

**Clarifications on Registration, Casting, Counting and Announcing Votes**  
**For the 2023 Annual General Meeting of Shareholders**  
**NR Instant Produce Public Company Limited**

In order for the shareholders' meeting of NR Instant Produce Public Company Limited (the "Company") to be transparent, fair and beneficial to the shareholders. The shareholders or proxies are required to bring the invitation letter with barcode, proxy form and identification documents to register, attend and vote at the Meeting as follows:

■ **Required Documents for attending the Meeting**

| Meeting Attendee   | Document or Evidence   |
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| <b>Shareholder attend the Meeting in person</b>  |  |
| 1. Shareholder as Natural Person   | <ul style="list-style-type: none"> <li>■ The invitation letter with QR Code signed by the shareholder <b>and</b></li> <li>■ Valid official document issued by government authorities e.g. citizen's identification card, government officer's identification card, driving license or passport (in case of foreigner), together with the evidence of change in name or surname (if any)</li> </ul>   |
| 2. Shareholder as Juristic Person that the representative of the juristic person (Authorized Director) attending the Meeting in person | <ul style="list-style-type: none"> <li>■ The invitation letter with QR Code signed by the representative of the juristic person (Authorized Director) attending the Meeting in person <b>and</b></li> <li>■ Copy of shareholder's affidavit (issued no longer than 6 months prior the meeting) certified true copy by the representative of the juristic person (Authorized Director), who attend the Meeting in person, showing that the shareholder's representative (authorized director) who attend the Meeting has the authority to act on behalf of the juristic person <b>and</b></li> <li>■ Valid official document issued by government authorities of the representative of the juristic person (Authorized Director) who attend the Meeting in person e.g. citizen's identification card, government officer's identification card, driving license or passport (in case of foreigner), together with the evidence of change in name or surname (if any)</li> </ul> |
| <b>Shareholder appointing a Proxy</b>  |  |
| 3. Shareholder as Natural Person appointing a Proxy  | <ul style="list-style-type: none"> <li>■ The invitation letter with QR Code signed by the proxy <b>and</b></li> <li>■ The Proxy Form as attached to the Invitation Letter (Form A or B), completely filled in and signed by the shareholder and the proxy <b>and</b></li> </ul>  |

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|  | <ul style="list-style-type: none"> <li>▪ Copy of valid official document, issued by government authorities, of the shareholder and the proxy, e.g. citizen's identification card, government officer's identification card, driving license or passport (in case of foreigner), together with the evidence of change in name or surname (if any)</li> </ul>  |
| 4. Shareholder as Juristic Person appointing a Proxy     | <ul style="list-style-type: none"> <li>▪ The invitation letter with QR Code signed by the proxy <b>and</b></li> <li>▪ The Proxy Form as attached to the Invitation Letter (Form A or B), completely filled in and signed by the authorized person of the juristic person and the proxy <b>and</b></li> <li>▪ Copy of the shareholder's affidavit (issued no longer than 6 months prior the Meeting) certified true by the authorized person of the juristic person who assign the proxy, showing that the authorized person who assign the proxy has the authority to act on behalf of the juristic person <b>and</b></li> <li>▪ Copy of valid official document, issued by government authorities, of authorized person of the juristic person who assign the proxy and the proxy e.g. citizen's identification card, government officer's identification card, driving license or passport (in case of foreigner), together with the evidence of change in name or surname (if any)</li> </ul> |
| 5. Granting proxy to the Company's independent director  | <ul style="list-style-type: none"> <li>▪ Shareholder granting proxy to the Company's independent director as per the names listed in attachment 6</li> <li>▪ Kindly request the shareholders who grant the Company's independent director as the proxy. Please send the above documents to the Company by 17 April 2023 through the following channels: <ul style="list-style-type: none"> <li>- via Email: <a href="mailto:IR@nrinstant.com">IR@nrinstant.com</a> <b>or</b></li> <li>- via postal mail: <p style="margin-left: 40px;">Investor Relations Department<br/>NR Instant Produce Public Company Limited<br/>518/5 Maneeya Center Building, 6<sup>th</sup> floor, Ploen Chit Road,<br/>Lumphini, Pathum Wan, Bangkok 10330</p> </li> </ul> </li> </ul>   |
| 6. For Foreign investor appointing Custodian in Thailand | <ul style="list-style-type: none"> <li>▪ The invitation letter with QR Code signed by the proxy <b>and</b></li> <li>▪ The Proxy Form (Form C) as attached to the Invitation Letter, which is completely filled in and certified true by the shareholder and the proxy <b>and</b></li> </ul>  |

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|  | <ul style="list-style-type: none"> <li>■ Custodian's documents, as same as in the case of a juristic person<br/><b>and</b></li> <li>■ Power of Attorney by foreign investor authorizing Custodian to assign proxy <b>and</b></li> <li>■ A Confirmation Letter or a copy of Custodian license, evidencing the rights to engage in custodian business</li> </ul> |
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Remarks ;

1. Each copy of documents must be certified as true and correct copy.
2. Each proxy form must affix stamp duty of 20 baht, in which the Company facilitate the shareholders by providing the stamp duty
3. For foreign documents, certification by notary public is required and if the document is a copy, it must be certified true and correct by authorized persons.
4. Documents that are not in Thai or English are required to have Thai or English translation attached and the translation of such is to be certified correct translation by the shareholder or the authorized persons.

## **2. Registration**

The Company will open for registration for the shareholders' meeting on 12.00 hours of 24 April 2023 (the meeting date) onwards, at R-DITORIUM, Muangthai Rachadalai Theatre, 99 The Esplanade Ratchadapisek, 4<sup>th</sup> floor, Ratchadapisek Road, Din Daeng, Bangkok 10400 and via electronic meeting (E-AGM).

Shareholders who will attend and proceed the registration at the on-site meeting room can see the map of the Meeting venue as stated in attachment 12.

Shareholders who will attend and proceed the registration via electronic meeting (E-AGM) must submit identity verification documents as specified by the Company to the Company by 17 April 2023. Shareholders can learn how to proceed the registration from the guideline for attending E-AGM as per attachment 9. After the Company has checked the information on the list of shareholders entitled to attend the Meeting which completely correct, the electronic conferencing service provider will send you a link for attending the Meeting together with the access manual to email which the shareholders informed the Company in the registration form for attending E-AGM as per attachment 10. The link will be sent out 2 days in advance before the Meeting date.

## **3. Voting Rules**

### **3.1 Casting Votes**

- a. Voting in each agenda shall be made openly in which one share shall be entitled to one vote. Shareholder or proxy shall make only one vote for approval, disapproval or abstention. The allocation of vote is not allowed (except for the voting of the custodian)

b. In case of granting proxy:

- 1) The proxy shall cast the vote in accordance with the intention specified in the proxy form only. Any vote not in accordance with the proxy form is considered invalid and shall not be counted as the vote of the shareholder.
- 2) In case the shareholder does not specify the intention of the vote for the agenda in the proxy form or the intention is unclear or the Meeting considers or resolves any agenda other than that specified in the proxy form, or there is any change or increment of facts, the proxy shall be authorized to consider and vote on such matter as he/she deems appropriate.

### 3.2 Voting Procedures in each Agenda

The Chairman of the meeting or the person designated by the Chairman shall inform the Meeting the details of voting criteria and procedures in each agenda as follows:

- The Chairman or the person designated by the Chairman shall propose the Meeting to vote in each agenda by asking whether there is any shareholder disapprove or abstain from voting.
- In case of shareholder's disapproval or abstention
  - Attending the Meeting at the on-site meeting room
  - Shareholders mark their votes, "disapprove" or "abstain" on the ballot together with signing their names and raising their hands (except in the case of a secret ballot), the rest of the shareholders will count as "agree" vote without raising their hands. Shareholders shall make only one vote (except for the vote of custodian which allocation of the vote is allowed as specified in the Proxy Form).
  - Attending the Meeting via electronic meeting (E-AGM)  
Shareholders shall vote through the E-Voting system received by the email specified by the shareholder in the registration form for attending E-AGM According to attachment 10. Shareholders can vote within the specified period. If the voting time has expired, shareholders who have not yet voted will be automatically counted as "agree" vote. Guidelines for attending E-AGM has been show in Attachment 9.

### 3.3 Required number of votes to pass a resolution

- General matters: A majority vote of the shareholders attending the Meeting and having the right to vote
- Other matters regulated by laws or any regulations: Number of votes as required by such laws or regulations, where by the Chairman shall so notify the shareholders before casting of vote on any such agenda.
  - (1) If the votes are equal, the Chairman of the Meeting shall have an additional vote as a deciding vote.

(2) Any shareholder or proxy who has a special interest in any particular matter. It is forbidden to vote on that matter and the Chairman of the Meeting may invite the shareholders or proxies to leave the Meeting temporarily. Except for the voting for the election of directors where the shareholders can nominate themselves without being considered having a conflict of interest in the matter.

#### 3.4 Vote counting results

- Vote counting and vote counting notification will be done immediately and the Chairman informed the Meeting of the vote counting results for every agenda.
- The number of approved votes is the total number of votes of the shareholders attending the Meeting on that agenda, minus the number of disapproved votes, or abstained from voting including the votes according to the voided ballots (if any).
- In case of voided ballot means the case where the shareholder or proxy expresses unclear intention in the ballot, such as voting for more than 1 selection in the ballot or voting without signing, or there is a split vote (except in the case of a Custodian) or in the case where there is a correction on the ballot without a signature on the amendment.