

Capital Increase Report Form
NR Instant Produce Public Company Limited
March 11, 2021

NR Instant Produce Public Company Limited ("The Company"), hereby report the resolutions of the Board of Directors' Meeting No.3/2021 held on March 1, 2021 from 10.00 a.m. to 1.00 p.m. and the Board of Directors' Meeting No.4/2021 held on March 11, 2021 from 2.00 p.m. to 3.00 p.m. in respect of a capital increase/share allotment as follows;

1. Capital Decrease / Increase

- The Board of Directors Meeting No. 3/2021 approved to propose to the Annual General Meeting of Shareholders for the year 2021 to consider the reduction of the Company's registered capital by eliminating 65,260,100 unissued ordinary shares, the Board of Directors' meeting passed a resolution to decrease the registered capital of the Company by 65,260,100 baht from registered capital. 1,421,040,000 baht to 1,355,780,300 baht by eliminating 65,260,100 common shares with par value of 1.00 baht per share.
- The Board of Directors Meeting No. 4/2021 approved to propose to the Annual General Meeting of Shareholders for the year 2021 to consider the Increase of the Company's registered capital 139,164,119 Baht from registered capital 1,355,780,300 baht to 1,494,944,419 baht by issuing the newly issued ordinary shares of not exceeding 139,164,119 shares with the par value of 1.00 baht per share by increasing capital as follows

Type of Capital Increase/Decrease	Type of Share	Number (Unit)	Par Value (Baht per share)	Total Value (Baht)
<input checked="" type="checkbox"/> Specifying the purpose	Ordinary share	139,164,119	1.00	139,164,119

2. Allotment of Newly issued shares

The Board of Directors' Meeting has approved the allotment of ordinary share of not exceeding 139,164,119 shares with a par value of Baht 1.00 per share, totaling Baht 139,164,119 as detailed below

2.1 Allocation of newly issued shares for the purpose of utilizing proceeds

Allotted to	Number of shares (not exceeding) (Unit)	Ratio (existing : new)	Sale price (Baht per unit)	Subscription and payment period	Remarks
1. Stock dividend	54,231,212	The allocation ratio of 25 existing shares to 1 stock dividend	-	-	Details as in remark 1

Allotted to	Number of shares (not exceeding) (Unit)	Ratio (existing : new)	Sale price (Baht per unit)	Subscription and payment period	Remarks
2. To support the exercising rights of warrants for purchase of ordinary shares No.1 (NRF-W1) to existing shareholders	67,789,015	- The ratio of 20 existing shares to 1 unit of warrant -The exercise ratio is 1 unit of warrant having the right to purchase 1 new share.	Free of charge (Exercise price 10.00 baht per unit)	Details as in remark 2	Details as in remark 2
3. To support the exercising rights of warrants for purchase of ordinary shares No.2 (NRF-W2) to the Private Placement	6,000,000	not exceeding 6,000,000 units to the Private Placement -The exercise ratio is 1 unit of warrant having the right to purchase 1 new share.	Baht 0.10 per unit (Exercise price 10.00 baht per unit)	24 - 25, 27 May 2021	Details as in remark 3
4. To support the exercising rights of warrants for purchase of ordinary shares No.1 (NRF-ESOP W1) to Employees of the Company and/or its Subsidiaries	3,500,000	not exceeding 3,500,000 units to Employees of the Company and/or its Subsidiaries -The exercise ratio is 1 unit of warrant having the right to purchase 1 new share.	Baht 0.10 per unit (Exercise price 10.00 baht per unit)	24 - 25, 27 May 2021	Details as in remark 4
5. To support the investment in 49 percent ordinary shares of Golden Triangle Health Company Limited	7,643,892	-	Baht 8.23 per share	-	Details as in remark 5

Remark:

^{1/} The Board of Directors' Meeting No.3 / 2021 on 1 March 2021 approved to propose to the Annual General Meeting of Shareholders for the year 2021, which will be held on 22 April 2021, to consider and approve the payment of stock dividends to the existing shareholders of not exceeding 54,231,212 shares with a par value of 1.00 baht per share at the rate of 25 existing shares per 1 ordinary share. Where the shareholder

has share fraction derived from the allocation of stock dividend, the Company will pay such shareholder for the fraction in cash at the rate of THB 0.04 per share.

- ^{2/} The Board of Directors Meeting No.3/2021, held on 1 March 2021, approved to propose to the Annual General Meeting of Shareholders for 2021 which will be held on 22 April 2021 to consider approving the company to issue and allocate warrants of not exceeding 67,789,015 units of NRF-W1 warrants to the existing shareholders of the company according to the shareholding proportion (Rights Offering) without charge at the rate of 20 existing shares to 1 warrant.
- ^{3/} The Board of Directors Meeting No.3/2021, held on 1 March 2021, approved to propose to the Annual General Meeting of Shareholders for 2021 which will be held on 22 April 2021 to consider approving the company to issue and allocate warrants of not exceeding 6,000,000 units to the Private Placement at the offering price of Baht 0.10 per unit and the exercising price equaling Baht 10.00 per share.
- ^{4/} The Board of Directors Meeting No.3/2021, held on 1 March 2021, approved to propose to the Annual General Meeting of Shareholders for 2021 which will be held on 22 April 2021 to consider approving the company to issue and allocate warrants of not exceeding 3,500,000 units to Employees of the Company and/or its Subsidiaries at the offering price of Baht 0.10 per unit and the exercising price is Baht 10.00 per share.
- ^{5/} The Board of Directors Meeting No.4/2021, held on 11 March 2021, approved the investment in 49 percent ordinary shares of Golden Triangle Health Company Limited. The Company will issue the ordinary shares (Share swap) to the shareholders of Golden Triangle Health Company Limited consisting of 25 Individuals not exceeding 7,643,892 shares.

Company operations In calculating the rights to be allocated Warrants NRF-W1 of each shareholder If there is a fraction from the calculation according to the allocation ratio mentioned above Round off

- 1) In the event that there are fractions of shares from the stock dividend allocation the company will pay in cash instead of stock dividend. At the rate of 0.04 baht per share.
- 2) In the event that there are fractions of shares from the calculation of NRF-W1 warrants of each shareholder. If the fraction is calculated according to the allocation rate Let that round discard.
- 3) In the event that an adjustment of the exercise ratio occurs when an event occurs according to the conditions of the rights adjustment as specified in the terms of the rights. As a result, a fraction of the number of shares to receive under the NRF-W1 Warrants shall be eliminated.

3. Schedule for shareholders meeting to approve the capital decrease/increase and allotment

The Annual General Meeting of Shareholders for year 2021 will be held on 22 April 2021, 2.00 P.M. at Pimarnman Room, Anantara Siam Bangkok Hotel, 155 Rajadamri Road, Bangkok 10330 together with electronic meeting (E-AGM). The Board of Directors' Meeting has set the record date for specifying the list of the shareholders who have the rights to attend the Annual General Meeting of Shareholder on 29 March 2021.

4. Approval of the capital decrease/increase and share allotment by relevant governmental agency and conditions thereto (if any)

- 4.1 The approval from Annual General Meeting of Shareholders for the year 2021 on 22 April 2021.
- 4.2 The Company shall decrease/increase registered capital and paid-up capital with the Department of Business Development, Ministry of Commerce.
- 4.3 The newly issued ordinary shares allocated to the existing shareholders of the Company on a pro rata basis to accommodate the common stock dividend payment.
- 4.4 The Company shall conduct the related filing to the Stock Exchange Market for registering Warrants NRF-W1 to be allotted to the existing shareholders and the ordinary shares to be reserved for exercising of warrants NRF-W1 as listed securities for the purpose of trade in the Stock Exchange of Thailand (SET).
- 4.5 The Company shall conduct the related filing to the Stock Exchange Market for registering ordinary shares to be reserved for exercising of warrants NRF-W2 and NRF-ESOP W1 as well as ordinary shares supporting the investment in ordinary shares of Golden Triangle Health Company Limited as listed securities for the purpose of trade in the Stock Exchange of Thailand (SET).

5. Objective of the capital increase and plans for utilizing proceeds from the capital increase

- 5.1 The Company will issue and allocate the newly issued ordinary shares at the amount not exceeding 54,231,212 shares with a par value of 1.00 baht per share to support the stock dividend payment. In return for the shareholders of the company
- 5.2 The Company will issue and allocate the newly issued ordinary shares at the amount not exceeding NRF-W1 warrants at the amount not exceeding 67,789,015 units in order to provide the Company with financial flexibility for business expansion. Because the company has a tendency to expand investment in the future. It is therefore necessary to procure additional sources of funds. For use in expanding investment in business and as working capital for the company. It also helps to strengthen the company to have a stronger capital base. To create readiness for future operations.
- 5.3 The Company will issue and allocate the newly issued ordinary shares at the amount not exceeding NRF-W2 warrants at the amount not exceeding 6,000,000 units in order to use as a working capital of the Company.
- 5.4 The Company will issue and allocate the newly issued ordinary shares at the amount not exceeding NRF-ESOP W1 warrants at the amount not exceeding 3,500,000 units in order to use as a working capital of the Company.
- 5.5 The Company will issue the newly issued ordinary shares at the amount not exceeding 7,643,892 shares with a par value of 1.00 baht per share to support the investment in 49 percent ordinary shares of Golden Triangle Health Company Limited

6. Benefits which the Company will receive from the capital increase/share allotment

- 6.1 Benefits which the company will receive from the capital increase to support the stock dividend payment

- To increase the liquidity of the company's shares
- To maintain cash flow to be used as working capital of the company
- As a return to the shareholders

6.2 Benefits which the Company will receive from the capital increase to accommodate the exercise of NRF-W1 and NRF-W2

To provide the company with financial flexibility for business expansion, because the company has a tendency to expand investment in the future. It is therefore necessary to procure additional sources of funds. For use in expanding investment in business and as working capital for the company It also helps to strengthen the company to have a stronger capital base. This will result in benefits for the company and shareholders in the long run.

6.3 Benefits which the Company will receive from the capital increase to accommodate the exercise of NRF-ESOP W1

To motivate employee in order to retain them to work with the Company in the long term and create a sense of ownership which will be favorable to the business and future performance of the Company.

6.4 Benefits which the Company will receive from the capital increase to support the investment in 49 percent ordinary shares of Golden Triangle Health Company Limited

The investment in Golden Triangle Health Company Limited allows the Company to enter successfully the hemp business. After the legalization of hemp industry in Thailand, the Company anticipates that the market to expand continuous over the years. Golden Triangle Health Company Limited's expertise and know-how in the business will promote and strengthen the Company's existing product portfolio across ethnic, plant-based, and functional sector. Golden Triangle Health Company Limited also offers food and beverages under its own brand and has partnerships with leading consumer brands in Thailand.

7. Benefit which shareholders will received from the capital increase/share allotment of newly issued shares

7.1 The Company has a policy to pay dividend to shareholders at least 30.00% of their net profit after deducting legal reserves and other types of reserve (if any). However, dividend payment is subject to further changes and also depends on the Company's performance, financial position, operating results, liquidity, cash flow, necessity on working capital, investment plan, business expansion in the future, market conditions, appropriateness and other factors relating to the Company's operation and management,

7.2 Shareholder rights : the shareholders of the company who have been allocated the stock dividend will be entitled to receive dividends from operations starting from the time the Company's newly issued ordinary shares have been allocated and are registered as the Company's shareholders. And for NRF-W1, NRF-W2, and NRF-ESOP W1 warrant holders who exercise their rights to purchase the Company's newly issued shares Will be the shareholder of the company only if the

company has already registered the change in paid-up capital with the Department of Business Development.

8. Other details necessary for shareholders' consideration in approving the capital increase/ allotment of newly issued shares.

- None –

9. Schedule of actions where the Board of Directors of the Company passed the resolution approving the capital increase or allotment of new shares:

No.	Proceedings	Date
1	The date of the Board of Directors' Meeting No. 3/2021	1 March 2021
2	The date to determine shareholders entitled to attend the Annual General Meeting (Record Date)	29 March 2021
3	The date of the Annual General Meeting of Shareholders for year 2021	22 April 2021
4	The Registration of resolution on capital increase at Ministry of Commerce	Within 14 days after AGM approved
5	The record date for specifying the list of shareholders who have the right to receive this warrant for purchase of ordinary shares no.1 (NRF-W1)	30 April 2021
6	Dividend and Stock Dividend Date	21 May 2021
7	Issue Date of Warrant (NRF-W1)	27 May 2021
8	Date of offering warrants to Private Placement (NRF-W2)	24 - 25, 27 May 2021
9	Date of offering warrants to Employees of the Company and/or its Subsidiaries (NRF-ESOP W1)	24 - 25, 27 May 2021

The company certifies that the information contained in this report is accurate and complete in all respects.

Sincerely yours,

Signature Director with authority to sign on behalf of the Company
(Mr. Teerapong Lorratchawee)

Signature Director with authority to sign on behalf of the Company
(Miss Penhurai Chaichatchaval)