applicable to those who intend to deposit the newly issued shares into the Company's Issuer Account (TSD Member No. 600). These documents must be fully completed, duly signed, and certified for accuracy, and submitted to the Thailand Securities Depository Co., Ltd. (TSD) through the Subscription Agent.

Once the subscriber signs and submits the subscription documents to Liberator Securities, it shall be deemed that the subscriber has confirmed and certified the accuracy, completeness, and truthfulness of all information and signatures contained therein—regardless of whether the subscriber personally completed and signed the subscription form or such form was completed by an authorized representative, including a securities brokerage acting on the subscriber's behalf. If any information, detail, or signature is found to be incorrect, incomplete, or untrue, the Company and Liberator Securities shall not be held liable and reserve the right, at their sole discretion, to reject the subscription in whole or in part. Moreover, in the event of any consequences or damages arising from reliance on such incorrect or incomplete information, the subscriber waives any and all claims and agrees not to hold the Company or Liberator Securities responsible for any losses or liabilities whatsoever. In the event the subscriber fails to submit the aforementioned documents or submits incomplete documentation, the Company and Liberator Securities reserve the right to consider that the subscriber has elected not to exercise their rights to subscribe for the newly issued ordinary shares. However, the Company and Liberator Securities may, at their discretion, grant a waiver for certain document requirements or request alternative or additional documents as deemed appropriate.

In addition, the Company and Liberator Securities reserve the right not to deliver any documents relating to the offering or allocation of newly issued ordinary shares to any subscriber who fails to comply with the prescribed procedures, criteria, and conditions set forth in this Rights Offering Notification to existing shareholders.

### 4.2. For Shareholders Subscribing via the E-RO System

- 4.2.1. Complete the required information in the E-RO system via the website: https://ero.liberator.co.th
- 4.2.2. Upload payment evidence through the E-RO system
- 4.2.3 Attach a copy of the first page of the bank passbook (Accepted banks: Bank of Ayudhya Public Company Limited, Bangkok Bank Public Company Limited, Kasikornbank Public Company Limited, Siam Commercial Bank Public Company Limited, Krung Thai Bank Public Company Limited, TMBThanachart Bank Public Company Limited, and United Overseas Bank (Thailand) Public Company Limited only) Savings or current accounts only. The bank account name must match the name of the subscriber.

This is required for refunding any subscription payment for shares that are not allocated or only partially allocated in the event of oversubscription. Refunds will be made via bank transfer, and the bank account name must be identical to the subscriber's name.

### 5. Subscription Conditions

- 5.1. In the case where shareholders subscribe for newly issued ordinary shares in full or less than their entitled rights, they will be allocated the full number of shares subscribed. Any fractional entitlements will be disregarded.
- 5.2. <u>In the case where shareholders wish to oversubscribe</u> (i.e., subscribe for shares in excess of their rights), they must first fully subscribe for their entitled shares before being eligible to oversubscribe. The oversubscription must be clearly stated in the "Subscription Form for Newly Issued Ordinary Shares" (Enclosure 4), and payment must be made in a single transaction covering both the entitled and oversubscribed amounts.

If there are remaining shares after the initial allocation to shareholders based on their rights, such remaining shares will be allocated to oversubscribing shareholders at the same offering price, as follows:

- If the number of remaining shares is equal to or more than the total number of oversubscription requests, all oversubscribing shareholders who have fully paid will receive the full number of oversubscribed shares they requested.
- 2. If the number of remaining shares is less than the total number of oversubscription requests, the Company will allocate such remaining shares using the following steps:
  - a) Pro-rata Allocation: Based on each oversubscriber's shareholding proportion. The shareholding ratio of each oversubscriber will be multiplied by the number of remaining shares to determine the number of shares they are entitled to. Any fractions will be disregarded. The number allocated must not exceed the number of shares paid for.

b) If shares remain after the allocation in (a), further allocation will be made to oversubscribers who were not fully allocated, again on a pro-rata basis, until no shares remain. Any fractional shares will be disregarded, and the number of shares allocated shall not exceed the number subscribed and paid for.

Important Note: The allocation of oversubscribed shares must not cause any shareholder (including persons acting in concert or persons under Section 258 of the Securities and Exchange Act B.E. 2535, as amended) to hold shares in a manner that would trigger a Mandatory Tender Offer, pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 dated 13 May 2011 (as amended), unless such shareholder has been granted an exemption.

If there are still remaining shares after the Rights Offering and oversubscription allocation, the Company shall proceed to reduce its registered capital by cancelling the unsubscribed shares, subject to shareholder approval at the next general meeting.

# 5.3. The Company will allocate newly issued shares to shareholders whose names appear in the shareholder register on the Record Date, in proportion to their shareholding.

- **5.4.** Shareholders who have subscribed and paid for the shares may not cancel their subscription under any circumstances.
- **5.5.** In the case of payment by cheque, the subscription shall be deemed complete only upon successful clearing of the cheque within the specified period by the Company or Liberator Securities.
- 5.6. The Company or Liberator Securities reserves the right to refuse allocation of shares if:
  - Payment cannot be collected within the subscription period for any reason not caused by the Company or Liberator Securities, or
  - 2. The subscription form is incomplete or unclear.

Shareholders are responsible for ensuring that payment is made in accordance with the specified methods and deadlines. Failure to comply may result in the shareholder being deemed to have **waived their subscription rights**, and the Company or Liberator Securities reserves the right not to allocate any shares.

**5.7.** Company and Liberator Securities reserve the right to amend payment methods, subscription conditions, or related procedures in the event of operational problems, limitations, or unforeseen circumstances.

### 6. Refund of Subscription Payment (If Applicable)

In the event that: the shareholder does not receive any allocation of the newly issued ordinary shares, or the shareholder oversubscribes but receives fewer shares than the number of oversubscribed shares requested, the Company or Liberator Securities will refund the unallocated portion without any interest or compensation, within 10 business days from the closing date of the subscription period, using one of the following methods:

- **6.1** For subscribers who maintain a securities trading account with Liberator Securities: The refund will be made via the Automatic Transfer System (ATS) to the subscriber's bank account as registered with Liberator Securities within 5 business days from the end of the subscription period.
- **6.2** For subscribers via the E-RO system: The refund will be made via bank transfer to the subscriber's bank account as provided in the E-RO system. The subscriber may specify an account with any of the following seven banks:
  - Bank of Ayudhya Public Company Limited
  - Bangkok Bank Public Company Limited
  - Kasikornbank Public Company Limited
  - Siam Commercial Bank Public Company Limited
  - Krung Thai Bank Public Company Limited
  - TMBThanachart Bank Public Company Limited
  - United Overseas Bank (Thailand) Public Company Limited

Refunds will be processed within 7 business days from the end of the subscription period.

- 6.3 Refund of Subscription Payment for Subscriptions Made via Physical Subscription Form: If the subscriber does not receive the full allocation of the newly issued ordinary shares as requested, the refund of the excess subscription payment will be made by one of the following methods as specified by the shareholder in the subscription form:
  - Bank Transfer: The refund will be transferred to the subscriber's bank account. The subscriber may specify a bank account with one of the following seven banks: Bank of Ayudhya Public Company Limited, Bangkok Bank Public Company Limited, Kasikornbank Public Company Limited, Siam Commercial Bank Public Company Limited, Krung Thai Bank Public Company Limited, TMBThanachart Bank Public Company Limited, or United Overseas Bank (Thailand) Public Company Limited.

The refund will be made within 7 business days from the last date of the subscription period, based on the bank account details submitted with the subscription form.

 Bank Cheque: A crossed cheque payable exclusively to the subscriber will be sent by registered mail to the mailing address listed in the shareholder register as of the Record Date (4 August 2025), within 10 business days from the last date of the subscription period.

In the event that the refund cannot be processed via the Automatic Transfer System (ATS) for any reason beyond the control of the Company or Liberator Securities, the refund for the unallocated or partially allocated amount will be made via crossed bank cheque, payable to the subscriber and sent by registered mail to the address recorded in the shareholder register as of 4 August 2025, within 10 business days from the end of the subscription period.

If the refund is made by cheque, the subscriber shall be responsible for any interbank clearing fees or cheque collection charges, if applicable.

In the event that the refund cannot be made within the specified time period, Liberator Securities shall pay interest to the subscriber at the rate of 7.5% per annum, calculated based on the unallocated subscription amount from the date after the deadline until the date the refund is successfully made.

However, once the Company or Liberator Securities has:

- Transferred the refund via the ATS to the subscriber's designated bank account, or
- Dispatched the crossed cheque via registered mail to the address listed in the shareholder register as of 4 August 2025,

the subscriber shall be deemed to have duly received the refund, and shall no longer be entitled to claim any interest and/or damages from the Company or Liberator Securities.

In addition, the Company and Liberator Securities shall not be liable for any errors in the bank transfer, loss of cheque during mailing, or delivery issues via other methods deemed appropriate, if such errors arise from causes not attributable to the Company or Liberator Securities (e.g., unclear or incorrect name/address information not matching the shareholder register as of the Record Date).

## 7. Delivery of Newly Issued Ordinary Shares to Subscribers

Subscribers may choose one of the following methods for receiving their allotted newly issued ordinary shares:

7.1 In case the subscriber does not wish to receive share certificates but opts to use the scripless system through the Securities Depository Center (Thailand) (TSD), and wishes to deposit the shares into the trading account with a securities company where the subscriber maintains a securities trading account:

In this case, the Company will deposit the allotted shares with the Thailand Securities Depository Co., Ltd. ("TSD") for the benefit of the depositor, and the TSD will record the share balance in the account of the securities company. Evidence of deposit will be issued to the subscriber within 7 business days from the last day of the subscription period.

Simultaneously, the relevant securities company will record the share balance in the subscriber's trading account. The subscriber will be able to trade such shares on the Stock Exchange of Thailand ("SET") once the newly issued shares are permitted for trading by the SET.

If the subscriber chooses this method (Clause 7.1), the subscriber's name must exactly match the name of the trading account holder with the securities company where the shares are to be deposited. Otherwise, the Company reserves the right to issue share certificates in the subscriber's name as specified in Clause 7.3.

**7.2** In case the subscriber does not wish to receive share certificates but opts to use the scripless system through the TSD, and wishes to deposit the newly issued shares into the issuer account (Issuer Account) with the TSD under Member No. 600:

In this case, the Company will deposit the allotted shares with the TSD, which will record the share balance in the issuer account (Member No. 600), and issue evidence of deposit to the subscriber within 7 business days from the end of the subscription period.

If the subscriber wishes to withdraw the shares from the issuer account, the subscriber must contact the TSD directly, and will be responsible for any applicable withdrawal fees as set by the TSD.

In this case, the subscriber must complete and submit the following documents:

- "Declaration of U.S. Person Status and Tax Residency in Other Countries (for individuals and juristic persons), specifically for those wishing to deposit securities into the Issuer Account", and
- "FATCA Status Questionnaire" (Attachment 7), duly signed and certified as accurate, to Liberator Securities along with other required subscription documents.

If the subscriber fails to complete or submit the FATCA Status Questionnaire or submits incomplete information, the Company reserves the right to issue share certificates in the subscriber's name as described in Clause 7.3.

Please note that withdrawing shares from the Issuer Account may take time, and subscribers may not be able to withdraw and sell the shares on the SET by the first trading date.

7.3 In case the subscriber wishes to receive share certificates in their name:

The Company, via the TSD, will send the share certificates for the number of allotted shares to the subscriber by registered mail, based on the name and address listed in the shareholder register as of the Record Date (4 August 2025), within 15 business days from the end of the subscription period.

In this case, subscribers will not be able to sell their allotted shares on the SET until they physically receive the share certificates, which may be after the first trading day of the newly issued shares on the SET.

If the subscriber does not specify a delivery method on the subscription form, the Company reserves the right to issue share certificates under Clause 7.3 by default.

### 8. Other Important Information

- **8.1** The name of the subscriber must match the name of the securities trading account holder. If the trading account number belongs to another person, the shares cannot be deposited into that account, and the subscriber will not be able to sell the newly issued ordinary shares on the first trading day. In such cases, the Company reserves the right to issue share certificates in the name of the subscriber.
- **8.2** Please ensure that the member number of the Thailand Securities Depository (TSD) (i.e., broker code) to which you wish to have your shares deposited is accurately provided. If an incorrect broker code is provided, the allotted shares may be transferred elsewhere. The Company and Liberator Securities Public Company Limited will not be responsible for any loss or delay in recovering the shares.
- 8.3 In the event that the Company is unable to refund the subscription payment to the subscriber within the specified period due to any circumstance beyond the reasonable control of the Company or Liberator Securities, neither the Company nor Liberator Securities shall be liable for any interest or other damages. Only the subscription amount for the unsubscribed or unallocated shares will be refunded to the subscriber, as stated under Section 5 "Terms and Conditions of Subscription."

8.4 If the number of shares specified in the Subscription Form does not match the amount of subscription

payment received by the Company, the Company or Liberator Securities reserves the right to allocate

shares based solely on the amount of payment received.

8.5 For subscribers who wish to deposit the newly issued ordinary shares into the Issuer Account (Member

No. 600) in their name, please complete and submit the "Declaration of U.S. Person Status and Tax

Residency in Other Countries (for Individuals and Juristic Persons), exclusively for those intending to

deposit securities into the Issuer Account" and the "FATCA Status Questionnaire" to the Thailand

Securities Depository. If the subscriber fails to submit the required supporting documents, the Company

reserves the right to issue physical share certificates in the name of the subscriber.

**8.6** For further inquiries, please contact:

Company Name: Liberator Securities Co., Ltd.

Address: 944 Samyan Mitrtown Project, 17th Floor (Room Nos. 1702 - 1705 and 1710),

Rama 4 Road, Wang Mai Subdistrict, Pathumwan District, Bangkok 10330

**Telephone:** 02-028-7441 ext. 9078 (Ms. Nattakan) and ext. 9144 (Mr. Wissanu)

Email: operation@liberator.co.th

MAP Location: Liberator Securities Limited (Head Office)





ใบจองซื้อ 1 ใบต่อ 1 เลขทะเบียนผู้ถือหุ้นเท่านั้น / One Subscription Form per one Shareholder Register No.

ใบจองซื้อหุ้นสามัญเพิ่มทุนให้แก่ผู้ถือหุ้นเดิมบริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน) ("บริษัท") ควบคู่ใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัท ครั้งที่ 2 (NRF-W2) โดยไม่คิดมูลค่าใบสำคัญแสดงสิทธิ Subscription Form for Newly Issued Ordinary Shares of NR Instant Produce Public Company Limited ("Company")

Issued with complimentary Warrants to Purchase Ordinary Shares of the Company, Series 2 (NRF-W2)

การเสนอขายหุ้นสามัญเพิ่มทุนต่อผู้ถือหุ้นเดิม จำนวน 94,510,486 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 1.00 บาท ในราคาเสนอขายหุ้นละ 1.00 บาท ในอัตราส่วน 15 หุ้นสามัญเดิม ต่อ 1 หุ้นสามัญเพิ่มทุน Offering of Newly Issued Ordinary Shares (the "Shares") in the amount of 94,510,486 shares with a par value of THB 1.00 per share at the offering price of THB 1.00 per share to existing shareholders at a ratio of 15 existing ordinary shares for 1 newly issued ordinary share

with a par value of THB 1.00 per share at the offering price of THB 1.00 per share to existing shareholders at a ratio of  15 existing ordinary shares for 1 newly issued ordinary share				
วันจองซื้อ	🗌 11 กันยายน 2568 (11 September 2025)	☐ 12 กันยายน 2568 (12 September 2025)		
Subscription Date	🗌 15 กันยายน 2568 (15 September 2025)	☐ 16 กันยายน 2568 (16 September 2025)		
	🗌 17 กันยายน 2568 (17 September 2025)			
	u u	นช่องด้านล่างนี้ให้ครบถ้วน ชัดเจน ตัวบรรจง e fill in the completed information)		
ชื่อ/Name 🔲 นาย/เ	Mr. 🗌 นาง/Mrs. 🗌 นางสาว/Miss 🔲 นิติบุเ	กคล/Corporate		
		ขที่ใบต่างด้าว/หนังสือเดินทาง		
Natural Person	of Foreign Nationality (Nationality	) Foreign Card/Passport No		
🗌 นิติบุคคลสัญชาติ	ไทย เลขทะเบียนนิติบุคคล			
🗌 นิติบุคคลสัญชาติ	ต่างด้าว เลขทะเบียนนิติบุคคล			
Juristic Person o	of Foreign Nationality Company Registration N	No.		
ที่อยู่ให้เป็นไปตามที่ปรากฏในฐานข้อมูลผู้ถือหุ้นของบริษัท ณ วันกำหนดรายชื่อผู้ถือหุ้น (Record Date) วันที่ 4 สิงหาคม 2568 ซึ่งบริษัทได้รับจาก				
		าต่อได้อีเมล		
Shareholders data	base in accordance with the record date a	s of 4 August 2025 that the Company has received from Thailand		
		E-mail		
ข้าพเจ้าเป็นผู้ถือหุ้นเดิมของบริษัท ที่มีรายชื่อปรากฏอยู่ในทะเบียนผู้ถือหุ้น ณ วันกำหนดรายชื่อผู้ถือหุ้น (Record Date) ในวันที่ 4 สิงหาคม 2568				
จำนวนหุ้นที่มี	หุ้น และร์	มีสิทธิได้รับการจัดสรรหุ้นสามัญเพิ่มทุนในอัตราการจองซื้อ 15 หุ้นสามัญเดิม		
ต่อ 1 หุ้นสามัญเพิ่มทุ	าุน จำนวน	หุ้น		
According to Comp	pany's Share Register Book as of the date	e to determine the list of existing shareholders (Record Date) on		
4 August 2025, I/W	/e own	shares, and have the entitlement to subscribe at a ratio of		
15 existing ordinary	share to 1 newly issued ordinary share for	shares		

มีความประสงค์ขอจองซื้อและขอให้จัดสรรหุ้นสามัญของ บริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน) ดังนี้ Hereby subscribe for and request allotment of new ordinary shares of NR Instant Produce Public Company Limited

ประเภทการจองซื้อ	จำนวนหุ้นที่จองซื้อ (หุ้น)	จำนวนเงินที่ต้องชำระ (บาท)			
Subscription type	No. of shares subscribed (shares)	Amount to be Paid (THB)			
🔲 จองซื้อตามสิทธิทั้งจำนวน /					
Subscription for full entitlement					
🗌 จองซื้อเกินสิทธิ (เฉพาะส่วนเพิ่ม) /					
Subscription in excess of the rights (only excess portion)	<u> </u>				
จองซื้อน้อยกว่าสิทธิ /     Subscription for loss than the autillament					
Subscription for less than the entitlement					
I/We have made a payment for Shares subscribed by means	of (Please choose only one method)				
<u>ผู้ชำระค่าจองชื้อต้องเป็นชื่อเดียวกับชื่อผู้</u> จองซื้อเท่านั้น /	,				
The payer of the subscription fee must be the same as the	subscriber's name				
1. ชำระผ่านเคาน์เตอร์ ธนาคารกรุงเทพ จำกัด (มหาชน) / Payme	ent through the counters of Bangkok Ba	ınk PLC.			
🗆 นำฝากเงินผ่านระบบ Bill Payment ของธนาคารกรุงเทพ	จำกัด (มหาชน) ทุกสาขา / Deposit mone	ey through Bill Payment System at			
all branch of Bangkok Bank PLC.					
🔲 นำฝากเซ็ค / แคชเชียร์เช็ค / ผ่านระบบ Bill Payment ของ	ธนาคารกรุงเทพ จำกัด (มหาชน) ทุกสาขา	Cheque / Cashier Cheque through			
Bill Payment System Payable at All Branch of Bangkok Ba	ank PLC.				
เลขที่เช็ค / Cheque No.	วันที่ / Date				
ธนาคาร/Bank					
โดยสั่งจ่าย "บริษัท หลักทรัพย์ ลิเบอเรเตอร์ จำกัด เพื่อจองซื้อ	อ" ทั้งนี้ เช็ค/แคชเชียร์เช็ค จะต้องลงวันที่ว	วันเดียวกับวันที่จองซื้อ โดยลงวันที่ไม่			
เกินวันที่ 15 กันยายน 2568 และสามารถเรียกเก็บเงินได้จากสำ	านักหักบัญชีในเขตกรุงเทพมหานครภายใเ	นวันถัดไปภายในระยะเวลาการจองซื้อ			
หุ้นสามัญเพิ่มทุนที่กำหนดเท่านั้น / Payable to "Liberator S	Securities Co., Ltd. For Subscription" T	he date specified in the Cheque /			
Cashier cheque must be during subscription period but no later than 15 September 2025 and can be collected from clearing house					
in Bangkok within the next business day and within subsc	ription period only.,				
2. สำหรับผู้จองซื้อที่มีบัญชีซื้อขายกับบริษัทหลักทรัพย์ ลิเบอเรเ	2. สำหรับผู้จองซื้อที่มีบัญชีซื้อขายกับบริษัทหลักทรัพย์ ลิเบอเรเตอร์ จำกัด / For subscribers who have a trading account with Liberator				
Securities Company Limited ชำระโดย / Payment by					
🗌 โอนเงินเข้าหรือหักบัญชีอัตโนมัติผ่านระบบ ATS เลขที่ / by Automatic Transfer System (ATS) No.					
🗌 หักเงินจากบัญชีซื้อขายหลักทรัพย์เลขที่ / Payment by debiting from trading account No.					
•					

# ข้อมูลการรับหลักทรัพย์ (Details of Allotment)

หาก	- าข้าพเจ้าได้รับการจัดสรรหุ้นดังกล่าวแล้ว ข้าพเจ้าตกลงให้ดำเนินการดังต่อไปนี้ : (ผู้จองซื้อหุ้นโปรดเลือกวิธีใดวิธีหนึ่งเท่านั้น)
	e shares are allotted to me, I hereby agree and instruct the Company to proceed as follows (Please choose only one method)
	ให้นำหุ้นเข้าฝากบัญชีซื้อขายหลักทรัพย์ของตนเองโดยให้ออกหุ้นสำหรับหุ้นที่ได้รับการจัดสรรในนามของ "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อผู้ฝาก" และดำเนินการให้บริษัทหลักทรัพย์ สมาชิกผู้ฝากเลขที่
	(โปรดระบุชื่อและหมายเลขสมาชิผู้ฝากตามที่มีรายชื่อปรากฏด้านหลังใบจอง) นำหุ้นสามัญ
	เข้าฝากไว้กับบริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อเข้าบัญชีซื้อขายหลักทรัพย์ของข้าพเจ้าซึ่งเข้าเจ้ามีอยู่กับบริษัทนั้น
	บัญชีเลขที่ (ชื่อผู้จองซื้อต้องตรงกับชื่อบัญชีซื้อขายหลักทรัพย์ มิฉะนั้นจะดำเนินการนำหุ้นเข้าบัญชีของ
	บริษัทผู้ออกหลักทรัพย์สมาชิกเลขที่ 600)
	Issue a share for the allotted shares in the name of "Thailand Securities Depository Company Limited for Depositors" and have
	(name of broker) Participant No. (Please specify name and participant number from the list as shown on the back of this form), deposit the said shares with for Thailand Securities
	Depository Company Limited for my/our securities trading account No. (The subscriber's name
	must correspond with the trading a/c name, must correspond with the trading a/c name, otherwise the securities will be deposited
	into the account of Securities Issuer Member No. 600)
	นำหุ้นเข้าฝากบัญชีของบริษัทผู้ออกหลักทรัพย์ โดยให้ออกหุ้นสำหรับหุ้นที่ได้รับการจัดสรรในนามของ "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อผู้ฝาก" และนำหุ้นเข้าฝากไว้กับ บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด โดยเข้าบัญชีของบริษัทผู้ออก หลักทรัพย์ สมาชิกผู้ฝากเลขที่ 600 เพื่อข้าพเจ้า ทั้งนี้ ผู้จองชื้อต้องกรอกเอกสารเพิ่มเติมประกอบการจองหลักทรัพย์เฉพาะผู้ที่ประสงค์นำ หลักทรัพย์ฝากเข้าบัญชีบริษัทผู้ออกหลักทรัพย์ (Issuer Account) และเอกสารตรวจสอบสถานะ FATCA ให้ครบถ้วนและยื่นพร้อมใบจองซื้อ หุ้นฉบับนี้ (การถอนเป็นใบหุ้นในภายหลัง ผู้จองซื้อต้องเสียค่าธรรมเนียมตามที่ บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด กำหนด) ทั้งนี้ หากปรากฏข้อบ่งชี้ว่าผู้จองซื้อเป็นบุคคลอเมริกันตามกฎหมาย FATCA ผู้จองซื้อยินยอมที่จะรับการจัดสรรหุ้นสามัญเป็นใบหุ้น และได้ รับทราบเงื่อนไขการรับใบหุ้นตามที่ระบุไว้ด้านล่าง / Issue a share for the allotted shares in the name of "Thailand Securities
	Depository Company Limited for Depositors" and deposit the said shares with Thailand Securities Company Limited under the
	issuer account number 600 for my/our name. The subscriber must fill in additional details for depositing shares in Issuer's Account
	No. 60 and FATCA documents and submit together with this subscription form (For issuing a share certificate later, subscriber will
	be subject to a fee specified by Thailand Securities Depository Company Limited) If the subscriber have any indicia of U.S. status,
	the Company reserves the right no to deposit shares under account. The subscriber agrees to obtain the share certificate and
_	agree to be binding with such condition of Issue a share certificate as shown below.
	แบบรับใบหุ้น (Scrip) ให้ออกใบหุ้นสำหรับหุ้นที่ได้รับการจัดสรรในนามของข้าพเจ้า และส่งใบหุ้นให้กับข้าพเจ้าตามชื่อและที่อยู่ที่ระบุไว้ใน ทะเบียนผู้ถือหุ้นทางไปรษณีย์ลงทะเบียน โดยข้าพเจ้าอาจได้รับใบหุ้นภายหลังจากที่ตลาดหลักทรัพย์แห่งประเทศไทยรับหุ้นสามัญเพิ่มทุน ดังกล่าวเข้าเป็นหลักทรัพย์จดทะเบียนและขออนุญาตให้ทำการซื้อขายได้ในตลาดหลักทรัพย์แห่งประเทศไทย / Issue a share certificate in my/our name and deliver it to me/us whereby, I/we agree that I/we may obtain the share certificate after the Stock Exchange of Thailand has approved the listing of the said shares and the trading thereof in the Stock Exchange of Thailand.

การ	รคืนเงินค่าจองหุ้น (ถ้ามี) ในกรณีที่ข้าพเจ้าได้รับการจัดสรรน้อยกว่าจำนวนที่จองซื้อทั้งหมดหรือไม่ได้รับการจัดสรรไม่ว่าด้วยเหตุผลใด ๆ ตามที่
ได้ย	วธิบายไว้ในหนังสือแจ้งสิทธิการจองซื้อหุ้นสามัญเพิ่มทุน ข้าพเจ้าตกลงให้ดำเนินการคืนเงินค่าจองซื้อ หรือเงินส่วนต่างค่าจองซื้อ โดย / Refund
of t	he money (if any), in case that I / We entited to less than the subscription amount or did not receive the allotted portion given any
rea	sons that have already explained in the Notification of Rights to Subscribe for Newly Issued Ordinary Shares. I / We have agreed
for	the refund to be returned by
	กรณีผู้จองซื้อมีบัญชีซื้อขายหลักทรัพย์และมีรายละเอียดบัญชีธนาคารที่ให้ไว้กับบริษัทหลักทรัพย์ ลิเบอเรเตอร์ จำกัด <b>ในฐานะตัวแทนกา</b> ร
	รับจองซื้อหุ้นสามัญเพิ่มทุนของบริษัท ("ตัวแทนการรับจองซื้อหุ้น") ตัวแทนการรับจองซื้อหุ้นจะคืนเงินค่าจองซื้อหุ้นโดยวิธีการโอน
	เงิน ATS เพื่อเข้าบัญชีธนาคารที่ได้ให้ข้อมูลไว้ / In case the subscriber has securities trading account and details of bank account
	with Liberator Securities Company Limited, as the agent to subscribe for newly issued ordinary shares of the Company (the
	"Subscription Agent"), the Subscription Agent will refund the subscription payment to the said bank account by Automatic
	Transfer System.
	โอนเงินเข้าบัญชีของข้าพเจ้า / Payment to my/our account of ธนาคาร / bank
	สาขา / branch เลขที่บัญชี / Account No.
	(โปรดแนบสำเนาสมุดบัญชีเงินฝากธนาคารหน้าแรกประเภทออมทรัพย์หรือกระแสรายวันของธนาคารกรุงเทพ จำกัด (มหาชน) ธนาคารกรุง
	ศรีอยุธยา จำกัด (มหาชน) ธนาคารกสิกรไทย จำกัด (มหาชน) ธนาคารไทยพาณิชย์ จำกัด (มหาชน) ธนาคารกรุงไทย จำกัด
	(มหาชน) ธนาคารทหารไทยธนชาต จำกัด (มหาชน) ธนาคารยูโอบี (ประเทศไทย) จำกัด (มหาชน)เท่านั้น / (Please enclose the
	copy of the front page of saving or current bank account book, and the name of the book must be the subscriber's name) The
	subscriber's type of account must be the category of savings account or current account of Bangkok Bank PLC. Bank of Ayudhya
	PLC. KASIKORNBANK PLC. Siam Commercial Bank PLC. Krung Thai Bank PLC. TMBThanachart Bank PLC. United Overseas
	Bank (Thai) PLC. Only
	จ่ายเป็นเช็คขีดคร่อมสั่งจ่ายเฉพาะในนามข้าพเจ้าและจัดส่งทางไปรษณีย์ลงทะเบียนตามที่อยู่ที่ปรากฏในสมุดทะเบียนผู้ถือหุ้น ณ วันกำหนด
	รายชื่อผู้ถือหุ้น (Record Date) ในวันที่ 4 สิงหาคม 2568 / Pay by cheque crossed "Account Payee Only" and sent to me/us by
	registered mail at the mane and address appearing on the Share Register Book as of the date to determine the list of existing
	shareholders (Record Date on 4 August 2025)

ข้าพเจ้าขอรับรองและตกลงว่าจะจองซื้อหุ้นสามัญเพิ่มทุนจำนวนดังกล่าวและจะไม่ยกเลิกรายการจองซื้อหุ้นเพิ่มทุนนี้ แต่หากข้าพเจ้าไม่ส่งใบจอง ซื้อหุ้นสามัญเพิ่มทุนที่ได้กรอกรายละเอียดครบถ้วนและเอกสารประกอบการจองซื้อที่ถูกต้องเรียบร้อยพร้มหลักฐานการชำระค่าจองซื้อหุ้นสามัญ เพิ่มทุนมาถึง**ตัวแทนการรับจองซื้อหุ้น**ภายในระยะเวลาการจองซื้อ หรือหากเช็ค/แคชเชียร์เช็คที่สั่งจ่ายแล้วนั้นไม่ผ่านการเรียกเก็บนับแต่วันที่ ชำระเงินหรือส่งมอบให้ถือว่าข้าพเจ้าสละสิทธิในการจองซื้อหุ้นสามัญเพิ่มทุนดังกล่าวโดยไม่มีเงื่อนไขและไม่สามรถเพิกถอนได้ และหากจำนวนหุ้น ที่ระบุในใบจองนี้ไม่ตรงตามจำนวนที่ข้าพเจ้าชำระ ข้าพเจ้าถือตามจำนวนที่ได้รับชำระเป็นหลัก

I/We undertake and agree to subscription the said shares in the aforementioned number and shall not revoke this subscription. If I/We do not return this duly completed subscription form and the supporting documents for shares subscription together with the evidence of shares subscription payment to the Subscription Agent or if Cheque/Cashier cheque has not been honored within that subscription period. I/We may be deemed to have irrevocably and unconditionally waived my/our subscription rights. In case the specified no. of shared subscription is not accordance with the payment amount, I/We shall prefer the number of Shares subscription per an amount of payment

ข้าพเจ้าได้ศึกษาข้อมูลทั้งหมดที่เกี่ยวกับการเสนอขายหุ้นสามัญเพิ่มทุนในหนังสือแจ้งสิทธิการจองซื้อหุ้นสามัญเพิ่มทุนรวมทั้งสารสน เทศและ เอกสารแนบแล้ว และยินยอมผูกพันตามข้อตกลงและเงื่อนไขดังกล่าว และที่จะได้มีการแก้ไขเพิ่มเติมในภายหลังอีกด้วย ข้าพเจ้าขอรับรองว่า ข้าพเจ้าในฐานะผู้ถือหุ้นเดิมและได้รับจัดสรรการจองซื้อหุ้นสามัญเพิ่มทุนตามสัดส่วนการถือหุ้นของข้าพเจ้าเป็นผู้รับผลประโยชน์ที่แท้จริงในการ ถือหุ้นดังกล่าว

I/We have thoroughly studied all information in relation to this offering increased capital shares specified in the Notification of Rights to Subscribe for Newly Issued Ordinary Shares including information memorandum and attachments. I/We agree to be binding with such terms and conditions and their further amendments. I/We undertake that I/We be the true beneficiary for obtaining the allotment of Shares as an existing shareholder of the Company.

ข้าพเจ้าอนุญาตและรับทราบว่า ตัวแทนการรับจองซื้อหุ้นจะเก็บรวบรวมและใช้ข้อมูลส่วนบุคคลที่ข้าพเจ้าได้ให้ไว้เพื่อการใช้สิทธิจะซื้อหุ้นสามัญ ของบริษัทดังกล่าวข้างต้นเป็นไปตามนโยบายความเป็นส่วนตัวของตัวแทนการรับจองซื้อหุ้นที่ https://www.liberator.co.th/policy และรับทราบว่า ตัวแทนการรับจองซื้อหุ้นอาจมีความจำเป็นในการเปิดเผยข้อมูลดังกล่าว เมื่อมีการร้องขอจากสำนักงานคณะกรรมการกำกับหลักทรัพย์และตลาด หลักทรัพย์ และ/หรือ ตลาดหลักทรัพย์แห่งประเทศไทย และ/หรือ หน่วยงานอื่นใดที่เกี่ยวข้อง เท่านั้น

I hereby allow and acknowledge the Subscription Agent will be collection and/or using I given personal data to exercise of the right to purchase the Company's ordinary shares above, according to the privacy of the Subscription Agent at https://www.liberator.co.th/policy and may disclose such information if inquired by The Office of the Securities and Exchange Commission (SEC) and/or the Stock Exchange of Thailand (SET) and/or other related institution only.

การลงทุนในหุ้นย่อมมีความเสี่ยง ผู้จองชื้อควรศึกษาข้อมูลในหนังสือแจ้งสิทธิการจองชื้อหุ้นสามัญเพิ่มทุนอย่างรอบคอบก่อน ตัดสินใจจองชื้อหุ้น / Please be aware that there is a risk involved in securities investment and make sure that you have thoroughly studied all information in the Notification of Rights to Subscribe for Newly Issued Ordinary Shares before decidin g on the Shares Subscription

ลงชื่อ / Signed	ผู้จองซื้อ / Subscriber
(	)

# หลักฐานการรับฝากการจองซื้อหุ้นสามัญเพิ่มทุน บริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน) (โปรดกรอกข้อความในส่วนนี้ด้วย)

Receipt for Subscription of Newly Issued Ordinary Shares of NR Instant Produce Public Company Limited (Please complete this part as well)

	(Please compl	ete this part as well)
		เลขที่ใบจอง / Subscription No.
วันจองซื้อ Subscription Date	<ul> <li>☐ 11 กันยายน 2568 (11 September 2025)</li> <li>☐ 15 กันยายน 2568 (15 September 2025)</li> <li>☐ 17 กันยายน 2568 (17 September 2025)</li> </ul>	<ul><li>☐ 12 กันยายน 2568 (12 September 2025)</li><li>☐ 16 กันยายน 2568 (16 September 2025)</li></ul>
บริษัทหลักทรัพย์ ลิ	เบอเรเตอร์ จำกัด ได้รับเงินจอง (ชื่อตามใบจอง	a) / Liberator Securities Company Limited has received subscription
payment (The subs	scriber's name)	เพื่อจองซื้อหุ้นสามัญเพิ่มทุนของ
บริษัท เอ็นอาร์ อินสเ	เตนท์ โปรดิวซ์ จำกัด (มหาชน) / for Subscriptic	on of Shares of NR INSTANT PRODUCE PUBLIC COMPANY LIMITED
จำนวน / No. of sha	res subscribed หุ้น / sl	hares รวมเป็นเงิน/Total amount บาท/THB
โดยชำระเป็น / by		
1. ชำระผ่านเคาน์เ	ตอร์ ธนาคารกรุงเทพ จำกัด (มหาชน) / Paymer	nt through the counters of Bangkok Bank PLC.
🗌 นำฝากเงินผ	ง่านระบบ Bill Payment / Deposit money throu	gh Bill Payment System
🗌 นำฝากเช็ค	/ แคชเชียร์เซ็ค Cheque / Cashier cheque เ	ลขที่เช็ค / Cheque No
วันที่/Date	ธนาคาร/Bank	สาขา/Branch
		อร์ จำกัด / For subscribers who have a trading account with Liberator
	Ltd. ชำระโดย / Payment by	
		utomatic Transfer System (ATS) No
่ ⊔ หักเงินจากา	บัญชีซือขายหลักทรัพย์เลขที่ / Payment by debi	iting from trading account No.
โดยหากผู้จองซื้อได่	ร้รับการจัดสรรหุ้นดังกล่าว ผู้จองซื้อให้ดำเนิน	เการดังนี้ : (ผู้จองซื้อหุ้นโปรดเลือกวิธีใดวิธีหนึ่งเท่านั้น) / If the shares
are allotted to me,	I hereby agree to proceed as follows: (Plea	ase choose only one method)
TSD for Depos		ม บจ.ศูนย์รับฝากฯ เพื่อผู้ฝาก / Issue a share certificate in the name of เลขที่บัญชีซื้อขายหลักทรัพย์ / Securities trading
่ นำหุ้นเข้าฝากบัญ the name of TS		
·		ามจำนวนที่จองซื้อ ข้าพเจ้าตกลงให้ดำเนินการคืนเงินค่าจองซื้อ หรือ
		shares or have been allotted lower than subscription amount, I/we
	payment or excess payment returned to my	
ลิเบอเรเตอร์ จำ	กัด) / (In case the subscriber has a securities	รือ ATS) (เฉพาะกรณีผู้จองซื้อมีบัญชีซื้อขายหลักทรัพย์กับบริษัทหลักทรัพย์ trading account with Liberator Securities Company Limited) ount of Bank
		ขที่บัญชี / Account No.
🔲 จ่ายเป็นเช็คขีดส	คร่อมสั่งจ่ายเฉพาะในนามข้าพเจ้าและจัดส่งทาง unt Payee Only" and sent to me/us by regist	งไปรษณีย์ลงทะเบียนตามที่อยู่ในสมุดทะเบียนผู้ถือหุ้น / Pay by cheque ered mail at the name and address appearing on the Share Register
	18	ล้าหน้าที่ผู้รับมอบอำนาจ / Authorized Officer

หมายเหตุ : หากผู้จองชื้อประสงค์จะเปลี่ยนแปลงที่อยู่ที่ให้ไว้ โปรดแจ้งการแก้ไขต่อนายทะเบียนโดยตรง และจัดส่งไปที่ฝ่ายปฏิบัติการหลักทรัพย์ บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เลขที่ 93 ถนนรัชดาภิเษก แขวงดินแดง เขตดินแดง กรุงเทพฯ 10400 โทร 0-2009-9000

# รายชื่อสมาชิกผู้ฝากหลักทรัพย์กับบริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด NAME OF THE MEMBERS OF DEPOSITORS WITH THAILAND DEPOSITORY COMPANY LIMITED

ผู้ฝากเลขที่	ชื่อบริษัท	ผู้ฝากเลขที่	ชื่อบริษัท	
Participant	Company Name	Participant	Company Name	
No.	No.			
	BRO	KER		
	บริษัทหลักทรัพย์ ทิสโก้ จำกัด		บริษัทหลักทรัพย์ ฟิลลิป (ประเทศไทย) จำกัด (มหาชน)	
002	TISCO SECURITIES COMPANY LIMITED	034	PHILLIP SECURITIES (THAILAND) PUBLIC COMPANY	
			LIMITED	
003	บริษัทหลักทรัพย์ พาย จำกัด (มหาชน)	038	บริษัทหลักทรัพย์ บียอนด์ จำกัด (มหาชน)	
	PI SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ ดีบีเอส วิคเคอร์ส (ประเทศไทย) จำกัด		BEYOND SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ ไอร่า จำกัด (มหาชน)	
004	, , ,	048	, ,	
	DBS VICKERS SECURITIES (THAILAND) COMPANY LIMITED บริษัทหลักทรัพย์ แลนด์ แอนด์ เฮ้าส์ จำกัด (มหาชน)		AIRA SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ เอเอสแอล จำกัด	
005	LAND AND HOUSE SECURITIES PUBLIC COMPANY LIMITED	050		
	บริษัทหลักทรัพย์ เกียรตินาคินภัทร จำกัด (มหาชน)		ASL SECURITIES COMPANY LIMITED	
006	KIATNAKIN PHATRA SECURITIES PUBLIC COMPANY	051	บริษัทหลักทรัพย์ เอสบีไอ ไทย ออนไลน์ จำกัด	
000	LIMITED	051	SBI THAI ONLINE SECURITIES CO., LTD.	
	บริษัทหลักทรัพย์ ซีจีเอส อินเตอร์เนชั่นแนล (ประเทศไทย) จำกัด		บริษัทหลักทรัพย์ จีเอ็มโอ-แซด คอม (ประเทศไทย) จำกัด (มหาชน)	
007	CGS INTERNATIONAL SECURITIES (THAILAND) CO., LTD.	052	GMO-Z COM SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	
	บริษัทหลักทรัพย์ เอเซีย พลัส จำกัด		บริษัทหลักทรัพย์ ลิเบอเรเตอร์ จำกัด	
008	ASIA PLUS SECURITIES COMPANY LIMITED	053	LIBERATOR SECURITIES CO., LTD.	
	APPER SAAS, IN SOP		บริษัทหลักทรัพย์ เมย์แบงก์ (ประเทศไทย) จำกัด (มหาชน)	
010	บริษัทหลักทรัพย์ เมอร์ริล ลินซ์ (ประเทศไทย) จำกัด	200	MAYBANK SECURITIES (THAILAND) PUBLIC COMPANY	
	MERRILL LYNCH SECURITIES (THAILAND) LIMITED		LIMITED	
011	บริษัทหลักทรัพย์ กสิกรไทย จำกัด (มหาชน)	211	บริษัทหลักทรัพย์ ยูบีเอส (ประเทศไทย) จำกัด	
011	KASIKORN SECURITIES PUBLIC COMPANY LIMITED	211	UBS SECURITIES (THAILAND) LIMITED	
	บริษัทหลักทรัพย์ เคจีไอ (ประเทศไทย) จำกัด (มหาชน)		บริษัทหลักทรัพย์ เมอร์ชั่น พาร์เนอร์ จำกัด (มหาชน)	
013	KGI SECURITIES (THAILAND) PUBLIC COMPANY	221	MERCHANT PARTNERS SECURITIES PUBLIC	
	LIMITED		COMPANY LIMITED	
015	บริษัทหลักทรัพย์ คิงส์ฟอร์ด จำกัด (มหาชน)	224	บริษัทหลักทรัพย์ บัวหลวง จำกัด (มหาชน)	
	KINGSFORD SECURITIES PUBLIC COMPANY LIMITED		BUALUANG SECURITIES PUBLIC COMPANY LIMITED	
016	บริษัทหลักทรัพย์ ธนชาต จำกัด (มหาชน)	225	บริษัทหลักทรัพย์ ซี แอล เอส เอ (ประเทศไทย) จำกัด	
	THANACHART SECURITIES PUBLIC COMPANY LIMITED		CLSA SECURITIES (THAILAND) LIMITED	
019	บริษัทหลักทรัพย์ หยวนต้า (ประเทศไทย) จำกัด	229	บริษัทหลักทรัพย์ เจพีมอร์แกน (ประเทศไทย) จำกัด	
	YUANTA SECURITIES (THAILAND) COMPANY LIMITED		JPMORGAN SECURITIES (THAILAND) LIMITED	
022	บริษัทหลักทรัพย์ ทรีนีตี้ จำกัด	230	บริษัทหลักทรัพย์ โกลเบล็ก จำกัด	
	TRINITY SECURITIES COMPANY LIMITED		GLOBLEX SECURITIES COMPANY LIMITED	
023	บริษัทหลักทรัพย์ อินโนเวสท์เอกซ์ จำกัด	242	บริษัทหลักทรัพย์ ซิตีค์ อร์ป (ประเทศไทย) จำกัด	
	INNOVESTX SECURITIES COMPANY LIMITED		CITICORP SECURITIES (THAILAND) LIMITED	
006	บริษัทหลักทรัพย์ ยูโอบี เคย์เฮียน (ประเทศไทย) จำกัด (มหาชน)	244	บริษัทหลักทรัพย์ แมคควอรี (ประเทศไทย) จำกัด	
026	UOB KAY HIAN SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	244	MACQUARIE SECURITIES (THAILAND) LIMITED	
	บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน)		บริษัทหลักทรัพย์ เครดิต สวิส (ประเทศไทย) จำกัด	
029	KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED	247	CREDIT SUISSE SECURITIES (THAILAND) LIMITED	
	บริษัทหลักทรัพย์ ไอ วี โกลบอล จำกัด (มหาชน)		บริษัทหลักทรัพย์ กรุงไทย เอ็กซ์สปริง จำกัด	
030	I V GLOBAL SECURITIES PUBLIC COMPANY LIMITED	248	KRUNGTHAI XSPRING SECURITIES COMPANY LIMITED	
	บริษัทหลักทรัพย์ ดาโอ (ประเทศไทย) จำกัด (มหาชน)		บริษัทหลักทรัพย์ ฟินันเซีย ไซรัส จำกัด (มหาชน)	
032	DAOL SECURITIES (THAILAND) PUBLIC COMPANY	924	FINANSIA SYRUS SECURITIES PUBLIC COMPANY	
	LIMITED		LIMITED	
<u> </u>	<u> </u>			

ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
	SUB-BI	ROKER	
258	บริษัทหลักทรัพย์ เคเคพี ไดม์ จำกัด		
	KKP DIME SECURITIES COMPANY LIMITED		

ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name		
CUSTODIAN					
236	ธนาคารทิสโก้ จำกัด (มหาชน) TISCO BANK PUBLIC COMPANY LIMITED	329	ธนาคารทหารไทยธนชาต จำกัด (มหาชน) TMBTHANACHART BANK PUBLIC COMPANY LIMITED		
245	ธนาคารทหารไทยธนชาต จำกัด (มหาชน) TMBTHANACHART BANK PUBLIC COMPANY LIMITED	330	ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิ้ง คอร์ปอเรชั่น จำกัด (เพื่อตราสารหนี้) THE HONGKONG AND SHANGHAI BANKING CORP., LTD. BKKBOND		
301	ธนาคารซิตี้แบงก์ เอ็น.เอ. (CUSTODY SERVICES) CITIBANK N.A. –CUSTODY SERVICES	334	บริษัทหลักทรัพย์ เพื่อธุรกิจหลักทรัพย์ จำกัด (มหาชน) (คัสโตเดี้ยน) TSFC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN		
302	ธนาคารไทยพาณิชย์ จำกัด (มหาชน) THE SIAM COMMERCIAL BANK PUBLIC COMPANY LIMITED	336	ธนาคารเกียรตินาคินภัทร จำกัด (มหาชน) KIATNAKIN PHATRA BANK PUBLIC COMPANY LIMITED		
303	ธนาคารกรุงเทพ จำกัด (มหาชน) (ผู้รับฝากทรัพย์สิน) BANGKOK BANK PUBLIC COMPANY LIMITED – CUSTODY	337	ธนาคารทหารไทยธนชาต จำกัด (มหาชน) TMBTHANACHART BANK PUBLIC COMPANY LIMITED		
304	ธนาคารฮ่องกงและเชี่ยงไฮ้ แบงกิ้ง คอร์ปอเรชั่น จำกัด THE HONGKONG AND SHANGHAI BANKING CORP., LTD. BKK	339	ธนาคารทิสโก้ จำกัด (เพื่อรับฝากทรัพย์สิน) TISCO BANK PUBLIC COMPANY LIMITED (CUSTODIAN)		
305	ธนาคารกรุงไทย จำกัด (มหาชน) THE KRUNG THAI BANK PUBLIC COMPANY LIMITED	340	ธนาคารเจพีมอร์แกน เชส (เพื่อค้าตราสารหนี้) JP MORGAN CHASE BANK (BOND TRADING)		
308	ธนาคารกสิกรไทย จำกัด (มหาชน) KASIKORN BANK PUBLIC COMPANY LIMITED	343	ธนาคารซีไอเอ็มบี ไทย จำกัด (มหาชน) CIMB THAI BANK PUBLIC COMPANY LIMITED		
312	ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน) STANDARD CHARTERED BANK (THAI) PUBLIC COMPANY LIMITED	350	บริษัทหลักทรัพย์ สยามเวลธ์ จำกัด SIAM WEALTH SECURITIES COMPANY LIMITED		
316	ธนาคารไอซีบีซี (ไทย) จำกัด (มหาชน) INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED	320	ธนาคารดอยซ์แบงก์ เอจี สาขากรุงเทพฯ - เพื่อรับฝากทรัพย์สิน DEUTSCHE BANK AKTIENGESELLSCHAFT BANGKOK BRANCH –CUSTODY SERVICES		
328	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) BANK OF AYUDHYA PUBLIC COMPANY LIMITED	351	บริษัทหลักทรัพย์ เว็ลธ์ เมจิก จำกัด WEALTH MAGIK SECURITIES CO., LTD		
352	บริษัทหลักทรัพย์ บลูเวลล์ จำกัด BULEBELL SECURITIES COMPANY LIMITED	412	บริษัท ศรีสวัสดิ์ แคปปิตอล 1969 จำกัด (มหาชน) SRISAWAD CAPITAL 1969 PUBLIC COMPANY LIMITED		
425	ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER)	432	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน)-เพื่อพันธบัตร BANK OF AYUDHYA PUBLIC COMPANY LIMITED-FOR BOND		

## ใบแจ้งการชำระเงิน / Bill Payment Form

	บริษัท หลักทรัพย	ข์ <b>ลิเบอเรเตอร์ จำกั</b> ด		วันที่(Date)	สา	ขาผู้รับฝาก (BRANCH)
114	944 โครงการสามย่านมิตรพาวน์ ชั้นที่ 17 ห้องเลขที่ 1702-1705 และ1710 ถนนพระราม 4 แขวงวังใหม่ เขตปทุมวัน กรุงเทพมหานคร, 10330 โทรศัพท์ : 02-028-7441			ชื่อผู้จองซื้อ (Name) :		
Liberator						
	เลขประจำตัวผู้เสียภาษีอ	กร : 0105564058690		Ref.1: เลขที่บัตรประชา		เนิติบุคคล/ID or Passport Number or Juristic-id
เพื่อเข้าบัญชี	"บริษัท หลักทรัพย์	ลิเบอเรเตอร์ จำกัด เพื่อจองซื้อ"		Ref.2:		
For "Liberator Se	curities Co.,Ltd. For Su	bscription"		เบ	อร์โทรศัพท์/เลขทะเบียนผู้ถือหุ้น/T	elephone No/Registration No.
$\Diamond$	บมจ. ธนาคารกรุงเทา	M Service Code :		Comp Code : :		ในต่องทางสาขา
			MIN TO LIMINO I	DITIS THEOR 1130		I I JONII NII 10 I)
ชำระด้วย / P: 	ayment Type	เลขที่เช็ค / Chq No.	ชนาคาร สาขา / I	Bank Branch	เช็คลงวันที่ / Chq Date	จำนวนเงิน / Amount
เงินสด/Cash	เช็ก/Cheque					
จำนวนเงินที่เป็นตัวอั	กษร/Amount in word					
		ละผู้ให้บริการที่เข้าร่วมได้จากเว็บไซต์		าศไทย		
ค่าธรรมเนียม	เป็นไปตามเงื่อนไขและข้อ	กกำหนดของแต่ละธนาคาร/ผู้ให้บริกา	75			
ชื่อผู้นำฝาก/Deposit t	y	โทรศัพท์/ Telephone			สำหรับเจ้าหน้าที่ธนาคาร ผู้รับ	เงิน
ر نو الله					O Demosiu	
•	ริการเฉพาะช่องทางอิเล็ เอิน 5 บาทต่อรายการในช่อ	กทรอนิกส์ (Biller ID : 010 เทางอิเล็กทรอนิกส์ และ ไม่เกิน 20 บาทต่			CIMB THAI	UOB CITI U.b
(11123311100111)	STA J BINNOS IOTTIS RA BO	WINOSHIM JOHNS SAID 20 BIM	03 101113 14 20 411 14 11	• 1)		
รุณาตัดตามรอยปรุ						
					ส่วนที่ 2	สำหรับธนาคาร / Bank's copy
					 ใบแจ้ง	ı การชำระเงิน / Bill Payment Form
	บริบัท หลักทรัพเ					
.41		รทาวน์ ชั้นที่ 17 ห้องเลขที่ 1702-1705		วันที่(Date)	ตาข	าผู้รับฝาก (BRANCH)
Liberator		แขวงวังใหม่ เขตปทุมวัน		ชื่อผู้จองซื้อ	(Name) :	
Liberator	กรุงเทพมหานคร, 10330 โทรศัพท์ : 02-028-7441			Ref.1:		
	เลขประจำตัวผู้เสียภาษีอา	กร : 0105564058690		เลขที่บัตรประชา	าชน/เลขที่หนังสือเดินทาง/เลขทะเบียน	นิติบุคคล/ID or Passport Number or Juristic-id
เพื่อเข้าบัญชี	"บริษัท หลักทรัพย์	ลิเบอเรเตอร์ จำกัด เพื่อจองซื้อ"		Ref.2:		
For "Liberator Se	curities Co.,Ltd. For Su	bscription"		เบอร์โทรศัพท์/เลขทะเบียนผู้ถือหุ้น/Telephone No/Registration No.		
$\triangle$	บมจ. ธนาคารกรุงเทา	N Service Code :	LIRSIPO	Comp Code : :	58690	
<b>\Pi</b>	•	าทต่อรายการในช่องทางอิเล็กทรอนิกส์ เ		-		ในช่องทางสาขา)
ชำระด้วย / Pa	ayment Type	เลขที่เช็ค / Chq No.	ธนาคาร สาขา / I	Bank Branch	เช็คลงวันที่ / Chq Date	จำนวนเงิน / Amount
เงินสด/Cash	เช็ก/Cheque					
•••••••••••••••••••••••••••••••••••••	กษร/Amount in word					
			์ของธนาคารแห่งประเ <b>ร</b>	าสไทย		
		กำหนดของแต่ละธนาคาร/ผู้ให้บริกา				
		•				
ชื่อผู้นำฝาก/Deposit t	у	_ โทรศัพท์/ Telephone.			สำหรับเจ้าหน้าที่ธนาคาร ผู้รับ	เงิน
					4	

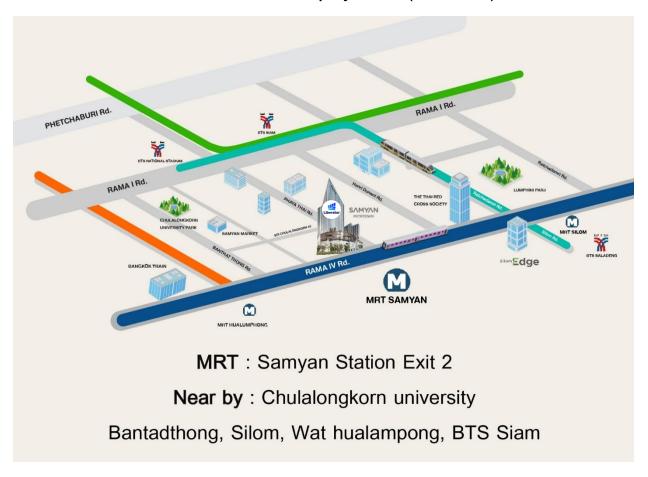
(Biller ID: 010556405869052)

ชนาคารอื่นๆ ให้บริการเฉพาะช่องทางอิเล็กทรอนิกส์

(ค่าธรรมเนียมไม่เกิน 5 บาทต่อรายการในช่องทางอิเล็กทรอนิกส์ และไม่เกิน 20 บาทต่อรายการ ในช่องทางสาขา)

MIZUHO #UOB CÎTÎ LLO

## **Liberator Securities Company Limited (Head Office)**



Address: 944 Mitrtown Office Tower, 17<sup>th</sup> floor (Room 1702-1705 and 1710) 944 Rama 4 Road Wangmai, Pathumwan, Bangkok 10330

Telephone: 02-028-7441



# สำหรับลูกค้าประเภทนิติบุคคล

# แบบแจ้งสถานะความเป็นบุคคลอเมริกันและผู้มีถิ่นที่อยู่ทางภาษีในประเทศอื่น

## FATCA/CRS Self-Certification Form for Entity/Juristic Person

วันที่	เลขทะเบียนผู้ถือหุ้น	
Date	Account ID	
ชื่อองค์กร/นิติบุคคล/บริษัท		
Name of Organization/Entity/Company		
ประเทศที่จดทะเบียน หรือจัดตั้ง	เลขทะเบียนนิติบุคคล	
Country of Incorporation/Registration or Organization	Entity Registration Number	
เลขประจำตัวผู้เสียภาษีในประเทศไทย		
Thai Tax Identification Number		
เลขประจำตัวผู้เสียภาษีในประเทศอื่น (โปรดระบุทุกประเทศ เ		
Foreign Tax Identification Number(s) (Please provide a list of cou ประเทศ/Country	• ,	
ประเทศ/Country	•	
ประเทศ/Country	<del>-</del>	
,	- u	
ส่วนที่ 1	ป็นบุคคลอเมริกันภายใต้หลักเกณฑ์ข	ของ FATCA
	FATCA : Self-Certification	
<ol> <li>เป็นบริษัทที่จดทะเบียนในประเทศสหรัฐฯ (หากตอบ "ใช่"โปรด</li> </ol>	กกรอก W-9)	่ ใช่/Yes
Being a juristic person registered in the United States of		
2. เป็นสถาบันการเงิน ภายใต้หลักเกณฑ์ของ FATCA (หากตอบ	1	่
Being a financial institution under FATCA requirements (	If answer "Yes", please specify O PFFI O RD	CFFI)
(หาก"ใช่"กรุณากรอกหมายเลขGIIN		
(If "Yes", please fill in GIIN		
3. เป็นนิติบุคคลที่มีรายได้จากการลงทุน หรือรายได้ทางอ้อมตั้งเ		่
หรือมีทรัพย์สินที่ก่อให้เกิดรายได้ดังกล่าวได้ตั้งแต่ร้อยละ 50	ขึ้นไปของสินทรัพย์รวม ในรอบบัญชีปีล่าสุด (หาก "ใข	ร่" โปรดกรอก W-8BEN-E)
Being a juristic person with income from investment or in	ndirect income of at least 50 percent of the total in	ncome or having income
generating asset of at least 50 percent of the total asset	within the latest financial year (If "Yes", please fill	l in W-8BEN-E)

Highly Confidential

# ส่วนที่ 2

# สถานะของนิติบุคคลภายใต้หลักเกณฑ์ของ CRS

## Entity's status under the CRS

1.	. ผู้ถือหลักทรัพย์เป็นสถาบันการเงินภายใต้หลักเกณฑ์ของ CRS The securities holder is a Financial Institution under the CRS (หากตอบว่า "ใช่" โปรดเลือกตอบข้อ 1.1-1.2 ข้อใดข้อหนึ่งเพียงข้อเดียว) (If "Yes", please select 1.1-1.2 only one answer)	่ นี่ที่Yes			
	<ul> <li>1.1 เป็นนิติบุคคลที่ดำเนินธุรกิจเกี่ยวกับการลงทุน ซึ่งอยู่ในรัฐคู่สัญญา หรือเป็นนิติบุคคลที่ดำเนินธุรกิจเกี่ย และไม่ได้บริหารโดยสถาบันการเงินตามหลักเกณฑ์ของ CRS</li></ul>	or is a juristic person which operates al institution pursuant to the rules กณฑ์ของ CRS			
	Is a financial institution categorized as a depository, custodian or insurance company pursuant to the rule	Is a financial institution categorized as a depository, custodian or insurance company pursuant to the rules of the CRS.			
2.	. ผู้ถือหลักทรัพย์เป็นนิติบุคคลที่ไม่ใช่สถาบันการเงิน โดยผู้ถือหลักทรัพย์เป็นแอ็คทิฟเอ็นเอฟอี (Active NFE) The securities holder is an Active Non-Financial Entity "Active NFE" (หากท่านตอบว่า "ใช่" โปรดเลือกตอบข้อ 2.1-2.4 ข้อใดข้อหนึ่งเพียงข้อเดียว)	่ นี่/Yes			
	(If "Yes", please select 2.1-2.4 only one answer)  2.1 Active NFE – เป็นนิติบุคคลที่หุ้นมีการซื้อขายตามปกติในตลาดหลักทรัพย์ที่จัดตั้ง หรือเป็นนิติบุคคลที่ม่ ขายตามปกติในตลาดหลักทรัพย์ที่จัดตั้ง				
	Active NFE – is a juristic person the shares of which are ordinarily traded in the established storelationship with the juristic person the shares of which are ordinarily traded in the established storelationship with the				
	หากเลือกข้อ 2.1 โปรดระบุชื่อตลาดหลักทรัพย์ที่ซื้อขายหุ้น				
	(If select 2.1, please provide the name of the established securities market on which the company is regular				
	หากผู้ถือหลักทรัพย์เป็นนิติบุคคลที่มีความสัมพันธ์กับนิติบุคคลที่หุ้นมีการซื้อขายตามปกติในตลาดหลักทรัพย์ที่จัดเ มีการซื้อขายตามปกติในตลาดหลักทรัพย์ที่จัดตั้ง	ตั้ง โปรดระบุชื่อนิติบุคคลที่มีความสัมพันธ์ที่หุ้น			
	In case the securities holder is a juristic person with relationship with the juristic person the shares of which established, please specify the name of such juristic person the shares of which are ordinarily traded in the				
	] 2.2 Active NFE – เป็นหน่วยงานของรัฐบาล หรือธนาคารกลาง (Government Entity or Central Bank)				
	] 2.3 Active NFE - เป็นองค์การระหว่างประเทศ (International Organization)				
	<b>2.4 Active NFE</b> – เป็นหน่วยงานอื่นนอกเหนือจากข้อ <b>2.1 - 2.3</b> (Active NFE-other than 2.1-2.3)				
	เช่น นิติบุคคลใหม่ที่จัดตั้งไม่เกิน 24 เดือน, นิติบุคคลที่อยู่ในกระบวนการขายทรัพย์สินเพื่อชำระบัญชีหรือฟื้นฟูกิจ นอกจากการเป็นสถาบันการเงิน และนิติบุคคลที่สัดส่วนของรายได้และทรัพย์สินไม่เข้าลักษณะเป็นพาสซิฟเอ็นเอเ ครบถ้วนตามเงื่อนไขที่ CRS กำหนด	·			
	Such as a juristic person newly established for a period not exceeding 24 months, a juristic person which the purpose of liquidation or rehabilitation with the intention to operate business other than as a financial proportion of revenue and assets of which does not fit the characteristics of a passive NFE. In this regard the qualifications pursuant to the conditions prescribed by CRS	I institution, and a juristic person the			





**Highly Confidential** 

3.	ผู้ถือหลักทรัพย์เป็นนิติบุคคลที่ไม่ใช่สถาบันการเงิน โดยผู้ถือหลักทรัพย์เป็นพาสซิฟเอ็นเอฟอี (Passive NFE)	🗌 ใช่/Yes 🗌 ไม่ใช่/No
	The securities holder is a Passive Non-Financial Entity "Passive NFE"	
	(หากท่านตอบว่า "ใช่" โปรดเลือกตอบข้อ 3.1 หรือ 3.2 เพียงข้อเดียว และโปรดระบุจำนวนบุคคลผู้มีอำนาจควบคุมทั้งหมดของนิติบุคคล และถิ่นที่อยู่ทางภา	ษีของผู้มีอำนาจควบคุม ในส่วนที่ 4 ด้วย)
	(If "Yes", please select 3.1-3.2 only one answer, please also indicate the number of all Controlling Person(s) of the Entity and Tax Residency of Controlling	ng Person(s) in Part 4)
	<u>หมายเหตุ</u> หากผู้ถือหลักทรัพย์ที่เป็น Active NFE ตามข้อ 2. แล้ว ผู้ถือหลักทรัพย์จะไม่เป็น Passive NFE ตามข้อ 3. อีก	
	Remark. If the securities holders is an Active NFE in 2, then the securities holders is not a Passive NFE in 3	
	3.1 เป็นนิติบุคคลที่ดำเนินธุรกิจเกี่ยวกับการลงทุน ซึ่งไม่ได้อยู่ในรัฐคู่สัญญา และบริหารโดยสถาบันการเงินตามข้อกำหนด	ของ CRS
	Investment Entity located in a Non-Participating Jurisdiction and managed by Financial Institution under the o	definition of CRS
	3.2 เป็นนิติบุคคลที่มีรายได้ที่ไม่ได้มาจากการประกอบกิจการโดยตรง เช่น เงินปันผล ดอกเบี้ย ค่าเช่า และค่าสิทธิ (Loyali	y) (โดยที่ค่าเช่า และค่าสิทธิดังกล่าว
	ไม่ได้เกิดจากการประกอบธุรกิจโดยตรง) ตั้งแต่ร้อยละ 50 ขึ้นไปของรายได้ทั้งหมด หรือมีสินทรัพย์ที่ก่อให้เกิดหรือถือ	
	ดังกล่าว (เช่น เงินฝาก ทรัพย์สินทางการเงิน และทรัพย์สินที่ก่อให้เกิดค่าเช่า) ตั้งแต่ร้อยละ 50 ขึ้นไปของสินทรัพย์ทั้ง	หมดในระหว่างปีปฏิทินก่อนหน้า
	Is a juristic person with revenue not derived from direct business operation such as dividend, interest, rental and royalty	(and such rental and royalty do not arise
	from direct business operation) in an amount of at least 50 percent of the total revenue or with assets which generate of	or which are held to generate revenue of
	such characteristics (such as deposit, financial assets and assets which generate rental) in an amount of at least 50 pe	rcent of the total assets during the
	previous calendar year.	
	หมายเหตุ : หากผู้ถือหลักทรัพย์ที่เป็น Active NFE แล้ว ผู้ถือหลักทรัพย์จะไม่เป็น Passive NFE ตามข้อ 3.	
	Remark : If the securities holder is an Active NFE, the securities holder are not a Passive NFE in 3	

ส่วนที่ 3

# ข้อมูลถิ่นที่อยู่ทางภาษีในประเทศอื่นนอกจากสหรัฐอเมริกา

CRS: Declaration of Tax Residency (other than the U.S.)

"ถิ่นที่อยู่ทางภาษี" หมายถึง ประเทศที่ผู้ถือหลักทรัพย์มีหน้าที่ต้องเสียภาษีเงินได้ สำหรับเงินได้ที่ผู้ถือหลักทรัพย์ได้รับจากประเทศนั้น และ/หรือประเทศอื่น ๆ เนื่องจากการมีภูมิลำเนาถิ่นที่อยู่ ที่ตั้งอันเป็นศูนย์จัดการและควบคุมนิติบุคคล ที่นิติบุคคลจดทะเบียนจัดตั้ง หรือโดยการพิจารณาจากหลักเกณฑ์อื่น ๆ "Tax Residence" means the country in which the securities holders have the duty to pay income tax for the income received by the securities holders in such country and/or other countries as a result of having domicile or location for the management and control of juristic person where the juristic person is incorporated or other criteria

ประเทศถิ่นที่อยู่ทางภาษี Country of Tax Residence	เลขประจำตัวผู้เสียภาษี (Tax Identification Number: "TIN")	หากไม่มีเลขประจำตัวผู้เสียภาษี โปรดระบุเหตุผล ก, ข หรือ ค If TIN is unavailable, please indicate reason A, B or C stipulated in the bottom	หากเลือกเหตุผล ข โปรดระบุเหตุผล ที่ผู้ถือหลักทรัพย์ไม่สามารถขอเลข ประจำตัวผู้เสียภาษีได้ Please explain why you are unable to obtain a TIN if you select Reason B

### หากผู้ถือหลักทรัพย์ไม่มีเลขประจำตัวผู้เสียภาษี (TIN) กรุณาระบุเหตุผลดังต่อไปนี้

If a TIN is unavailable, indicate which of the following reason is applicable :

เหตุผล (A) – ประเทศที่ผู้ถือหลักทรัพย์มีถิ่นที่อยู่ทางภาษี ไม่ได้ออกเลขประจำตัวผู้เสียภาษีให้กับผู้อาศัยอยู่ในประเทศนั้น

Reason (A) - The jurisdiction where the securities holder is a tax resident does not issue TINs to its residents.

เหตุผล (B) – ผู้ถือหลักทรัพย์ไม่สามารถขอเลขประจำตัวผู้เสียภาษีที่ออกโดยประเทศนั้นได้

Reason (B) - The securities holder is otherwise unable to obtain a TIN.

เหตุผล (C) – ไม่จำเป็นต้องให้หรือเปิดเผยเลขประจำตัวผู้เสียภาษี (หมายเหตุ : โปรดเลือกเหตุผลนี้เฉพาะในกรณีที่กฎหมายภายในประเทศนั้น ไม่ได้บังคับจัดเก็บเลขประจำตัวผู้เสียภาษี)

Reason (C) - TIN is not required. (Remark: Please select this reason only if the domestic law of the relevant jurisdiction does not require the collection of TIN issued by such jurisdiction.)

หมายเหตุ : หากผู้ถือหลักทรัพย์เป็นผู้มีถิ่นที่อยู่ที่ต้องชำระภาษีมากกว่าสี่ประเทศ โปรดระบุในเอกสารแยกต่างหาก

Remark: If the securities holder is a tax resident in more than four countries, please use a separate sheet.





# ส่วนที่ 4

## ข้อมูลถิ่นที่อยู่ทางภาษีและเลขประจำตัวผู้เสียภาษีของผู้มีอำนาจควบคุม Tax Residency and Taxpayer Identification Number (TIN) of Controlling Person(s)

## โปรดตอบคำถามในส่วนนี้ หากท่านเป็น Passive NFE ตามข้อ 4.1 หรือ 4.2

Please answer in this part, if you are Passive NFE in 4.1 or 4.2

จำนวนบุคคลผู้มีอำนาจควบคุมของนิติบุคคล (Number of controlling person(s) of the securities holder) \_\_\_ "ผู้มีอำนาจควบคุม" หมายถึง (1) บุคคลธรรมดาที่มีอำนาจควบคุมเหนือนิติบุคคล (2) ผู้ก่อตั้งทรัสต์ ทรัสตี ผู้คุ้มครอง ผู้ได้รับผลประโยชน์ที่ แท้จริง หรือผู้ได้รับผลประโยชน์ที่แท้จริงที่จำแนกตามประเภท และบุคคลธรรมดาอื่นใดที่มีอำนาจควบคุมสูงสุดเหนือกองทรัสต์ ในกรณีของ กองทรัสต์ หรือ (3) บุคคลที่มีฐานะเทียบเท่าหรือคล้ายกัน ในกรณีของหน่วยที่จัดตั้งขึ้นตามกฎหมายอื่น ๆ นอกเหนือจากกองทรัสต์ ทั้งนี้ ตาม รายละเอียดและเงื่อนไขที่ CRS กำหนด

"Controlling Person" means (1) an individual with control over the juristic person, (2) a founder of the trust, trustee, custodian, true beneficial owner or true beneficiary with specific categorization and any other individuals with the ultimate control over the trust in case of a trust, or (3) a person with equivalent or analogous status in case of a department established under laws other than a trust pursuant to the details and conditions prescribed by CRS.

#### ข้อมูลของผู้มีอำนาจควบคุม (Details of Controlling Person(s)) 4.2

งควบคุมที่ 3 ผู้มีอำนาจควบคุมที่ 4
ng Person 3 Controlling Person 4
(1) 🗆
(2) 🗌
(3) 🗆  ระก้
,
(B) (C) (A) (B) (C)



		ผู้มีอำนาจควบคุมที่ 1	ผู้มีอำนาจควบคุมที่ 2	ผู้มีอำนาจควบคุมที่ 3	ผู้มีอำนาจควบคุมที่ 4
		Controlling Person 1	Controlling Person 2	Controlling Person 3	Controlling Person 4
(2)	ประเทศของถิ่นที่อยู่เพื่อวัตถุประสงค์ในการเก็บภาษี Country of Tax Residence				
	เลขประจำผู้เสียภาษี TIN				
	หากไม่มีเลขประจำตัวผู้เสียภาษี โปรดระบุ เหตุผล lf no TIN available, please enter reason	☐ (A) ☐ (B) ☐ (C)			
	พากเลือกเหตุผลข้อ (B) โปรดระบุเหตุผลที่ท่านไม่สามารถรับ เลขประจำตัวผู้เสียภาษี If select reason (B), please explain why you are unable to obtain a TIN				
(3)	ประเทศของถิ่นที่อยู่เพื่อวัตถุประสงค์ในการเก็บภาษี Country of Tax Residence				
	เลขประจำผู้เสียภาษี				
	TIN				
	หากไม่มีเลขประจำตัวผู้เสียภาษี โปรตระบุ เหตุผล If no TIN available, please enter reason	☐ (A) ☐ (B) ☐ (C)	(A) (B) (C)	(A) (B) (C)	(A) (B) (C)
	พากเลือกเหตุผลข้อ (B) โปรดระบุเหตุผลที่ท่านไม่สามารถรับ เลขประจำตัวผู้เสียภาษี				
	If select reason (B), please explain why you are unable to obtain a TIN				
(4)	ประเทศของถิ่นที่อยู่เพื่อวัตถุประสงค์ในการเก็บภาษี Country of Tax Residence				
	เลขประจำผู้เสียภาษี TIN				
	หากไม่มีเลขประจำตัวผู้เสียภาษี โปรดระบุ เหตุผล If no TIN available, please enter reason	☐ (A) ☐ (B) ☐ (C)			
	พากเลือกเหตุผลข้อ (B) โปรดระบุเหตุผลที่ท่านไม่สามารถรับ เลขประจำตัวผู้เสียภาษี If select reason (B), please explain why you are unable to obtain a TIN				

หากผู้มีอำนาจควบคุมไม่มีเลขประจำตัวผู้เสียภาษี (TIN) กรุณาระบุเหตุผลดังต่อไปนี้

If a TIN is unavailable, indicate which of the following reason is applicable :

เหตุผล (A) – ประเทศที่ผู้มีอำนาจควบคุมมีถิ่นที่อยู่ทางภาษี ไม่ได้ออกเลขประจำตัวผู้เสียภาษีให้กับผู้อาศัยอยู่ในประเทศนั้น

Reason (A) – The jurisdiction where the controlling person is a tax resident does not issue TINs to its residents.

เหตุผล (B) – ผู้มีอำนาจควบคุมไม่สามารถขอเลขประจำตัวผู้เสียภาษีที่ออกโดยประเทศนั้นได้

Reason (B) – The controlling person is otherwise unable to obtain a TIN.

เหตุผล (C) – ไม่จำเป็นต้องให้หรือเปิดเผยเลขประจำตัวผู้เสียภาษี (หมายเหตุ : โปรดเลือกเหตุผลนี้เฉพาะในกรณีที่กฎหมายภายในประเทศนั้น ไม่ได้บังคับจัดเก็บเลขประจำตัวผู้เสียภาษี)

Reason (C) - TIN is not required. (Remark: Please select this reason only if the domestic law of the relevant jurisdiction does not require the collection of TIN issued by such jurisdiction.)

หมายเหตุ : หากผู้มีอำนาจควบคุมเป็นผู้มีถิ่นที่อยู่ที่ต้องชำระภาษีมากกว่าสี่ประเทศ โปรดระบุในเอกสารแยกต่างหาก

Remark: If the controlling person is a tax resident in more than four countries, please use a separate sheet.





# ส่วนที่ 5

# การยืนยันและการเปลี่ยนแปลงสถานะ

## **Confirmation and Change of Status**

 ผู้ถือหลักทรัพย์รับรองว่า ข้อมูลที่ผู้ถือหลักทรัพย์ได้ให้ไว้แก่บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด ("ศูนย์รับฝากฯ") ตามแบบแจ้งสถานะฯ ฉบับนี้ เป็นข้อมูล ของผู้ถือหลักทรัพย์เอง และเป็นข้อมูลที่ถูกต้องครบถ้วนตามความเป็นจริงและเป็นปัจจุบันทุกประการ

The securities holders represent that the information provided by the securities holders to Thailand Securities Depository Co., Ltd. ("TSD") pursuant to this status declaration form belongs to the securities holders and is correct, complete, conforms to the truth and up-to-date in all respects.

 ผู้ถือหลักทรัพย์รับทราบและตกลงว่า หากศูนย์รับฝากฯ ตรวจพบหรือมีเหตุอันควรสงสัยว่า ข้อมูลของผู้ถือหลักทรัพย์ตามแบบแจ้งสถานะฯ ฉบับนี้, ในแบบฟอร์ม W-9 หรือใน แบบฟอร์มอื่นใดที่เกี่ยวข้อง ซึ่งผู้ถือหลักทรัพย์ได้ให้ไว้แก่ศูนย์รับฝากฯ ไม่เป็นความจริง ไม่ถูกต้อง หรือไม่ครบถ้วน ศูนย์รับฝากฯ มีดุลยพินิจแต่เพียงฝ่ายเดียวในการยุติ ความสัมพันธ์ทางการเงินหรือความสัมพันธ์ทางธุรกิจกับผู้ถือหลักทรัพย์ ไม่ว่าทั้งหมดหรือบางส่วน ตามที่ศูนย์รับฝากฯ เห็นสมควร

The securities holders acknowledge and agree that in an event the TSD discovers or has reasonable cause to suspect that the information of the securities holders pursuant to this status declaration form, W-9 or other relevant forms provided by the securities holders to the TSD is not true, correct or complete, the TSD has the sole discretion to terminate any financial or business relationship with the securities holders, whether in whole or in part, as the TSD deems

 ผู้ถือหลักทรัพย์รับทราบและตกลงว่า ในกรณีที่มีเหตุการณ์เปลี่ยนแปลงอันทำให้ข้อมูลของผู้ถือหลักทรัพย์ที่ระบูในแบบแจ้งสถานะฯ ฉบับนี้, ในแบบฟอร์ม W-9 หรือในแบบฟอร์ม อื่นใดที่เกี่ยวข้อง ไม่ถูกต้อง ไม่ครบถ้วน หรือไม่เป็นปัจจุบัน ผู้ถือหลักทรัพย์มีหน้าที่ในการแจ้งให้ศูนย์รับฝากฯ ทราบถึงรายละเอียดการเปลี่ยนแปลงดังกล่าว พร้อมทั้งนำส่งเอกสาร ประกอบตามที่ศูนย์รับฝากฯ กำหนด ภายใน 30 วันนับแต่วันที่มีการเปลี่ยนแปลงนั้น

The securities holders acknowledge and agree that in case of an event of change such that the information of the securities holders specified in this status declaration form, W-9 or other relevant forms becomes incorrect, incomplete or not up-to-date, the securities holders shall have the duty to inform the TSD of the details of such change and to submit any supporting documents as prescribed by the TSD within 30 days from the date of such change.

4. ผู้ถือหลักทรัพย์รับทราบและตกลงว่า ในกรณีที่ผู้ถือหลักทรัพย์ไม่ได้ดำเนินการตามข้อ 3. หรือผู้ถือหลักทรัพย์นำส่งข้อมูลเกี่ยวกับสถานะของผู้ถือหลักทรัพย์ที่ไม่เป็นความจริง ไม่ถูกต้อง หรือไม่ครบถ้วน ศูนย์รับฝากฯ มีดุลยพินิจแต่เพียงฝ่ายเดียวในการยุติความสัมพันธ์ทางการเงินหรือความสัมพันธ์ทางธุรกิจกับผู้ถือหลักทรัพย์ ไม่ว่าทั้งหมดหรือบางส่วน ตามที่ศูนย์รับฝากฯ เห็นสมควร

The securities holders acknowledge and agree that in case the securities holders fail to proceed in accordance with 3. or submit information on their status which is untrue, incorrect or incomplete, the TSD has the sole discretion to terminate any financial or business relationship with the securities holders, whether in whole or in part, as the TSD deems appropriate

# ส่วนที่ 6

# การเปิดเผยข้อมูลและความยินยอมในการหักเงินในบัญชี

## Disclosure of information and authorization for debiting funds in account

ผู้ถือหลักทรัพย์รับทราบและตกลงผูกพันตามการดำเนินการดังต่อไปนี้ โดยจะไม่เพิกถอนความตกลงยินยอมดังกล่าวไม่ว่าในเวลาใด ๆ

The securities holders acknowledge and agree to be bound by the following and will not revoke any consent to such agreement at any time:

1. ผู้ถือหลักทรัพย์รับทราบและตกลงให้ศูนย์รับฝากฯ เปิดเผยข้อมูลต่าง ๆ ของผู้ถือหลักทรัพย์ให้แก่ตลาดหลักทรัพย์แห่งประเทศไทย และบริษัทย่อยของตลาดหลักทรัพย์ แห่งประเทศไทย (รวมเรียกว่า "ก**ลุ่มตลาดหลักทรัพย์ฯ**") เพื่อประโยชน์ในการปฏิบัติตามหลักเกณฑ์การแลกเปลี่ยนข้อมูลภาษีตามข้อตกลงระหว่างรัฐบาลไทยกับรัฐบาล สหรัฐอเมริกา (The Foreign Account Tax Compliance Act: "FATCA"), มาตรฐานการแลกเปลี่ยนข้อมูลทางการเงินแบบอัตโนมัติ (The Common Reporting Standard: "CRS") ตลอดจนกฎเกณฑ์ขององค์การเพื่อความร่วมมือทางเศรษฐกิจและการพัฒนา (The Organization for Economic Co-operation and Development: "OECD") หน่วยงานจัดเก็บภาษีอากรในประเทศ หน่วยงานจัดเก็บภาษีอากรในต่างประเทศ ซึ่งรวมถึงหน่วยงานจัดเก็บภาษีอากรของสหรัฐอเมริกา (Internal Revenue Service: "IRS") โดยข้อมูลที่อาจมีการเปิดเผยเพื่อวัตถุประสงค์ดังกล่าวรวมถึงข้อมูลชื่อ ที่อยู่ เลขประจำตัวผู้เสียภาษี หมายเลขบัญชี สถานะตามหลักเกณฑ์ของ FATCA (เป็นผู้ปฏิบัติตาม หรือผู้ไม่ให้ความร่วมมือ) จำนวนเงินหรือมูลค่าคงเหลือในบัญชี

การจ่ายเงินเข้า-ออกจากบัญซี รายการเคลื่อนไหวทางบัญซี จำนวนเงิน ประเภทและมูลค่าของผลิตภัณฑ์ทางการเงิน และ/หรือทรัพย์สินอื่น ๆ ที่อยู่ในความครอบครองของ ศูนย์รับฝากฯ ตลอดจนจำนวนรายได้ และข้อมูลอื่น ๆ ที่เกี่ยวกับความสัมพันธ์ทางการเงินหรือความสัมพันธ์ทางธุรกิจของผู้ถือหลักทรัพย์ ที่อาจถูกร้องขอโดยกลุ่มตลาด หลักทรัพย์แห่งประเทศไทย หน่วยงานจัดเก็บภาษีอากรในประเทศ และ/หรือหน่วยงานจัดเก็บภาษีอากรในต่างประเทศ ซึ่งรวมถึง IRS ด้วย

The securities holders acknowledge and agree for the TSD to disclose any information of the securities holders to the Stock Exchange of Thailand and its subsidiaries (collectively as "SET Group") for the purpose of complying with the The Foreign Account Tax Compliance Act (FATCA), Common Reporting Standards (CRS) as well as regulations of the Organization for Economic Co-operation and Development (OECD), and domestic and oversea taxation authorities which including Internal Revenue Service (IRS). In this regard, the information that may be disclosed for such purpose includes name, address, taxpayer identification number, account number, FATCA status, outstanding amount or value in the account, payment to-and-from the account, account movement statement, amount, type and value of financial products and/or other assets in the possession of the TSD as well as amount of income and other information on





the financial or business relationship of the securities holders which may be requested by the SET Group, the domestic taxation authorities and/or oversea taxation authorities which including IRS.

2. ผู้ถือหลักทรัพย์รับทราบและตกลงให้ศูนย์รับฝากฯ หักเงินจากบัญชีของผู้ถือหลักทรัพย์ และ/หรือเงินได้ที่ผู้ถือหลักทรัพย์ใด้รับจากหรือผ่านศูนย์รับฝากฯ ในจำนวนที่ กำหนดโดยหน่วยงานจัดเก็บภาษีอากรในประเทศ และ/หรือหรือหน่วยงานจัดเก็บภาษีอากรในต่างประเทศ ซึ่งรวมถึง IRS ภายใต้บังคับของกฎหมาย กฎเกณฑ์ รวมถึง ข้อตกลงใด ๆ ระหว่างศูนย์รับฝากฯ กับหน่วยงานจัดเก็บภาษีอากรดังกล่าว

The securities holders acknowledge and agree for the TSD to deduct money from the account of the securities holders and/or income received by the securities holders from or via the TSD in an amount prescribed by the domestic taxation authorities and/or oversea taxation authorities which including IRS pursuant to the laws, rules and agreements between the TSD and such taxation authorities.

3. ผู้ถือหลักทรัพย์รับทราบและตกลงว่า หากผู้ถือหลักทรัพย์ไม่ให้หรือไม่ได้แจ้งให้ศูนย์รับฝากฯ ทราบถึงข้อมูลที่จำเป็นต่อการพิจารณาสถานะความเป็นบุคคลอเมริกัน (U.S. Person) สถานะบัญชีที่ต้องรายงาน หรือสถานะผู้ถือบัญชีที่ต้องถูกรายงาน, หรือไม่ได้ให้ข้อมูลที่จำเป็นต้องใช้ในการรายงานข้อมูลต่อหน่วยงานจัดเก็บภาษีอากรที่เกี่ยวข้อง, หรือผู้ถือหลักทรัพย์ไม่สามารถขอยกเว้นการบังคับใช้กฎหมายที่ห้ามการรายงานข้อมูลได้ ศูนย์รับฝากฯ มีดุลยพินิจแต่เพียงฝ่ายเดียวในการยุดิความสัมพันธ์ทางการเงินหรือ ความสัมพันธ์ทางธุรกิจกับผู้ถือหลักทรัพย์ ไม่ว่าทั้งหมดหรือบางส่วน ตามที่ศูนย์รับฝากฯ เห็นสมควร

The securities holders acknowledge and agree that in case the securities holders fail to provide or notify the TSD about the information required for the consideration of U.S. Person Status, the status of account or account holder which must be reported, or fail to provide information required to be reported to the relevant taxation authorities, or the securities holders are unable to apply for exemption from compliance with the laws prohibiting the reporting of information, the TSD has the sole discretion to terminate any financial or business relationship with the securities holders, whether in whole or in part, as the TSD deems appropriate.

้ผู้ถือหลักทรัพย์รับทราบและตกลงปฏิบัติตามข้อกำหนดและเงื่อนไขต่างๆ ในแบบแจ้งสถานะฯ ฉบับนี้ ซึ่งรวมถึงรับทราบและตกลงผูกพันตามเงื่อนไขการ เปิดเผยข้อมูล และตกลงให้ศูนย์รับฝากฯ หักเงินในบัญชีตามรายละเอียดที่กำหนดไว้ตามข้างต้นทุกประการ และได้ลงลายมือชื่อไว้เป็นลำคัญ The securities holders acknowledge and agree to comply with the terms and conditions in this status declaration form and to be bound by the conditions on the disclosure of information, and agree for the TSD to deduct money in the account pursuant to the details prescribed above in all respects, and hereby affix signatures as evidence thereof.

ลงชื่อ	แทนผู้ถือบัญชี		
Signature	Securities holders / Person authorize	ed to sign on behalf of the account holder	
<u>สำหรับเจ้าหน้าที่</u> For official use only		ตรวจสอบหลักฐานแสดงตนฉบับจริงของผู้ถือหลัก I have already checked all original identification do	
วันที่ Date	ผู้ตรวจรับ Checker		ูเจ้าหน้าที่ Officer





# <u>สำหรับลูกค้าประเภทบุคคลธรรมดา</u>

# แบบแจ้งสถานะความเป็นบุคคลอเมริกันและผู้มีถิ่นที่อยู่ทางภาษีในประเทศอื่น

## **FATCA/CRS Self-Certification Form for Individual Customer**

วันที่ Date	เลขทะเบียนผู้ถือหุ้น Account ID			
ผู้ถือหลักทรัพย์ (คำนำหน้า/ชื่อ/สกุล)	วัน/เดือน/ปีเกิด Birth Date			
สถานที่เกิด (ประเทศ) Place of Birth (Country)	สัญชาติ Nationality			
ส่วนที่ 1	ในบุคคลอเมริกันภายใต้หลักเกณฑ์ของ FATCA FATCA : Self-Certification			
(หากตอบ "ใช่" ในข้อใดข้อหนึ่ง แสดงว่าผู้ถือหลักทรัพย์เป็นบุคคลอเมริกันภายใต้หลักเกณฑ์ของ FATCA โปรดกรอกแบบฟอร์ม W-9) (If you answer "Yes" for any of the questions, you are an American person pursuant to FATCA law, thus please fill in W-9)				
<ol> <li>เป็นพลเมืองอเมริกันหรือเกิดในสหรัฐอเมริกา</li> <li>Being a American citizen or born in the United States of A</li> </ol>	่ ่ ใช่/YES			
2. มีถิ่นที่อยู่ถาวรในประเทศสหรัฐอเมริกา Having permanent residence in the United States of Amer	่ ่า ใช่/Yes			



# ส่วนที่ 2

# ข้อมูลถิ่นที่อยู่ทางภาษีในประเทศอื่นนอกจากสหรัฐอเมริกา

CRS: Declaration of Tax Residency (other than the U.S.)

"ถิ่นที่อยู่ทางภาษี" หมายถึง ประเทศที่ผู้ถือหลักทรัพย์มีหน้าที่ต้องเสียภาษีเงินได้ สำหรับเงินได้ที่ผู้ถือหลักทรัพย์ได้รับจากประเทศนั้น และ/หรือประเทศอื่น ๆ เนื่องจากการมีภูมิลำเนาถิ่นที่อยู่ โดยพิจารณาจากจำนวนวันที่ผู้ถือหลักทรัพย์อยู่ในประเทศนั้นในแต่ละปี หรือโดยพิจารณาจากหลักเกณฑ์อื่น ๆ "Tax Residence" means the country in which the securities holders have the duty to pay income tax for the income received by the securities holders in such country and/or other countries as a result of having domicile there taking into consideration the number of days the securities holders reside in such country in each year or other criteria.

ประเทศถิ่นที่อยู่ทางภาษี Country of Tax Residence	เลขประจำตัวผู้เสียภาษี (Tax Identification Number "TIN")	หากไม่มีเลขประจำตัวผู้เสียภา <del>ษี</del> โปรดระบุเหตุผล ก, ข หรือ ค If no TIN is unavailable, please indicate reason A, B or C stipulated in the bottom	หากเลือกเหตุผล ข โปรดระบุเหตุผล ที่ผู้ถือหลักทรัพย์ไม่สามารถขอเลข ประจำตัวผู้เสียภาษีได้ Please explain why you are unable to obtain a TIN if you select Reason B

หากผู้ถือหลักทรัพย์ไม่มีเลขประจำตัวผู้เสียภาษี (TIN) กรุณาระบุเหตุผลดังต่อไปนี้ :

If a TIN is unavailable, indicate which of the following reason is applicable :

เหตุผล (A) – ประเทศที่ผู้ถือหลักทรัพย์มีถิ่นที่อยู่ทางภาษี ไม่ได้ออกเลขประจำตัวผู้เสียภาษีให้กับผู้อาศัยอยู่ในประเทศนั้น

Reason (A) - The jurisdiction where the securities holder is a tax resident does not issue TINs to its residents.

เหตุผล (B) – ผู้ถือหลักทรัพย์ไม่สามารถขอเลขประจำตัวผู้เสียภาษีที่ออกโดยประเทศนั้นได้

Reason (B) - The securities holder is otherwise unable to obtain a TIN.

เหตุผล (C) – ไม่จำเป็นต้องให้หรือเปิดเผยเลขประจำตัวผู้เสียภาษี (หมายเหตุ : โปรดเลือกเหตุผลนี้เฉพาะในกรณีที่กฎหมายภายในประเทศนั้น ไม่ได้บังคับจัดเก็บเลขประจำตัวผู้เสียภาษี)

Reason (C) – TIN is not required. (Remark: Please select this reason only if the domestic law of the relevant jurisdiction does not require the collection of TIN issued by such jurisdiction.)

# ส่วนที่ 3

# การยืนยันและการเปลี่ยนแปลงสถานะ

### **Confirmation and Change of Status**

1. ผู้ถือหลักทรัพย์รับรองว่า ข้อมูลที่ผู้ถือหลักทรัพย์ได้ให้ไว้แก่บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด ("**ศูนย์รับฝากฯ**") ตามแบบแจ้งสถานะฯ ฉบับนี้ เป็นข้อมูลของผู้ถือ หลักทรัพย์เอง และเป็นข้อมูลที่ถูกต้องครบถ้วนตามความเป็นจริงและเป็นปัจจุบันทุกประการ

The securities holders represent that the information provided by the securities holders to Thailand Securities Depository Co., Ltd. ("TSD") pursuant to this status declaration form belongs to the securities holders and is correct, complete, conforms to the truth and up-to-date in all respects.

2. ผู้ถือหลักทรัพย์รับทราบและตกลงว่า หากศูนย์รับฝากฯ ตรวจพบหรือมีเหตุอันควรสงสัยว่า ข้อมูลของผู้ถือหลักทรัพย์ตามแบบแจ้งสถานะฯ ฉบับนี้, ในแบบฟอร์ม W-9 หรือในแบบฟอร์มอื่น ใดที่เกี่ยวข้อง ซึ่งผู้ถือหลักทรัพย์ได้ให้ไว้แก่ศูนย์รับฝากฯ ไม่เป็นความจริง ไม่ถูกต้อง หรือไม่ครบถ้วน ศูนย์รับฝากฯ มีดุลยพินิจแต่เพียงฝ่ายเดียวในการยุติความสัมพันธ์ทางการเงินหรือ ความสัมพันธ์ทางธุรกิจกับผู้ถือหลักทรัพย์ ไม่ว่าทั้งหมดหรือบางส่วน ตามที่ศูนย์รับฝากฯ เห็นสมควร

The securities holders acknowledge and agree that in an event the TSD discovers or has reasonable cause to suspect that the information of the securities holders pursuant to this status declaration form, W-9 or other relevant forms provided by the securities holders to the TSD is not true, correct or complete, the TSD has the sole discretion to terminate any financial or business relationship with the securities holders, whether in whole or in part, as the TSD deems appropriate.

3. ผู้ถือหลักทรัพย์รับทราบและตกลงว่า ในกรณีที่มีเหตุการณ์เปลี่ยนแปลงอันทำให้ข้อมูลของผู้ถือหลักทรัพย์ที่ระบุในแบบแจ้งสถานะฯ ฉบับนี้, ในแบบฟอร์ม W-9 หรือในแบบฟอร์มอื่นใดที่ เกี่ยวข้อง ไม่ถูกต้อง ไม่ครบถ้วน หรือไม่เป็นปัจจุบัน ผู้ถือหลักทรัพย์มีหน้าที่ในการแจ้งให้ศูนย์รับฝากฯ ทราบถึงรายละเอียดการเปลี่ยนแปลงดังกล่าว พร้อมทั้งนำส่งเอกสารประกอบตามที่ศูนย์ รับฝากฯ กำหนด ภายใน 30 วันนับแต่วันที่มีการเปลี่ยนแปลงนั้น

The securities holders acknowledge and agree that in case of an event of change such that the information of the securities holders specified in this status declaration form, W-9 or other relevant forms becomes incorrect, incomplete or not up-to-date, the securities holders shall have the duty to inform the TSD of the details of such change and to submit any supporting documents as prescribed by the TSD within 30 days from the date of such change.



4. ผู้ถือหลักทรัพย์รับทราบและตกลงว่า ในกรณีที่ผู้ถือหลักทรัพย์ใม่ได้ดำเนินการตามข้อ 3. หรือผู้ถือหลักทรัพย์นำส่งข้อมูลเกี่ยวกับสถานะของผู้ถือหลักทรัพย์ที่ไม่เป็นความจริง ไม่ถูกต้อง หรือไม่ครบถ้วน ศูนย์รับฝากฯ มีดุลยพินิจแต่เพียงฝ่ายเดียวในการยุติความสัมพันธ์ทางการเงินหรือความสัมพันธ์ทางธุรกิจกับผู้ถือหลักทรัพย์ ไม่ว่าทั้งหมดหรือบางส่วน ตามที่ศูนย์รับฝากฯ

The securities holders acknowledge and agree that in case the securities holders fail to proceed in accordance with 3. or submit information on their status which is untrue, incorrect or incomplete, the TSD has the sole discretion to terminate any financial or business relationship with the securities holders, whether in whole or in part, as the

# ส่วนที่ 4

# การเปิดเผยข้อมูลและความยินยอมในการหักเงินในบัญชี

## Disclosure of information and authorization for debiting funds in account

ผู้ถือหลักทรัพย์รับทราบและตกลงผูกพันตามการดำเนินการดังต่อไปนี้ โดยจะไม่เพิกถอนความตกลงยินยอมดังกล่าวไม่ว่าในเวลาใด ๆ

The securities holders acknowledge and agree to be bound by the following and will not revoke any consent to such agreement at any time:

1. ผู้ถือหลักทรัพย์รับทราบและตกลงให้ศูนย์รับฝากฯ เปิดเผยข้อมูลต่าง ๆ ของผู้ถือหลักทรัพย์ให้แก่ตลาดหลักทรัพย์แห่งประเทศไทย และบริษัทย่อยของตลาดหลักทรัพย์แห่งประเทศ ไทย (รวมเรียกว่า "ก**ลุ่มตลาดหลักทรัพย์ฯ**") เพื่อประโยชน์ในการปฏิบัติตามหลักเกณฑ์การแลกเปลี่ยนข้อมูลภาษีตามข้อตกลงระหว่างรัฐบาลไทยกับรัฐบาลสหรัฐอเมริกา (The Foreign Account Tax Compliance Act: "FATCA"), มาตรฐานการแลกเปลี่ยนข้อมูลทางการเงินแบบอัตโนมัติ (The Common Reporting Standard: "CRS") ตลอดจนกฏเกณฑ์ของ องค์การเพื่อความร่วมมือทางเศรษฐกิจและการพัฒนา (The Organization for Economic Co-operation and Development: "OECD") หน่วยงานจัดเก็บภาษีอากรในประเทศ หน่วยงาน จัดเก็บภาษีอากรในต่างประเทศ ซึ่งรวมถึงหน่วยงานจัดเก็บภาษีอากรของสหรัฐอเมริกา (Internal Revenue Service: "IRS") โดยข้อมูลที่อาจมีการเปิดเผยเพื่อวัตถุประสงค์ดังกล่าว รวมถึงข้อมูลชื่อ ที่อยู่ เลขประจำตัวผู้เสียภาษี หมายเลขบัญชี สถานะตามหลักเกณฑ์ของ FATCA (เป็นผู้ปฏิบัติตาม หรือผู้ไม่ให้ความร่วมมือ) จำนวนเงินหรือมูลค่าคงเหลือในบัญชี การจ่ายเงินเข้า-ออกจากบัญซี รายการเคลื่อนไหวทางบัญซี จำนวนเงิน ประเภทและมูลค่าของผลิตภัณฑ์ทางการเงิน และ/หรือทรัพย์สินอื่น ๆ ที่อยู่ในความครอบครองของศูนย์รับฝากฯ ตลอดจนจำนวนรายได้ และข้อมลอื่น ๆ ที่เกี่ยวกับความสัมพันธ์ทางการเงินหรือความสัมพันธ์ทางธรกิจของผู้ถือหลักทรัพย์ ที่อาจถกร้องขอโดยกล่มตลาดหลักทรัพย์แห่งประเทศไทย หน่วยงานจัดเก็บภาษีอากรในประเทศ และ/หรือหน่วยงานจัดเก็บภาษีอากรในต่างประเทศ ซึ่งรวมถึง IRS ด้วย

The securities holders acknowledge and agree for the TSD to disclose any information of the securities holders to the Stock Exchange of Thailand and its subsidiaries (collectively as "SET Group") for the purpose of complying with the The Foreign Account Tax Compliance Act (FATCA), Common Reporting Standards (CRS) as well as regulations of the Organization for Economic Co-operation and Development (OECD), and domestic and oversea taxation authorities which including Internal Revenue Service (IRS). In this regard, the information that may be disclosed for such purpose includes name, address, taxpayer identification number, account number, FATCA status, outstanding amount or value in the account, payment to-and-from the account, account movement statement, amount, type and value of financial products and/or other assets in the possession of the TSD as well as amount of income and other information on the financial or business relationship of the securities holders which may be requested by the SET Group, the domestic taxation authorities and/or oversea taxation authorities which including IRS.

2. ผู้ถือหลักทรัพย์รับทราบและตกลงให้ศูนย์รับฝากฯ หักเงินจากบัญชีของผู้ถือหลักทรัพย์ และ/หรือเงินได้ที่ผู้ถือหลักทรัพย์ใด้รับจากหรือฝ่านศูนย์รับฝากฯ ในจำนวนที่กำหนดโดย หน่วยงานจัดเก็บภาษีอากรในประเทศ และ/หรือหรือหน่วยงานจัดเก็บภาษีอากรในต่างประเทศ ซึ่งรวมถึง IRS ภายใต้บังคับของกฎหมาย กฎเกณฑ์ รวมถึงข้อตกลงใด ๆ ระหว่างศูนย์รับ ฝากฯ กับหน่วยงานจัดเก็บภาษีอากรดังกล่าว

The securities holders acknowledge and agree for the TSD to deduct money from the account of the securities holders and/or income received by the securities holders from or via the TSD in an amount prescribed by the domestic taxation authorities and/or oversea taxation authorities which including IRS pursuant to the laws, rules and agreements between the TSD and such taxation authorities.

3. ผู้ถือหลักทรัพย์รับทราบและตกลงว่า หากผู้ถือหลักทรัพย์ไม่ให้หรือไม่ได้แจ้งให้ศูนย์รับฝากฯ ทราบถึงข้อมูลที่จำเป็นต่อการพิจารณาสถานะความเป็นบุคคลอเมริกัน (U.S. Person) สถานะบัญซีที่ต้องรายงาน หรือสถานะผู้ถือบัญซีที่ต้องถูกรายงาน, หรือไม่ได้ให้ข้อมูลที่จำเป็นต้องใช้ในการรายงานข้อมูลต่อหน่วยงานจัดเก็บภาษีอากรที่เกี่ยวข้อง, หรือผู้ถือหลักทรัพย์ ไม่สามารถขอยกเว้นการบังคับใช้กฎหมายที่ห้ามการรายงานข้อมูลได้ ศูนย์รับฝากฯ มีดุลยพินิจแต่เพียงฝ่ายเดียวในการยุติความสัมพันธ์ทางการเงินหรือความสัมพันธ์ทางธุรกิจกับผู้ถือ หลักทรัพย์ ไม่ว่าทั้งหมดหรือบางส่วน ตามที่ศูนย์รับฝากฯ เห็นสมควร

The securities holders acknowledge and agree that in case the securities holders fail to provide or notify the TSD about the information required for the consideration of U.S. Person Status, the status of account or account holder which must be reported, or fail to provide information required to be reported to the relevant taxation authorities, or the securities holders are unable to apply for exemption from compliance with the laws prohibiting the reporting of information, the TSD has the sole discretion to terminate any financial or business relationship with the securities holders, whether in whole or in part, as the TSD deems appropriate





ผู้ถือหลักทรัพย์รับทราบและตกลงปฏิบัติตามข้อกำหนดและเงื่อนไขต่างๆ ในแบบแจ้งสถานะฯ ฉบับนี้ ซึ่งรวมถึงรับทราบและตกลงผูกพันตามเงื่อนไขการเปิดเผยข้อมูล และตกลงให้ศูนย์รับฝากฯ หักเงินในบัญชีตามรายละเอียดที่กำหนดไว้ตามข้างต้นทุกประการ และได้ลงลายมือชื่อไว้เป็นสำคัญ

The securities holders acknowledge and agree to comply with the terms and conditions in this status declaration form and to be bound by the conditions on the disclosure of information, and agree for the TSD to deduct money in the account pursuant to the details prescribed above in all respects, and hereby affix signatures as evidence thereof.

ลงชื่อ	ผู้ถือหลักทรัพย์ / ผู้มีอำนาจลงนามแทนผู้ถือบัญชี Securities holders / Person authorized to sign on behalf of the account holder		
<u>สำหรับเจ้าหน้าที่</u> For official use only		ตรวจสอบหลักฐานแสดงตนฉบับจริงของผู้ถือหลักทรัพย์แล้ว I have already checked all original identification documents.	
วันที่ Date	ผู้ตรวจรับ Checker	ลงชื่อเจ้าหน้าที่ Signature Officer	

Stamp Duty 30 Baht

## Power of Attorney

### For subscription of newly issued ordinary shares of

### NR Instant Produce Public Company Limited

	I	Date
I ☐ Mr. ☐ Mrs. ☐ Miss ☐ Company Name		
☐ I.D. No. / Passport No.		
☐ Company Registration No.		
Address: as per the name listed in the shareholders' reg		
issued ordinary shares on August 4,2025 (Record Date	) ("Offering of Newly Issued	Ordinary Shares") Contact Phone
Number: Nationality		(" Grantor ")
I/Company hold (s) have existing common shares	according to the list of share	holders whose names appear in the
shareholder register on the record date of shareholders w	who have the right to subscril	pe for additional common shares in
proportion to their shareholding (Record Date) on August 4	1, 2025, in the amount of	shares, have
the right to subscribe to additional common shares		and wish to grant power of attorney
Company name		or
☐ Mr. ☐ Mrs. ☐ Miss		
I.D.No. / Passport No.	Contact Address	Village/Building
Alley Street	Subdistrict/District	District
Province		
Postcode(the "Grantee") to s	ubscribe for the newly issue	d ordinary shares in the number of
shares for me/us or on my/our behalf, including to sign, ar	mend or add any statement(s	s) in the Subscription form for newly
issued ordinary shares and to pay for the subscription p	payment of the said newly is	ssued ordinary shares, including to
perform any other act(s) deemed necessary for the said r	newly issued ordinary shares	subscription to be duly completed.
This Power of Attorney shall be in full force and effect for t	he objectives set forth above	
Herewith any action undertaken by the Grantee u	nder this Power of Attorney s	shall be deemed as if undertaken by
myself/ourselves.		
Signature Granto		
()	(	)
Signature Witness	s Signature	Witness
()	(	)