



**Invitation to the Annual General Meeting of
Shareholders 2025**

NR Instant Produce Public Company Limited

25 April 2025, 15.00 hrs

Via electronic meeting

Registration starts at 13.00 hrs

Shareholders who wish to attend the meeting must submit an "Attendance Request" (e-Request) in advance, from 18 April 2025, until the meeting concludes. The registration system for attendees (e-Register) will open on 25 April 2025, starting at 13:00 PM and will remain open until the meeting ends.



4 April 2025

Subject: Invitation to the Annual General Meeting of Shareholders for the year 2025

To: Shareholders of NR Instant Produce Public Company Limited

Attachments:

- 1) 2024 Annual Registration Statement / Annual Report (Form 56-1 One Report) in the form of QR Code
- 2) Capital Increase Report Form (F53-4)
- 3) Profiles and work experience of the auditors
- 4) Profiles of the nominated candidates to be elected as directors to replace the directors retiring by rotation
- 5) Company's Articles of Association in relation to the Shareholders' Meeting
- 6) Profiles of the Independent Directors proposed by the Company to act as Proxy of Shareholders and the definition of the Independent Directors
- 7) Clarifications on Registration, Casting, Counting and Announcing Votes for the 2025 Annual General Meeting of Shareholders
- 8) Proxy Forms (Form A, Form B, and Form C)
- 9) Guideline for attending the Annual General Meeting of Shareholders for the year 2025 through electronic meeting
- 10) Guidelines for attending the Electronic Meeting by Inventech Connect
- 11) Form for submitting question in advance
- 12) Privacy Notice for the Extraordinary General Meeting of Shareholders

Pursuant to the resolution adopted by the Board of Directors of NR Instant Produce Public Company Limited (the "Company") No. 6/2025 on 18 March 2025 to hold the Annual General Meeting of Shareholders 2025 ("AGM" or "the Meeting") on Friday 25 April 2025 at 15:00 hrs. via electronic meeting in accordance with the Royal Decree on Teleconferences through Electronic Means B.E. 2563 (2020) and other related laws and regulations, and the date to determine the names of shareholders who are entitled to attend the Meeting (Record Date) to be on 1 April 2025

The Company would like to inform that the minutes of the 2024 Annual General Meeting of Shareholders was submitted to the Stock Exchange of Thailand and the Ministry of Commerce within 14 days from the meeting date and has been uploaded on the Company's website since 7 May 2024 for the shareholders for reviewing and none of the shareholders requested for amending the minutes. Furthermore, in order to set the 2025 AGM agendas, the Company had announced on its website to invite agenda proposals from the shareholders in advance from 30 October 2024 to 31 December 2024. After the said period, there was no agenda proposed to the Company.

Agenda 1 To acknowledge the Company's operating result for the year 2024

Objectives and Rationale

The Company summarized the operational results and significant events in 2024 which were shown in the 2024 Annual Registration Statement/Annual Report (Form 56-1 One Report Section 1 No.1) (details as appeared in Attachment 1) for the Meeting to acknowledge.

Opinion of the Board of Directors

The Board of Directors deemed appropriate to propose the 2025 Annual General Meeting of Shareholder to acknowledge the operational results and significant events for the year 2024 which has summarized upon 2024 Annual Registration Statement / Annual Report (Form 56-1 One Report Section 1 No.1).

Votes Required

As this agenda is for acknowledgement, no voting shall be required.

Agenda 2 To consider and approve the financial statements for the year ended 31 December 2024

Objectives and Rationale

According to Section 112 of the Public Limited Company Act B.E. 2535 (and its amendment) ("the Public Limited Company Act") and Article 41 of the Company's Articles of Association, shareholders are required to consider and approve the Company's financial statements for the year ended 31 December 2024 as audited by the certified public accountant (details appeared in Attachment 1).

Audit Committee's opinion

The Audit Committee reviewed the Company's financial statements for the year ended 31 December 2024 as duly audited and certified by the certified public accountant and opined that even though the auditor expressed a Qualified Opinion on the financial statements, the financial statements present fairly, in material respects, in accordance with Thai Financial Reporting Standards (TFRSs).

Opinion of the Board of Directors

The Board of Directors deemed appropriate to propose the 2025 Annual General Meeting of Shareholders to consider and approve the financial statement for the year ended 31 December 2024 which were duly audited and certified by Ms. Manee Rattanabunnakit, the certified public accountant No. 5313 of EY Office Limited, who expressed an Qualified Opinion on the financial statements and endorsed by the Audit Committee and the Board of Directors.

A summary of the Company's consolidated operating results and financial position are as follows:

(Unit: Million Baht)

Consolidated Financial Statements	31 December 2023	31 December 2024
Total assets	6,523.44	6,551.35
Total liabilities	3,594.01	3,831.22
Total shareholders' equity	2,929.43	2,720.13
Total revenues	3,078.68	4,486.18
Profit/(Loss) before Tax	(8.21)	157.65
Profit/(Loss) attributable to equity holders of the Company	(54.33)	79.54
Earnings/(Loss) per share – profit attributable to equity holders of the Company (Baht per share)	(0.04)	0.04

Details are shown in the financial statements as contained in the 2024 Annual Registration Statement / Annual Report (Form 56-1 One Report Section 3) submitted to the shareholders in the form of QR Code together with this Notice in Attachment 1.

Votes Required

This agenda shall be approved by majority of total number of votes of shareholders attending the Meeting and casting votes.

Agenda 3 To consider and approve the omission of allocation of profit as statutory reserve and the omission of dividend payment for the year 2024

Objectives and Rationale

According to Section 115 and 116 of the Public Limited Company Act B.E. 2535 (and its amendment) and Article 45, 48 and 50 of Company's Articles of Association, dividends shall be paid out of profits, and if the Company continues to have accumulated loss, no dividends shall be distributed. The Board of Directors may occasionally approve the interim dividend payment to shareholders when the Company has enough profits to do so. Once such dividend is paid, it shall be reported to the shareholders at the next Meeting of Shareholders. In this regard, the payment of dividend shall be approved by the shareholders and the Company shall allocate not less than 5 percent of its annual net profit less the accumulated loss brought forward (if any) to a reserve fund until this fund attains an amount of at least 10 percent of the registered capital. The Company and its subsidiaries has a policy to pay dividends to shareholders at a rate of no less than 30% of net profit after deduction of legal reserves and other reserves (if any). However, such dividend payment is subject to change, depending on the operating results, financial position, liquidity, the need for working capital for operations, investment plans and future business expansion, market conditions, suitability and other factors related to operations, and the management of the company and subsidiary under the condition that the Company and its subsidiaries must have enough cash to run the business and such actions must be of the greatest

benefit to the shareholders as the Board of Directors and/or shareholders of the Company and its subsidiaries deemed appropriate. The resolution of the Board of Directors and subsidiary is that the approval to pay dividends must be presented for approval at the shareholders' meeting, except for the payment of interim dividends. The Board of Directors has the authority to approve the payment of interim dividends, which will be reported at the next general shareholders' meeting.

Opinion of the Board of Directors

The Board of Directors deemed appropriate to propose the 2025 Annual General Meeting of Shareholders to consider and approve the omission of allocation of profit as statutory reserve and the omission of dividend payment for the year 2024 due to net loss from separate financial statements.

Comparison of dividend payment for the year 2023 and 2024:

(Unit: Million Baht)

Dividend payment detail	2023	2024 (Proposing year)
Cash Dividend	-	-
Net profit/(Loss) from separate financial statement	(233.02)	(32.66)
Payout ratio (as a percentage) -from Net profit of separate financial statement after deducting legal and other reserves	-	-

Votes Required

This agenda shall be approved by majority of the total number of votes of shareholders attending the Meeting and casting votes.

Agenda 4 To consider and approve the allocation period of newly issued ordinary shares of the Company under the General Mandate, which is due in the Annual General Meeting of Shareholders Year 2025, for the amount of not exceeding 141,765,729 shares at the par value of Baht 1.00, under the same conditions regarding the allocation as approved by the 2024 Annual General Meeting of Shareholders, held on 24 April 2024.

Objectives and Rationale

The 2024 Annual General Meeting of Shareholders held on 24 April 2024 approved the allotment of the newly issued ordinary shares of the Company to accommodate the capital increase in General Mandate through a private placement not exceeding 141,765,729 shares with the par value of 1.00 Baht. The allotment may be made in whole or in part by single multiple offerings. However, in year 2024 the Company has not issue and offer for sale of the said newly issued ordinary in general mandate through a private placement. Therefore, the Board of Directors

resolved to propose to the Annual General Meeting of Shareholders to consider and approve the extension of the allotment of newly issued ordinary shares of the Company in General Mandate, in the amount of not exceeding 141,765,729 shares, to Private Placement, which will be due on the date of the 2025 Annual General Meeting of Shareholders. The details and conditions in relation to such allotment of the newly issued ordinary shares shall be in accordance with the resolutions approved by the 2024 Annual General Meeting of Shareholders, which was held on 24 April 2024 in all respects. The details are shown in the capital increase report form (F53-4) (Attachment 2). For investment or in other businesses and/or companies, including but not limited to investments in ordinary shares or assets, and to be used for future expansion of the Company in related businesses or to support the Company's existing business and to enhance liquidity flexibility of the Company

Opinion of the Board of Directors

To propose to the 2025 AGM to consider and approve the extension of the allocation period of newly issued ordinary shares of the Company under the General Mandate, which had been approved by the 2024 Annual General Meeting of Shareholders, held on 24 April 2024, for the amount of not exceeding 141,765,729 shares at the par value of Baht 1.00 per share, allocated to the Private Placement under the General Mandate until the next round of the Annual General Meeting of Shareholders. In this regard, any conditions of the allocation remain the same as previously approved by the 2024 Annual General Meeting of Shareholders, including the authorization to the Board of Directors to perform any acts relating to the allocation.

Votes Required

This agenda shall be approved by a vote of no less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and casting votes.

Agenda 5 To consider and approve the appointment of the Company's auditors and audit fee for the year 2024

Objectives and Rationale

According to Section 120 and 121 of the Public Limited Company Act B.E. 2535 (and its amendment) and Article 38 of Company's Articles of Association, the Annual General Meeting of Shareholders shall appoint an auditor and determine the audit fee for the auditor, and the former auditors may be re-appointed. The auditors must not be the Company's directors, officers, employees, or persons holding any positions in the Company.

In addition, the Notification of the Securities Exchange Commission No. 161/2561, revising the auditor's rotation criteria to be in line with international standards to promote independence and create confidence for investors to use financial reports to make investment decision, the Listed Companies are required to have an auditor rotation (who signed financial statement) every 7

accounting years, which can be rotated to appoint to use another auditor from the same auditing firm. However, the Listed Companies shall wait at least 5 accounting years before re-appointing the same auditor.

Audit Committee’s Opinion

The Audit Committee considered and selected auditors for the year 2025 by evaluating the quality and quantity of work, service standard of the office, skill, knowledge, capability, experience in auditing, independence of auditors and team, and appropriateness of audit fee. As a result, the Audit Committee deemed appropriate to propose the shareholders to approve the appointment of auditors from PKF Audit (Thailand) Limited be the auditor of the Company for the year 2025. The details are as follows;

1. Appointment of the Company’s auditor for the year 2025 for the fiscal year ended 31 December 2025 from PKF Audit (Thailand)Limited as follows;

- 1) Mr. Banthit Tangpakorn CPA No. 8509 and/or
- 2) Mr. Pitinan Lilamethwat CPA No. 11133 and/or
- 3) Mr. Udom Thanuratpong CPA No. 8501

The above auditors are authorized to review and give opinion on the Company’s financial statement. In the event that the aforementioned auditors are unable to perform their duties, PKF Audit (Thailand) Limited shall designate any of its auditors to be the auditor of the Company. Moreover, none of these auditors have performed auditing duties for the company (whether consecutively or not) for more than 7 years.

2. Endorse to fix the annual audit fee for the Company for the year 2025 of which is the fiscal year ended 31 December 2025 and the quarterly audit fee to be Baht 2,900,000 (for NR Instant Produce Public Company Limited only) excluding VAT, non-audit fee and actual out of pocket expenses such as travelling expenses, document expense and etc., which is the normal cause of business.

Audit fee comparison between the year 2025 and 2024 appeared in the table as detailed below:

(Unit: Baht)

	2024	2025
NR Instant Produce Public Company Limited	3,795,000	2,900,000
Non-audit fee and out of pocket expenses	548,878	Actual expense

Opinion of the Board of Directors

The Board of Directors agreed with the proposal of the Audit Committee to propose 2025 Annual General Meeting of Shareholders to consider and appoint auditors from PKF Audit (Thailand) Limited to be the auditor for the year 2025 and determine the audit fee in the total amount of Baht 2,900,000 excluding VAT, non-audit fee and actual out of packet expenses such as travelling

expenses which is the normal cause of business. The Board of Directors would ensure to submit the financial statement in time as required with this Notice in Attachment 3.

Votes Required

This agenda shall be approved by majority of the total number of votes of shareholders attending the Meeting and casting votes.

Agenda 6 To consider and elect directors to replace the directors who will retire by rotation.

Objectives and Rationale

According to Section 71 of the Public Limited Company Act B.E. 2535 (and its amendment) and Article 19 of Company's Articles of Association, at every annual general meeting of shareholders, one-third of directors shall retire from the office. If the number of directors is not multiple of three, the number nearest to one-third shall retire from the office. However, the directors retiring from office by rotation may be re-elected. At this 2025 Annual General Meeting of Shareholders, there are 3 directors who will be retired by rotation whose names are as follows;

	Name	Position
1	Mrs. Kesara Manchusree ¹	Independent Director / Chairman of the Board / Chairman of Corporate Governance and Sustainability Committee
2	Mr. Yeo Kok Tong ²	Independent Director / Chairman of the Audit Committee
3	Mr. Tai Chuan Lin	Director / Member of the Investment Committee

¹Mrs. Kesara Manchusree Independent Director / resigned before the end of the term, effective from 1 December 2024.

² Mr. Yeo Kok Tong Independent Director / resigned before the end of the term, effective from 1 March 2025.

To be in accordance with good corporate governance and to encourage the participation of shareholders for directors' nomination, the Company offered an opportunity to shareholders to nominate any qualified candidates to be elected as directors of the Company from 30 October 2024 to 31 December 2024. Details were published on the website of the Company and news disclosure channel of the Stock Exchange of Thailand. After the said period, there was no director candidate nominated by shareholders.

The Nomination and Remuneration Committee considered the knowledge, competencies, work experience, having a broad vision, including morality, ethics, positive attitude towards the organization as well as being able to devote sufficient time to the Company's business. Those directors were considered the independency in order to perform the duties and give opinion independently in accordance with relevant guidelines with transparent processes to ensure shareholders' confidence.

The Nomination and Remuneration Committee, exclusive of those with vested interests in this matter, deemed appropriate to endorse to the Board of Directors to propose the Annual General Meeting of Shareholders to consider and approve the re-election of Mr. Tai Chuan Lin, the director who is due to retire by rotation, to resume his office as a director for another term, and the Nomination and Remuneration Committee resolved to propose to the Board of Directors to consider recommending to the 2025 Annual General Meeting of Shareholders the election of Mr. Ekasak Tangsujaritpant as an Independent Director to replace the director (No.2) who resigned. In addition, after considering the overall structure of the Board of Directors, the Nomination and Remuneration Committee deemed it appropriate to propose the reduction in the number of directors from 10 to 8, as this number is considered suitable and sufficient for effective business management

Opinion of the Board of Directors

The Board of Directors, exclusive of those with vested interests in this matter, considered with due care the qualifications and appropriateness as proposed by the Nomination and Remuneration Committee, conforming to the Company's criteria and procedure for director nomination. Upon due care, the Board of Directors opine that the director and the independent director as nominated are knowledgeable, capable, experienced including having ethnics, broad vision and positive attitude to perform the duties with their full capacity as well as are qualified which will benefit business operations of the Company. Further, they could express opinions independently in accordance with related rules. In such regards, the Board of Directors resolved the same as the opinion of the Nomination and Remuneration Committee by proposing to the 2025 Annual General Meeting of Shareholders to consider the election of 3 directors to replace those who are due to retire by rotation or have resigned, as follows:

- 1) Ms. Kesara Manchusree - Independent Director (resigned before the end of her term)
- 2) Mr. Yeo Kok Tong - Independent Director (resigned before the end of his term)
- 3) Mr. Tai Chuan Lin - Director

The Board of Directors' meeting, excluding directors with a conflict of interest, resolved to nominate Mr. Tai Chuan Lin, the director due to retire by rotation, to be re-elected for another term. The Board also resolved to nominate Mr. Ekasak Tangsujaritpant as a new director to replace the former director (No.2) who resigned before the end of his term, together with the reduction in the number of directors from 10 to 8 which this number is considered suitable and sufficient for effective business management as proposed by the Nomination and Remuneration Committee.

For the independent director, the Board of Directors believes that he meets the independent director criteria and can freely express his opinions.

In this regard, the profiles of the two aforementioned directors as well as the information of ordinary share holding within the Company, the information of director position or the executive director position of the listed company and/or other companies and/ or other corporations are detail as shown in Attachment 4.

Votes Required

This agenda shall be approved by majority of the total number of votes of shareholders attending the Meeting and casting votes. The voting will be on an individual basis. The candidates will be appointed individually, pursuant to criteria and procedures described in Clause 18 of the Company's Articles of Association.

Agenda 7 To consider and approve the director's remuneration for the year 2025

Objectives and Rationale

According to Section 90 of the Public Limited Company Act, directors are entitled to receive remuneration which shall be in accordance with resolutions of meetings of shareholders.

Pursuant to the director's remuneration guideline of the Company, the Company shall consider the appropriateness upon the obligation and responsibility as appointed to the directors and to be able to compare with other listed company in the Stock Exchange of Thailand in the same industry, with the similar business size of which the directors' remuneration is sufficient to render the incentive to the directors for performing sufficiently for the business aim by conducting in transparent way in order for the shareholders' reliability.

In this regard, the Nomination and Remuneration Committee has considered the directors' remuneration for the year 2025 by taking into account the Company's policy in relation to fixing of the directors' remuneration of which compared by using the average rate of such remuneration considering among other companies listed on the Stock Exchange of Thailand within the same industry as stated in the Director Compensation survey by Thai Institute of Directors. The shareholders' meeting is proposed to determine the director's remuneration for the year 2025 at the amount not exceeding Baht 8,000,000 as follows:

Director's remuneration	2024	2025 (Proposed year)
<u>Board of Directors</u>		
- Chairman of the Board	200,000 Baht / month	200,000 Baht / month
- Director	30,000 Baht / month	30,000 Baht / month
- Executive Director	None	None
<u>Audit Committee</u>		
- Chairman	100,000 Baht / month	<u>50,000 Baht / month</u>
- Director	30,000 Baht / month	30,000 Baht / month
<u>Nomination and Remuneration Committee</u>		
- Chairman	30,000 Baht / month	30,000 Baht / month
- Director	20,000 Baht / month	20,000 Baht / month
- Executive Director	None	None
<u>Investment Committee</u>		
- Chairman	30,000 Baht / month	30,000 Baht / month
- Director	20,000 Baht / month	20,000 Baht / month

Director's remuneration	2024	2025 (Proposed year)
- Executive Director	None	None
<u>Corporate Governance and Sustainability Committee</u>		
- Chairman	30,000 Baht / month	30,000 Baht / month
- Director	20,000 Baht / month	20,000 Baht / month
- Executive Director	None	None
<u>Risk Management Committee</u>		
- Chairman	30,000 Baht / month	30,000 Baht / month
- Director	20,000 Baht / month	20,000 Baht / month
- Executive Director	None	None
Other Remuneration	None	None

Note: 1. Actual remuneration of the Board of Directors in 2024 was Baht 9,091,667
2. Executive Director shall not receive the monthly remuneration

Opinion of the Board of Directors

The Board of Directors considered the recommendation of the Nomination and Remuneration Committee, which has carefully considered the matter by taking into account the various factors such as role and responsibility, knowledge, capabilities, experience and the current performance as well as the preference of the Company to drive business growth compared to other companies in the same industry. The Board of Directors considered the remuneration of the Board of Directors according to the policies, criteria, and the process of proposing remuneration, and resolved to propose to the 2025 Annual General Meeting of Shareholders to consider and determine the directors' remuneration of the year 2025 for supporting the performance of the directors for the sake of increasing the Company's value sustainably, by proposing the yearly directors' remuneration at the amount not exceeding Baht 8,000,000 (Eight million Baht).

Votes Required

This agenda shall be approved by the shareholders' meeting with a vote of no less than two-thirds (2/3) of the total number of votes of shareholders present at the Meeting.

Agenda 8 Consider other matters (if any)

Objectives and Rationale

According to Section 105 of the Public Limited Company Act B.E. 2535 (and its amendment), which stipulates that when the Shareholders' Meeting completely considered the agendas specified in the notice of meeting, the shareholders holding shares amounting to not less than one-third of the total number of shares sold may request the Shareholders' Meeting to consider other matters in addition to those specified in the notice of meeting.

Opinion of the Board of Directors

The Board of Directors opines that the Company should designate this agenda to allow the shareholders to raise any inquiries (if any) and/or for the Board of Directors to answer any questions of or clarify any matter to the shareholders. However, there should not be any other matters to be considered by the Meeting in this Agenda so as to comply with the Principles of Good Corporate Governance for Listed Companies and the Annual General Shareholders Meeting Assessment requiring that the Meeting should consider only the matters notified in advance for fairness to all shareholders.

All shareholders are cordially invited to attend the Annual General Meeting of Shareholders for the year 2025 on **Friday 25 April 2025 at 15.00 hrs. via electronic meeting**. The registration will start at 13.00 hrs. onwards. In case the shareholder is unable to attend the Meeting in person. The shareholder can grant a proxy by filling in and signing the proxy form which was delivered to all shareholders together with this invitation letter or the shareholders can download the proxy form from the Company's website at www.nrinstant.com by choosing to use only one type as specified. The shareholders can grant the Company's independent directors as proxy. Further, profiles of the Independent Directors proposed by the Company to act as Proxy of Shareholders are illustrated in Attachment 6.

Providing personal data protection for shareholders and their proxy holders is our primary concern. In assurance that the Company will protect and treated shareholders personal data in compliance with the Personal Data Protection Act BE 2562 (2019), the Company establishing the Privacy Notice for the Annual General Meeting of Shareholders for your acknowledgement of the details of the processing, collecting, use and disclosure that may be arising as indicated in attachment 12.

The Company kindly requests for the shareholders' cooperation to submit the proxy forms, the registration documents and the form for submitting question in advance to the Company **within 18 April 2025** via the following channels at the Company's address as follows:

- via email: IR@nrinstant.com or
- via postal mail:
Investor Relations Department
NR Instant Produce Public Company Limited
518/5, 6th Floor Maneeya Center Building, Ploenchit rd., Lumpini, Pathumwan, Bangkok 10330

The Company would like to request all shareholders to study and follow the instructions, registration process, appointment of proxy and supporting documents for registration to attend the Meeting according to Attachment 7 and Guideline for attending the Annual General Meeting of Shareholders for the year 2025 through electronic meeting according to Attachment 9. If shareholders or proxy holders have any questions, opinions or suggestions, kindly send those queries to the Company in advance using the form per Attachment 11. The

Company shall collect the questions received in advance and relating to the voting agendas and address in the Meeting.

The Company truly appreciates your understanding and looks forward to your kind cooperation.

Yours Sincerely,

Dr. Dhas Udomdhammabhakdi
Chairman of the Board
NR Instant Produce Public Company Limited

Company Secretary

Tel: 064-650-5164

Remarks:

1. From 30 October 2024 to 31 December 2024, the Company invited Shareholders to propose the agenda for the 2025 Annual General Shareholders' Meeting. It appears that no shareholders have proposed an agenda for the Meeting. In addition, from 30 October 2024 to 31 December 2024, the Company offered an opportunity to shareholders to nominate any qualified candidates to be elected as directors of the Company. Details were published on the website of the Company and news disclosure channel of the Stock Exchange of Thailand. After the said period, there was no director candidate nominated by shareholders.
2. The Minutes of the 2024 Annual General Meeting of Shareholders held on 24 April 2024 was made available on the Company's website dated 7 May 2024, for revision or correction until 7 June 2024. There was no revision or correction by Shareholders. As a result, it is regarded as certification of the Minutes of the Shareholders' Meeting from the Shareholders.
3. The Company posted this invitation to attend the 2025 Annual General Meeting of Shareholders, including all attachments and proxy forms on the Company's website (www.nrinstant.com) on 4 April 2025.
4. The Shareholders who are entitled to attend the Annual General Meeting for the Year 2025 are those whose names are listed on the Record Date fixed by the Company on 1 April 2025

**QR Code Downloading Procedures for
Annual Registration Statement / Annual Report 2024 (Form 56-1 One Report),
including Statement of Financial Positions and Statement of Comprehensive Income
for the year ended 31 December 2024**

Thailand Securities Depository Co., Ltd. ("TSD") as a securities registrar under the Stock Exchange of Thailand (SET), has developed a system which allows SET Listed Companies to send meeting documents for the General Annual Meeting of Shareholders containing a scan-to-read ebook (QR Code) to the shareholders easy to read and quick access information with the simple online page.

Shareholders can scan QR Code to access the Company's Annual Registration Statement / Annual Report 2024 (Form 56-1 One Report) containing financial statements for the financial year ended 31 December 2024 and auditor's report as the following steps:

For iOS System (iOS 11 and above)

1. Open up the mobile camera
2. Use the mobile camera to scan the QR Code
3. The notification will appear on the top of the screen, when QR Code is detected. Click on the notification to access such meeting documents. Remark: If the notification does not appear on the mobile phone, the QR code can alternatively scan with other applications such as QR Code Reader, Facebook or Line.

For Android System

1. Open up application such as QR Code Reader, Facebook or Line

How to scan QR Code with Line application

>>Open Line application >> Click on "Add friend" >> Choose "QR Code"

2. Scan QR Code to access such meeting documents

Capital Increase Report Form
NR Instant Produce Public Company Limited
18 March 2025

We, NR Instant Produce Public Company Limited, hereby report the resolution of the Board of Directors' meeting No. 6/2025, dated 18 March 2025, relating to the capital increase and allotment of capital increase shares as follows:

1. Capital Increase:

The Board of Directors' meeting passed a resolution to approve the capital reduction and increase of registered capital of the Company as follows:

Type of capital increase	Type of securities	Number of shares	Par value (THB/share)	Total (THB)
<input checked="" type="checkbox"/> General Mandate	Ordinary shares	141,765,729	1.00	141,765,729

2. Allotment of capital increase shares:

● **Specifying the purpose of utilizing the capital**

Allotted to	Number of shares	Ratio (old : new)	Selling price (THB/share)	Subscription and payment period	Remark
- None-

● **General Mandate**

Allotted to	Type of securities	Number of shares	Percentage of paid-up capital ^{1/}	Remark
Private Placement	Ordinary shares	Not more than 141,765,729	10	Please see Note

^{1/} Percentage of paid-up capital on the date that the Board of Directors resolved with the approval to increase capital under General Mandate

Note

The Board of Directors' meeting resolved to propose to the 2025 Annual General Meeting of Shareholders to consider and approve the extension of the allotment of the newly-issued ordinary shares of the Company under General Mandate to Private Placement, which will be due on the date of the 2025 Annual General Meeting of Shareholders (AGM). The details and conditions in relation to such allotment of the newly issued ordinary shares shall be in accordance with the resolutions approved by the 2024 AGM, which was held on 24 April 2025 in all respects. The details of which are as follows:

The allocation of the newly issued ordinary shares shall be offered to the specific persons by way of a private placement under the general mandate shall not be the related persons of the Company as specified in the Notification of the Capital Market Supervisory Board No. TorChor. 21/ 2551 Re: Rules on Connected Transactions and the Notification of the Board of Governors of



the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 The newly issued ordinary shares can be issued and offering in entirety or in portions and offering at once or occasionally from time to time. The allocation of the newly issued ordinary shares to the specific persons by way of the private placement shall not be offered at a low price according to the Notification of the Capital Market Supervisory Board No. Tor Jor. 72/2558 Re: Approval for Listed Companies to Offer Newly Issued Shares through Private Placement (as amended),

In this regards, the Board of Directors shall be authorized to have the powers to consider on determination, and/or amend, and/or change any condition and details of any matters related to this matter under the relevant regulations. The authorization shall include without limitation to the followings:

- 1) To consider on the allocation and offer the newly issued ordinary shares at once or occasionally from time to time including proceed with any necessary matters and related to offering the newly issued ordinary shares e.g. set the record date, objective of the issuance and offering of such ordinary shares, specify offering price, subscription period, ratio for allotment, allotment method and the payment process, searching of investors in private placement etc. including change of subscription period, payment and receive payment of such newly issued ordinary shares, determine any conditions and details regarding allocation of newly issued ordinary shares which include without limitation to considering on determination of ratio of purchase for offering the newly issued ordinary shares to the existing shareholders, specify offering price, subscription period, the purchase, the payment process, allotment method and determine any conditions and details which related to the allocation of the newly issued ordinary shares as deemed appropriate.
- 2) To sign applications, notice, instrument or other documents in relation with the capital increase and the allocation of the Company's newly issued ordinary shares, including certifying relevant documents, communicate, file and/or accept documents with any competent authorities and/or agencies and to list the new common shares on the Stock Exchange of Thailand.
- 3) To carry out any other necessary actions relating to and/or associating with the capital increase and the allocation of the newly issued ordinary shares of the Company, to be in accordance with the laws and/or any related regulations.

In addition, the aforesaid allocation under the general mandate must be completed by the next date of the Annual General Meeting of Shareholders or within 30 April 2026, whichever date is earlier.

3. Schedule for a shareholders' meeting to approve the capital increase / allotment of capital increase shares

The Annual General Meeting of Shareholders for the year 2025 will be held on 25 April 2025, 3.00 P.M. via electronic meeting. 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 1 April 2025.

4. Seeking approval of the capital increase / share allotment from related government agency, and approval conditions (if any)

- The approval from Annual General Meeting of Shareholders for the year 2025 on 25 April 2025.
- The Company is required to register the decrease/increase of registered and paid-up capital and the amendment of its Memorandum of Association with the Department of Business Development, Ministry of Commerce.
- The Company is required to obtain an approval from the Stock Exchange of Thailand for the listing of such newly issued ordinary shares on the Stock Exchange of Thailand.

NR INSTANT PRODUCE PUBLIC COMPANY LIMITED

Register Number : 0107562000483 TAX ID : 0107562000483

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

Tel: (6634) 849-576-80 Fax: (6634) 849 586

Bangkok Office: 518/5 Maneeya Center Building, 6th floor, Ploen Chit Road, Lumphini, Pathum Wan, Bangkok 10330 Tel (6622) 548 233 Fax (6626) 520 527

Facebook : NRFThailand Website : <https://www.nrinstant.com>

บริษัท เอ็นอาร์ อินสแตนซ์ โปรดิวซ์ จำกัด (มหาชน)

ทะเบียนเลขที่ : 0107562000483 เลขประจำตัวผู้เสียภาษี : 0107562000483

สำนักงานใหญ่: 99/1 หมู่ที่ 4 ตำบลแคราย อำเภอกระทุ่มแบน จังหวัดสมุทรสาคร 74110

โทรศัพท์: (6634) 849-576-80 โทรสาร: (6634) 849 586

สำนักงานกรุงเทพฯ: 518/5 อาคารมณีญา เซ็นเตอร์ ชั้น 6 ถนนเพลินจิต แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330 โทรศัพท์ (6622) 548 233 โทรสาร (6626) 520 527

เฟสบุ๊ก : NRFThailand เว็บไซต์ : <https://www.nrinstant.com>

5. Objectives of the capital increase and plans for utilizing the increased capital

- For investment or in other businesses and/or companies, including but not limited to investments in ordinary shares or assets, etc.
- To be used for future expansion of the Company in related businesses or to support the Company's existing business.
- To enhance liquidity flexibility of the Company

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

The capital increase will provide the Company with liquidity flexibility in order for future expansion of the Company in related businesses or to support the Company's existing business providing the Company with better growth and increasing the Company's competitiveness in the long run.

7. Benefits that the shareholders will receive from the capital increase / share allotment:

- The Company has a policy to pay dividends 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,
- The subscribers of the Company's newly issued ordinary shares in this offering will be entitled to receive dividends declared by the Company upon the registration of their names as shareholders of the Company.
- The Company will use the capital increase under the general mandate for investment in business and/or other companies and/or future expansion of the Company with the aim of providing the Company with better growth and increasing the Company's competitiveness in the long run in order to enhance returns for shareholders.

8. Other details necessary for shareholders' decision making in the approval of the capital increase / share allotment:

-None-

9. Time schedule of action in case the Board of Directors passes a resolution with the approval of the capital increase or allotment of new shares:

No.	Procedures of the capital increase	Date/Month/Year
1	The Board of Directors' Meeting No. 6/2025	18 March 2025
2	The date to determine shareholders entitled to attend the Annual General Meeting (Record Date)	1 April 2025

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No.	Procedures of the capital increase	Date/Month/Year
3	2025 Annual General Meeting of Shareholders	25 April 2025
4	The Registration of resolution on capital increase at Ministry of Commerce	Within 14 days after AGM approved
5	Date to allot the newly issued ordinary shares under the general mandate to a specific investor (Private Placement)	Within the date that the Company holds the next annual general meeting or within the date that the next annual general meeting is required to be set-up by law, whichever is the earlier

We hereby certify that the information contained in this report form is correct and complete in all respects.

Signed Authorized director

(Mr. Dan Pathomvanich)

Signed Authorized director

(Miss Penhurai Chaichatchaval)

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Profiles and Work Experience of the Auditors

Profiles and Work Experience of the Auditors PKF Audit (Thailand) Ltd.	
	
Name - Surname	Mr. Banthit Tangpakorn
CPA (Thailand) No.	8509
Age	47 years
Education	<ul style="list-style-type: none"> - Master Degree of Accountancy, Chulalongkorn University - Bachelor of Business Administration, Accounting, Kasetsart University
Current Position	Audit Partner
Professional Experience	2023 to present Audit Partner, PKF Audit (Thailand) Ltd. 2020 to 2023 Audit Partner, KPMG Phoomchai Audit Ltd. 2019 to present Authorized auditor of the office of the Securities and Exchange Commission, Thailand
Conflict of interest with the Company, the management, the major shareholders or any related person	None
Contact Information	Email address: banthit.t@pkf.co.th Telephone: 086 751 8751 Fax: 02-108-1599

Profiles and Work Experience of the Auditors

PKF Audit (Thailand) Ltd.



Name - Surname	Mr. Pitinan Lilamethwat
CPA (Thailand) No.	11133
Age	42 Years
Education	Master of Accounting, Chulalongkorn University Bachelor of Accounting, Kasetsart University
Current Position	Partner
Professional Experience	2018 to present Partner, PKF Audit (Thailand) Ltd. 2019 to present Authorized auditor of the office of the Securities and Exchange Commission, Thailand 2007 to 2017 Associate Director and Partner, KPMG Phoomchai Audit Ltd.
Conflict of interest with the Company, the management, the major shareholders or any related person	None
Contact Information	Email address: pitinan.l@pkf.com Telephone: 02-108-1591 and 082-999-4636 Fax: 02-108-1599

Profiles and Work Experience of the Auditors

PKF Audit (Thailand) Ltd.



Name - Surname	Mr. Udom Thanuratpong
CPA (Thailand) No.	8501
Age	47 years
Education	<ul style="list-style-type: none"> - Master Degree of Accountancy, Chulalongkorn University - Bachelor of Business Administration, Accounting, Assumption University
Current Position	Audit Partner
Professional Experience	<p>2022 to present Audit Partner, PKF Audit (Thailand) Ltd.</p> <p>2011 to present Authorized auditor of the office of the Securities and Exchange Commission, Thailand</p> <p>2014 to 2022 Audit Partner, PV Audit Co., Ltd..</p> <p>2011 to 2014 Audit Partner, ANS Audit Co., Ltd.</p>
Conflict of interest with the Company, the management, the major shareholders or any related person	None
Contact Information	<p>Email address: udom.t@pkf.co.th</p> <p>Telephone: 02-108-1591 and 081 860 4945</p> <p>Fax: 02-108-1599</p>

Profiles of the Directors Retiring by Rotation and being Proposed for Re-election		
Name-Surname	Mr. Tai Chuan Lin	
Age	46 years	
Present Position	Director / Member of the Investment Committee	
Starting Date of Directorship	19 November 2018	
Tenure	4 years	
Type of Director proposed for election	Director	
Percentage Shareholding ¹	- None -	
Education	Master of Business & Finance, Vienna University of Business and Economics, Austria	
Training	1. Directors Accreditation Program (DAP 183/2521), IOD	
Working Experience	2018 - Present	Director / Member of the Investment Committee at NR Instant Produce PCL.
	2007 - Present	Director at Proterra Investment Partners Asia
	Present	Director at Outside Limited
	Present	Director at Zhong Hong Limited
	Present	Director at FKS Limited
	Present	Director at Riverstone Limited
	Present	Director at PFI Food Limited
Directorship / Executive in other listed company	- None -	
Directorship / Executive in other non-listed company	6	
Directorship / Executive in other companies that may have conflict of interest or implicitly compete with the Company	- None -	
Attendance of Meeting in 2022	1. Board of Directors	10/12
	2. Investment Committee	6/8
	3. 2022 Annual General Meeting of Shareholders	1/1
Illegal Record in past 10 years	- None -	
Family Relationship with Directors and Management	- None -	



Profiles of the Directors Retiring by Rotation and being Proposed for Re-election
Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have Conflicts at present
1. Being a director who takes part in the managing operation, an employee, or an advisor who receives a regular salary or fee - None -
2. Being a professional service provider (i.e., auditor, lawyer) - None -
3. Having the significant business relations that affect the ability to perform independently - None -

Remarks: ¹Direct and indirect shareholding, including shares held by spouse and minor child of the person

Profiles of the Directors Retiring by Rotation and being Proposed for Re-election		
Name-Surname	Mr. Ekasak Tangsujaritpant	
Age	50 years	
Type of Director proposed for election	Independent Director	
Percentage Shareholding ¹	- None -	
Education	Master of Business Administration, Oglethorpe University, Atlanta, GA Bachelor of Science, Management and Marketing, Oglethorpe University, Atlanta, GA	
Training	Director Certification Program (DCP) 206/2015 Thai Institute of Directors Association (IOD)	
Working Experience	2018 – Present	Director, Sweet Spot Ventures Co., Ltd.
	March - October 2024	Independent Director, Member of Audit Committee, BlueVenture Group Public Company
	2022 – 2019	Director, WYNN International Insurance Broker Co., Ltd.
	2018 – 2021	Chief Marketing & Business Development Officer, Aegon Insights Thailand Co., Ltd.
Directorship / Executive in other listed company	- None -	
Directorship / Executive in other companies that may have conflict of interest or implicitly compete with the Company	- None -	
Illegal Record in past 10 years	- None -	
Family Relationship with Directors and Management	- None -	
Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have Conflicts at present		
1. Being a director who takes part in the managing operation, an employee, or an advisor who receives a regular salary or fee	- None -	
2. Being a professional service provider (i.e., auditor, lawyer)	- None -	
3. Having the significant business relations that affect the ability to perform independently	- None -	



Remarks: ¹Direct and indirect shareholding, including shares held by spouse and minor child of the person

Company's Articles of Association in relation to the Shareholders' Meeting

Section 5

Board of Directors

Article 17 The Board of Directors of the Company shall consist of not less than five (5) members. Not less than one-half (1/2) of the directors shall have residence within the Kingdom of Thailand.

Directors shall be the competent persons and incompatibility under Public Company Limited Act and other applicable laws.

Directors may or may not be the shareholders.

The board of directors has the power and duties to manage the company in accordance with its objects and articles of association and resolutions of meetings of shareholders.

Article 18 The election of Directors at a general meeting of shareholders shall be carried out in accordance with the following rules and procedures:

(1) A shareholder shall have one vote for each share he/she holds or represents.

(2) At the election of Directors, the shareholders shall vote for each individual candidate nominated for Directors, but not exceeding the number of Directors required for that election. The vote shall not be distributed.

(3) The candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as Directors in that order until all of the Director positions are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of Directors to be exceeded, the remaining appointment shall be made by the chairman of the meeting who shall have a casting vote.

Article 19 At every annual general meeting of shareholders, at least one-third (1/3) of the Directors, or if their number is not multiple of three, then the number nearest to one-third (1/3), must retire from the office.

The Directors retiring from office in the first and second years after registration of the conversion to public limited company shall be selected by drawing lots. In subsequent years, the Director who has held office longest shall retire.

A retiring Director is eligible for re-election.

Article 22 A meeting of shareholders may pass a resolution removing any director from office prior to the expiration of the term, with the votes of not less than three-fourths of the number of shareholders present at the meeting and entitled to vote and also with the aggregate number of shares of not less than one half of the number of shares held by the shareholders present at the meeting and entitled to vote.

Article 28 Directors shall not operate any similar business in competition to the business of the company, or become a partner in an ordinary or an unlimited partner in any limited partnership or a director in any private limited company or public limited company which operates the same business as the company, whether for his/her own or other persons' benefits, unless he/she has notified this matter in the shareholders' meeting before the approval of a resolution for his/her appointment.

Section 6

Shareholders' Meeting

Article 33 An annual general meeting of shareholders shall be held within four (4) months after the end of the accounting year of the Company.

Any other shareholders' meeting shall be called "Extraordinary General Meeting". The Board of Directors may call an Extraordinary General Meeting whenever it is appropriate and can be conducted through any electronics mean.

One or more shareholder(s) holding not less than ten (10) percent of the total issued shares may request in writing to the Board of Directors to hold an extra-ordinary meeting of shareholders at any time but they shall clearly specify reasons for such request in the notice. In such case, the Board of Directors must hold a meeting of shareholders within forty-five (45) days from the date of receipt of the notice.

If the Board of directors does not hold the meeting within the period of time specified in paragraph three, the shareholders who subscribe their names or other shareholders holding shares amounting to the required amount may call the meeting themselves within forty-five (45) days as from the date on which the period of time in paragraph two ends. In this case, the meeting in deemed a shareholders meeting called by the Board of Directors and the Company shall be responsible for the expense incurred therefrom and shall reasonably facilitate the meeting.

In the case where the quorum of the meeting called by the shareholders under paragraph three cannot be constituted as specified in Article 35, the shareholders under paragraph four shall compensate the Company the expenses incurred from such meeting.

Article 34 In calling a shareholder meeting, the Board of Directors shall prepare a written notice of the meeting. The notice shall state the place, date, time, agenda of the meeting and the matters to be proposed to the meeting in reasonable details by indicating clearly whether it is the matter proposed for acknowledgement, for approval or for consideration, as the case may be, including the related opinions of the Board of Directors. The said notice shall be delivered to the shareholders via postal mail or any electronic channels and the Registrar under the public limited companies' law for their information at least seven (7) days prior to the date of the meeting. The notice of the meeting shall

be also published in a newspaper or electronic platforms for three (3) consecutive days at least three (3) days prior to the meeting date.

The meeting venue will be located in the province where the company's main office is situated or in a nearby province as determined by the Board of Directors. In addition, if the meeting is conducted through electronic media, it shall be deemed that the company's main office is the meeting venue.

Article 35 In a shareholders' meeting, a quorum shall be constituted by at least twenty-five (25) shareholders present in person or by proxy (if any) or half (1/2) of all shareholders representing up to one-third (1/3) of all issued shares.

If within one (1) hour from the time fixed for the shareholders' meeting, the required quorum is not constituted, the meeting, if called by a request of shareholders, shall be dissolved. If such meeting is not called by the shareholders' request, another meeting shall be convened, and a notice of the meeting shall be sent to the shareholders not less than seven (7) days prior to the meeting date. At such meeting, no quorum shall be required.

Each shareholder shall be entitled to execute a proxy to attend and vote at meetings on their behalf, provided that no more than one proxy per shareholder and it could be electronic proxy, according to the form prescribed by the Registrar. The proxy shall be submitted to the Chairman of the Board or the designated person at the meeting venue before the appointed proxy holder can participate in the meeting. The appointed proxy holder for such purposes shall be limited to an individual, regardless of the number of shares held by the shareholder.

Article 36 The Chairman of the Board of Directors shall preside over the shareholders' meeting. In the event that the Chairman is unavailable or unable to perform his/her duties, the Vice Chairman shall act as the presiding Chairman. If the Vice Chairman is unavailable or unable to perform his/her duties, the shareholders present at the meeting shall elect one of their members to be the presiding Chairman.

Article 37 In voting, the subscribers shall have votes equal to the number of shares subscribed by them. One share is entitled to one vote. Shareholders who have conflict of interest in any specific agenda shall abstain from the vote. Beside the director's election agenda, a resolution of the shareholders' meeting shall be approved as follows:

1. For ordinary case, by a majority vote of the shareholders present and cast the vote. In case of a tie, the Chairman of the shareholders' meeting shall have a casting vote.
2. Directors' remuneration case requires no less than two third (2/3) of the total number of votes of shareholders who attend the meeting.
3. The resolutions of the general meeting of shareholders in the following cases require no less than three quarters (3/4) of the total number of votes of shareholders who attend the meeting with the right to vote:

- (a) sale or transfer of the whole or important parts of the business of the Company;
- (b) purchase or acceptance of transfer of the business of other companies or private companies by the Company;
- (c) entering into, amending, or terminating contracts with respect to the granting of a lease of the whole or important parts of the business of the Company, or the amalgamation of the business with other persons with the purpose of profit and loss sharing;
- (d) amendment to the memorandum of association or the articles of association;
- (e) increase of capital, reduction of capital
- (f) dissolution of the company
- (g) issuance of debentures;
- (h) amalgamation

Article 38 The agenda of an annual general meeting shall include the followings:

- (1) to acknowledge the Board of Director' s report showing the company's performance during the previous year;
- (2) to consider and approve the balance sheet or statement of financial position and the statement of profit and loss as at the end of the fiscal year;
- (3) to consider the allocation of profit and the dividend payment;
- (4) to elect new director in replacement of the former director who retires by rotation, and specify the remuneration of the Board of Directors;
- (5) to appoint the auditor and specify the audit fee;
- (6) to consider other business.

Section 7

Accounting, Finance and Audit

Article 41 The Board of Directors shall arrange for the preparation of a balance sheet and a statement of profit and loss as at the end of the fiscal year for submission to the shareholders at the annual general meeting for consideration and approval. The Board of Directors must submit the balance sheet and statement of profit and loss to be audited by the auditor before submission of the same to the meeting of shareholders.

Article 42 The Board of Directors shall send the following documents to the shareholders together with the notice of the annual general meeting:

- (1) a copy of the audited balance sheet and statement of profit and loss, together with the auditor's report; and
- (2) an annual report of the Board of Directors and supporting documents of the report.

Article 43 The auditor must not be a director, member, employee or a person holding any office of the company.

Article 44 The auditor has the right to prepare written explanations for submission to a meeting of shareholders and is obligated to be present at every meeting of shareholders at which a balance-sheet, a profit and loss account and any problem concerning accounts of the company is scheduled to be considered, for giving shareholders explanations on the auditing, and the company shall also furnish the auditor with the company's reports and documents which are to be received by shareholders at such meeting of shareholders.

Section 8

Dividend and Reserves

Article 45 Dividends shall not be paid other than out of profits. If the Company remains to have the accumulated loss, no dividends shall be distributed.

Dividends shall be distributed according to the number of shares on an equal basis. Payment of dividends shall be approved by the shareholders' meeting.

Article 46 The payment of dividend shall be made within one (1) month from the date of approval by the shareholders' meeting or the Board of Directors' meeting, as the case may be. The Company shall send notice to inform the shareholders and to publish the dividend payment notice on newspaper for not less than three (3) consecutive days.

Article 47 If the Company has yet to issue of all of its registered shares or has registered the increase of capital, it may make dividend payments in full or in part by way of issuing new ordinary shares to the shareholders, with the approval of the shareholders' meeting.

Article 48 The Company shall allocate at least five (5) percent of its annual net profit less the accumulated loss brought forward (if any) to a reserve fund until this fund attains an amount at least ten (10) percent of the registered capital. Apart from such reserve fund, the Board of Directors may ask the shareholders' meeting to approve the allocation of various reserve funds for the purpose of conducting any of the Company's activities.

Section 9

Increaser and Reduction of Capital

Article 49 The share issuance has to be approved by a resolution of a meeting of shareholders with the votes of not less than three-fourths of the total number of votes of the shareholders present and entitled to vote. The shares intended to be additionally issued under section 136 may be offered for sale in whole or in part and may first be offered for sale to existing shareholders in proportion to the number of shares held by each shareholder or may be offered for sale to the public or to other persons in whole or in part, in accordance with the resolution of the meeting of shareholders.

Article 50 A company may reduce its registered capital by reducing the value of each share or reducing the number of shares, provided that no reduction shall be made to the extent rendering the capital to be below one-fourth of the total capital.

The reduction of the value of shares or the reduction of the number of shares under paragraph one or paragraph two to an intended amount and by an intended method may be made only upon approval by a resolution of a meeting of shareholders with the votes of not less than three-fourths of the total number of votes of the shareholders present at the meeting and entitled to vote.

Definition and Profile of Independent Directors for Proxy for the shareholders

The qualifications of independent director have been defined by the Company in accordance with the rules stipulated by the Securities and Exchange Commission or the Stock Exchange of Thailand as follows:

1. Holding no more than 1% of the total eligible voting shares of the Company, parent companies, subsidiaries, associated companies, major shareholders or controlling person of the Company, by totally counting the shares held by related person to such independent director.
2. Not being a director participating in management role, an employee, staff, advisor who receives a regular salary or a controlling person of the Company, parent companies, subsidiaries, associated companies, same level subsidiaries, major shareholders, or controlling person of the Company during the past 2 years before his/her appointment as independent directors. Except excluding the case that he/she was a government official or advisor of the government who is a major shareholder or controlling person of the Company.
3. Having no relation by blood or by legal registration as the father, mother, spouse, brother or sister, and child including spouse of child of other directors, executives, major shareholders, control person or person(s) who is nominated to be the director, executives, or control person of the Company or subsidiaries.
4. Having no business relation with the Company, parent companies, subsidiaries, associated companies, major shareholder or controlling person of the Company that would impede his/her independent discretion. Not being or having been a significant shareholder or controlling person of the Company of a business relationship with the Company, parent companies, subsidiaries, associated companies, major shareholder or controlling person of the Company, unless clear from the foregoing relationship for not less than two years.


The term 'business relationship' aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services, grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar action, which results in the Company or its counterparty being subject indebtedness payable to the other party in the amount of 3 percent or more of the net tangible assets of the company or 20 million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of Capital Market Supervisory Board concerning Rules on Connected Transactions *mutatis mutandis*. The combination of such indebtedness shall include indebtedness taking place during the course of 1 year prior to the date on which the business relationship with the person is commenced.

5. Not being or having been an auditor of the Company, parent companies, subsidiaries, associated companies, major shareholder, or controlling person of the Company. Not being or having been

partners of an audit firm, where the auditor of the Company, parent companies, subsidiaries, associated companies, major shareholder, or controlling person of the Company, except for the case of being exempted from having such characteristics, unless clear from those characteristics for not less than two years.

6. Not being a professional service provider including legal or financial advisor who receives service fee exceeding Baht 2,000,000 a year from the Company, parent companies, subsidiaries, associated companies, major shareholder, or controlling person of the Company. Not being a substantial shareholder, controlling person of the Company, or a partner of such service provider firm, except in the case of being exempted from having such characteristics, unless clear from those characteristics not less than two years.
7. Not being a director appointed for representation of Company's directors, major shareholders or shareholder who is a related person of the major shareholders of the Company.
8. Not undertaking any businesses, the nature of which is the same as the Company or its subsidiaries and, in any material respect, is competitive with the business of the Company or subsidiaries. Not being a substantial partner in the partnership, or a director who is involved in the Company management, an employee, a staff member, an advisor who receives regular salary or a shareholder holding more than one percent of shares with voting rights of accompany the nature of whose business is the same as the Company. In any material respect, it is competitive with business of the Company or subsidiaries.
9. Not having any characteristics that could not give independent opinion on the operation of the Company.

Independent Directors Proposed by the Company to Act as Proxy for Shareholders

Dr. Dhas Udomdhamabhakdi		
	Position	Chairman of the Board / Independent Director / Chairman of the Risk Management Committee / Member of the Audit Committee / Member of the Nomination and Remuneration Committee / Member of Corporate Governance and Sustainability Committee
	Date	66 years
	Address	9 Soi Wachirathamsatit 30, Sukhumvit 101/1, Bang Na, Bang Na, Bangkok 10260
	Conflicts of interests in all agendas	No conflicts of interest in all agendas of 2024 AGM

Remarks: Details of profiles of the Independent Directors are shown in 2024 Form 56-1 One Report in section 7.2.2 "The information on each director and controlling person".

Clarifications on Registration, Casting, Counting and Announcing Votes
For the 2025 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
Shareholder attend the Meeting in person	
1. Shareholder as Natural Person	<ul style="list-style-type: none"> ■ The invitation letter with QR Code signed by the shareholder and ■ 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)
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"> ■ The invitation letter with QR Code signed by the representative of the juristic person (Authorized Director) attending the Meeting in person and ■ 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 and ■ 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)
Shareholder appointing a Proxy	
3. Shareholder as Natural Person appointing a Proxy	<ul style="list-style-type: none"> ■ The invitation letter with QR Code signed by the proxy and ■ The Proxy Form as attached to the Invitation Letter (Form A or B), completely filled in and signed by the shareholder and the proxy and

	<ul style="list-style-type: none"> ▪ 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)
4. Shareholder as Juristic Person appointing a Proxy	<ul style="list-style-type: none"> ▪ The invitation letter with QR Code signed by the proxy and ▪ 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 and ▪ 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 and ▪ 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)
5. Granting proxy to the Company's independent director	<ul style="list-style-type: none"> ▪ Shareholder granting proxy to the Company's independent director as per the names listed in attachment 6 ▪ Kindly request the shareholders who grant the Company's independent director as the proxy. Please send the above documents to the Company by 18 April 2025 through the following channels: <ul style="list-style-type: none"> - via Email: IR@nrinstant.com or - via postal mail: <p style="margin-left: 40px;">Investor Relations Department NR Instant Produce Public Company Limited 518/5 Maneeya Center Building, 6th floor, Ploen Chit Road, Lumphini, Pathumwan, Bangkok 10330</p>
6. For Foreign investor appointing Custodian in Thailand	<ul style="list-style-type: none"> ▪ The invitation letter with QR Code signed by the proxy and ▪ 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 and

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

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

Shareholders and proxies wishing to attend the meeting can proceed according to the following procedures for submitting the request form to attend the meeting via electronic as per attachment 10. 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. The company will open the electronic registration (e-Register) for meeting attendance on April 25, 2025, starting at 13:00 p.m. and continuing until the meeting concludes.

Shareholders and proxy holders can refer to Attachment 10 for instructions on submitting a participation request and registering for the meeting.

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:
 - 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.

- 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 via electronic meeting (E-AGM)
Shareholders shall vote through the E-Voting system. 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.

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 and vote counting notification will be done immediately and the Chairman informed the Meeting of the vote counting results for every agenda.

หนังสือมอบฉันทะแบบ ก

(Duty Stamp Baht 20)

PROXY FORM A

(แบบฟอร์มทั่วไป)

(General Form)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref : Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____

Shareholders' Registration No.

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month B.E.

(1) ข้าพเจ้า _____ สัญชาติ _____

I/We _____ Nationality _____

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

Residing at No. Road Sub-district

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____

District Province Postcode

(2) เป็นผู้ถือหุ้นของ บริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน) (“บริษัท”)

Being a shareholder of NR Instant Produce Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้นและออกเสียงลงคะแนนได้รวม _____ เสียง ดังนี้

Holding the total amount of shares and have voting right votes as follows:

 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้ _____ เสียง

Ordinary Share shares and have voting right Votes

 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้ _____ เสียง

Preferred Share shares and have voting right Votes

(3) ขอมอบฉันทะให้ / Hereby appoint

 1. ชื่อ _____ อายุ _____ ปี บ้านเลขที่ _____

Name Age Years, Residing at

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____

Road Tambol/Sub-district Amphur/District

จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

Province Postcode or

 2. ชื่อ ดร. ธรรม อุดมธรรมภักดี อายุ 66 ปี บ้านเลขที่ 9 ซอยวชิรธรรมสาริต 30

Name Dr. Dhas Udomdhammabhakdi Age 66 Years, Residing at 9 Soi Wachirathamssatit 30

ถนน สุขุมวิท 101/1 ตำบล/แขวง บางนา อำเภอ/เขต บางนา

Road Sukhumvit 101/1 Tambol/Sub-district Bang Na Amphur/District Bang Na

จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10260 หรือ

Province Bangkok Postcode 10260 or

คนใดคนหนึ่งเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันศุกร์ ที่ 25 เมษายน 2568 เวลา 15.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for year 2025 which will be held on Friday 25 April 2025, at 15:00 hrs. via electronic meeting (E-AGM) or such other date, time and place as the meeting may be postponed.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่ กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุ ในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting except where the proxy did not vote in accordance with this proxy, shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy
(ดร. ธรรม อุดมธรรมภักดี / Dr. Dhas Udomdhamabhakdi)

หมายเหตุ / Remark

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยก จำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The Shareholder may appoint only one proxy to attend and vote at the meeting and may not allocate the number of shares to several proxies to severally vote.

หนังสือมอบฉันทะ แบบ ข.

(Duty Stamp Baht 20)

PROXY FORM B

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____

Shareholders' Registration No.

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month B.E.

(1) ข้าพเจ้า _____ สัญชาติ _____

I/We Nationality

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

Residing at No. Road Tambol/Sub-district

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____

Amphur/District Province Postcode

(2) เป็นผู้ถือหุ้นของ บริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน) (“บริษัท”)

Being a shareholder of NR Instant Produce Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้นและออกเสียงลงคะแนนได้รวม _____ เสียง ดังนี้

Holding the total amount of shares and have voting right votes as follows:

 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้ _____ เสียง

Ordinary Share shares and have voting right Votes

 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้ _____ เสียง

Preferred Share shares and have voting right Votes

(3) ขอมอบฉันทะให้ / Hereby appoint

 1. ชื่อ _____ อายุ _____ ปี บ้านเลขที่ _____

Name Age Years, Residing at

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____

Road Tambol/Sub-district Amphur/District

จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

Province Postcode or

 2. ชื่อ ดร. ชรรศ อุดมธรรมภักดี อายุ 66 ปี บ้านเลขที่ 9 ซอยวชิรธรรมสาริต 30

Name Dr. Dhas Udomdhammabhakdi Age 66 Years, Residing at 9 Soi Wachirathamsatit 30

ถนน สุขุมวิท 101/1 ตำบล/แขวง บางนา อำเภอ/เขต บางนา

Road Sukhumvit 101/1 Tambol/Sub-district Bang Na Amphur/District Bang Na

จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10260 หรือ

Province Bangkok Postcode 10260 or

คนใดคนหนึ่งเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันศุกร์ที่ 25 เมษายน 2568 เวลา 15.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for year 2025 which will be held on Friday 25 April 2025, at 15:00 hrs. via electronic meeting (E-AGM) or such other date, time and place as the meeting may be postponed.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

At this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

วาระที่ 1 พิจารณารับทราบผลการดำเนินงานของบริษัท ประจำปี 2567

Agenda 1 To acknowledge the Company's operating result for the year 2024

หมายเหตุ วาระนี้เป็นเรื่องที่รายงานเพื่อทราบ จึงไม่ต้องมีการลงมติ

Remark This matter is for acknowledgement. The resolution is not required.

วาระที่ 2 พิจารณาอนุมัติงบการเงินประจำปี 2567 สิ้นสุดวันที่ 31 ธันวาคม 2567

Agenda 2 To consider and approve the financial statements for the year ended 31 December 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 3 พิจารณาอนุมัติงดการจ่ายปันผลประจำปี 2567

Agenda 3 To consider and approve the omission of allocation of profit as statutory reserve and the omission of dividend payment for the year 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 4 พิจารณาอนุมัติขยายระยะเวลาการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทแบบมอบอำนาจทั่วไป (General Mandate) ซึ่งจะครบกำหนดในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 จำนวนไม่เกิน 141,765,729 หุ้น มูลค่าหุ้นละ 1.00 บาท โดยมีเงื่อนไขการจัดสรรตามที่ได้รับอนุมัติจากที่ประชุมสามัญผู้ถือหุ้นปี 2567 เมื่อวันที่ 24 เมษายน 2567 ทุกประการ

Agenda 4 To consider and approve the extension of allocation period of newly issued ordinary shares of the Company under the General Mandate, which is due in the Annual General Meeting of Shareholders Year 2025, for the amount of not exceeding 141,765,729 shares at the par value of Baht 1.00, under the same conditions regarding the allocation as approved by the 2024 Annual General Meeting of Shareholders, held on 24 April 2024.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 5 พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีบริษัท และกำหนดค่าสอบบัญชี ประจำปี 2568

Agenda 5 To consider and approve the appointment of the Company's auditors and audit fee for the year 2025

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 6 พิจารณาอนุมัติเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระและลดจำนวนกรรมการของบริษัท

Agenda 6 To consider and approve the election of directors to replace the directors who will retire by rotation and the reduction in total number of the Company's Board of Directors

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

การแต่งตั้งกรรมการเป็นรายบุคคล / To consider and appoint directors individually

1. ชื่อกรรมการ / Name of Director: นายไต้ ชวน หลิน / Mr. Tai Chuan Lin

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

2. ชื่อกรรมการ / Name of Director: นายเอกศักดิ์ ตังสุจริตพันธ์ / Mr. Ekasak Tangsujaritpant

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 7 พิจารณากำหนดค่าตอบแทนกรรมการประจำปี 2568

Agenda 7 To consider and approve the director's remuneration for the year 2025

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 8 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 8 To consider other matters (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the proxy in any agenda which is not in accordance with this proxy shall be invalid and shall not be the vote of shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลง หรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting in any matter on the agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมเว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting except where the proxy did not vote in accordance with this proxy, shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed.....ผู้มอบฉันทะ/Grantor

(.....)

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy

(.....)

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The Shareholder may appoint only one proxy to attend and vote at the meeting and may not allocate the number of shares to several proxies to severally vote.

2. ในกรณีที่มิวาระที่พิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

If there is any other matter than the agenda specified herein above which the Shareholder wishes to be considered at the meeting, the Shareholder may add such additional matter in the attached supplemental to this Form B.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Continuation Page of Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันศุกร์ ที่ 25 เมษายน 2568 เวลา 15.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือจะพึงเลื่อนไปในวันเวลา และสถานที่อื่น

The Proxy is granted by a Shareholder of NR Instant Produce Public Company Limited for the Annual General Meeting of Shareholders for year 2025 which will be held on Friday 25 April 2025, at 15:00 hrs. via electronic meeting (E-AGM) or such other date, time and place as the meeting may be postponed.

วาระที่ _____ เรื่อง _____

Agenda Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ _____ เรื่อง _____

Agenda Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ _____ เรื่อง _____

Agenda Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

หนังสือมอบฉันทะ แบบ ค.

(Duty Stamp Baht 20)

PROXY FORM C

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____

Shareholders' Registration No.

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month B.E.

(1) ข้าพเจ้า _____ สัญชาติ _____

I/We _____ Nationality _____

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

Residing at No. Road Sub-district

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____

District Province Postcode

(2) ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ (ผู้ถือหุ้น) _____

As a custodian for (Shareholder's name)

ซึ่งเป็นผู้ถือหุ้นของ บริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน) ("บริษัท")

Being a shareholder of NR Instant Produce Public Company Limited ("The Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้นและออกเสียงลงคะแนนได้รวม _____ เสียง ดังนี้

Holding the total amount of _____ shares and have voting right _____ votes as follows:

 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้ _____ เสียง

Ordinary Share _____ shares and have voting right _____ Votes

 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้ _____ เสียง

Preferred Share _____ shares and have voting right _____ Votes

(3) ขอมอบฉันทะให้ / Hereby appoint

 1. ชื่อ _____ อายุ _____ ปี บ้านเลขที่ _____

Name Age Years, Residing at

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____

Road Tambol/Sub-district Amphur/District

จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

Province Postcode or

 2. ชื่อ _____ ดร. ชรรต อุดมธรรมภักดี _____ อายุ 66 ปี บ้านเลขที่ _____ 9 ซอยวชิรธรรมสาริต 30 _____

Name Dr. Dhas Udomdhamabhakdi Age 66 Years, Residing at 9 Soi Wachirathamsatit 30

ถนน สุขุมวิท 101/1 _____ ตำบล/แขวง บางนา _____ อำเภอ/เขต บางนา _____

Road Sukhumvit 101/1 Tambol/Sub-district Bang Na Amphur/District Bang Na

จังหวัด กรุงเทพมหานคร _____ รหัสไปรษณีย์ 10260 _____ หรือ

Province Bangkok Postcode 10260 or

คนใดคนหนึ่งเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันศุกร์ ที่ 25 เมษายน 2568 เวลา 15.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for year 2025 which will be held on Friday 25 April 2025, at 15:00 hrs. via electronic meeting (E-AGM) or such other date, time and place as the meeting may be postponed.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

At this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

วาระที่ 1 พิจารณารับทราบผลการดำเนินงานของบริษัท ประจำปี 2567

Agenda 1 To acknowledge the Company's operating result for the year 2024

หมายเหตุ วาระนี้เป็นเรื่องที่รายงานเพื่อทราบ จึงไม่ต้องมีการลงมติ

Remark This matter is for acknowledgement. The resolution is not required.

วาระที่ 2 พิจารณานุมัติงบการเงินประจำปี 2567 สิ้นสุดวันที่ 31 ธันวาคม 2567

Agenda 2 To consider and approve the financial statements for the year ended 31 December 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 3 พิจารณานุมัติงดการจัดสรรทุนสำรองตามกฎหมาย และการงดจ่ายปันผลประจำปี 2567

Agenda 3 To consider and approve the omission of allocation of profit as statutory reserve and the omission of dividend payment for the year 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 4 พิจารณานุมัติขยายระยะเวลาการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทแบบมอบอำนาจทั่วไป (General Mandate) ซึ่งจะครบกำหนดในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 จำนวนไม่เกิน 141,765,729 หุ้น มูลค่าหุ้นละ 1.00 บาท โดยมีเงื่อนไขการจัดสรรตามที่ได้รับอนุมัติจากที่ประชุมสามัญผู้ถือหุ้นปี 2567 เมื่อวันที่ 24 เมษายน 2567 ทุกประการ

Agenda 4 To consider and approve the extension of allocation period of newly issued ordinary shares of the Company under the General Mandate, which is due in the Annual General Meeting of Shareholders Year 2025, for the amount of not exceeding 141,765,729 shares at the par value of Baht 1.00, under the same conditions regarding the allocation as approved by the 2024 Annual General Meeting of Shareholders, held on 24 April 2024.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 5 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีบริษัท และกำหนดค่าสอบบัญชี ประจำปี 2568

Agenda 5 To consider and approve the appointment of the Company's auditors and audit fee for the year 2025

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 6 พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระและลดจำนวนกรรมการของบริษัท

Agenda 6 To consider and approve the election of directors to replace the directors who will retire by rotation and the reduction in total number of the Company's Board of Directors

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

การแต่งตั้งกรรมการเป็นรายบุคคล / To consider and appoint directors individually

1. ชื่อกรรมการ / Name of Director: นายไต้ ชวน หลิน / Mr. Tai Chuan Lin

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

2. ชื่อกรรมการ / Name of Director: นายเอกศักดิ์ ตั้งสุจริตพันธ์ / Mr. Ekasak Tangsujaritpant

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 7 พิจารณากำหนดค่าตอบแทนกรรมการประจำปี 2568

Agenda 7 To consider and approve the director's remuneration for the year 2025

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 8 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 8 To consider other matters (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the proxy in any Agenda which is not in accordance with this proxy shall be invalid and shall not be the vote of shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลง หรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting in any matter on the agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting except where the proxy did not vote in accordance with this proxy, shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy
(ดร. ธรรม อุดมธรรมภักดี / Dr. Dhas Udomdhamabhakdi)

หมายเหตุ / Remark

- 1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The Shareholder may appoint only one proxy to attend and vote at the meeting and may not allocate the number of shares to several proxies to severally vote.
- 2. ในกรณีที่มีวาระที่พิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ
If there is any other matter than the agenda specified herein above which the Shareholder wishes to be considered at the meeting, the Shareholder may add such additional matter in the attached supplemental to this Form C.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.

Continuation Page of Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันศุกร์ ที่ 25 เมษายน 2568 เวลา 15.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือจะพึงเลื่อนไปในวันเวลา และสถานที่อื่น

The Proxy is granted by a Shareholder of NR Instant Produce Public Company Limited for the Annual General Meeting of Shareholders for year 2025 which will be held on Friday 25 April 2025, at 15:00 hrs. via electronic meeting (E-AGM) or such other date, time and place as the meeting may be postponed.

วาระที่ _____ เรื่อง _____

Agenda Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ _____ เรื่อง _____

Agenda Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ _____ เรื่อง _____

Agenda Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

**Guideline for attending the Annual General Meeting of Shareholders 2025
through electronic meeting (E-AGM)
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 Company has deemed it appropriate to establish guidelines for participation in the Annual General Meeting of Shareholders 2025 via electronic media (E-AGM) of NR Instant Produce Public Company Limited as follows:

1. Shareholders or proxies who wish to attend the meeting through Electronic Means, please strictly proceed as follows:
 - 1) Submit a request to participate in the meeting (e-Request) via Inventech Connect system which will be opened from April 18 – 25, 2025, until the end of the meeting.
 - 2) Proceed with the registration system for participation through electronic means (e-Register) which will be opened on April 25, 2025, from 13.00 hrs. until the end of the meeting.
 - 3) For a smooth meeting participation, the Company recommends all participants to complete steps 1) and 2) prior to the meeting date. Please thoroughly study the guidelines for e-Request, e-Register and e-Meeting as detailed in Attachment 10.
2. In the case where a shareholder appoints an independent director of the company as a proxy to attend and vote on their behalf, the shareholder is requested to submit the proxy form, as provided in Attachment 8 or downloadable from the company's website, along with the required proxy documentation specified in Attachment 7, to the company by April 18, 2025, via the following channels:
 - via Email: IR@nrinstant.com or
 - via postal mail: Investor Relations Department
NR Instant Produce Public Company Limited
518/5, 6th Floor Maneeya Center Building, Ploenchit rd.,
Lumpini, Pathumwan, Bangkok 10330

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.
3. If you have any problems with the software, please contact Inventech Call Center via the following channels:

3.1 Telephone Number: 02-460-9229

3.2 LINE application: @inventechconnect or scan this QR Code >>>



Remark: The system is available from April 18-25, 2025, at 8.30-17.30 hrs. Help & Support


4. Shareholders may submit questions in advance related to the business, industry, company performance, or any agenda item to be considered at the E-AGM via the following channels:
 1. During the E-AGM: Shareholders attending the meeting can submit questions directly through the E-AGM system, ensuring their full name is clearly stated, or
 2. Prior to the Meeting: Shareholders can submitting question in advance form, as provided in Attachment 11, and submit it to the company before the meeting date via:

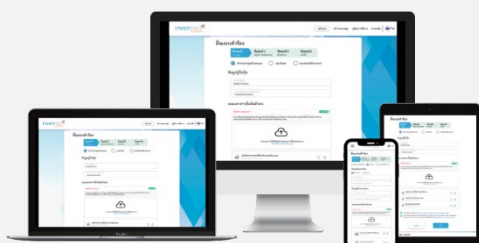
- via Email: IR@nrinstant.com or
- via postal mail: Investor Relations Department
NR Instant Produce Public Company Limited
518/5, 6th Floor Maneeya Center Building, Ploenchit rd.,
Lumpini, Pathumwan, Bangkok 10330

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows :

Step for requesting Username & Password from via e-Request system

The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://inv.inventech.co.th/NRF938128R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
 - Step 1 Fill in the information shown on the registration
 - Step 2 Fill in the information for verify
 - Step 3 Verify via OTP
 - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

**** Merge user accounts, please using**

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 18 April 2025 at 8:30 a.m. and shall be closed on 25 April 2025 Until the end of the meeting.

3. The electronic conference system will be available on 25 April 2025 at 13:00 p.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 18 April 2025 at 5.00 p.m.

Investor Relations Department

NR Instant Produce Public Company Limited

518/5, 6th Floor Maneeya Center Building, Ploenchit rd., Lumpini, Pathumwan, Bangkok 10330

If you have any problems with the software, please contact Inventech Call Center



02-460-9229



@inventechconnect



The system available during 18 - 25 April 2025 at 08.30 a.m. – 05.30 p.m.

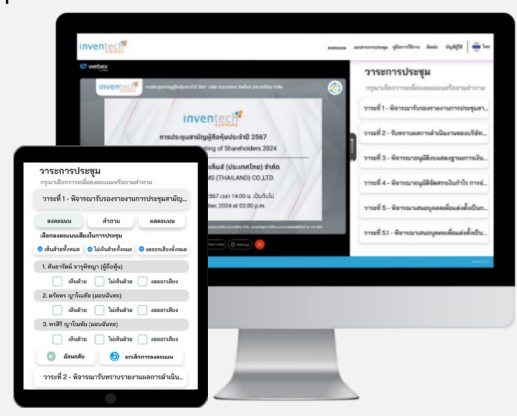
(Specifically excludes holidays and public holidays)



Report a problem
@inventechconnect

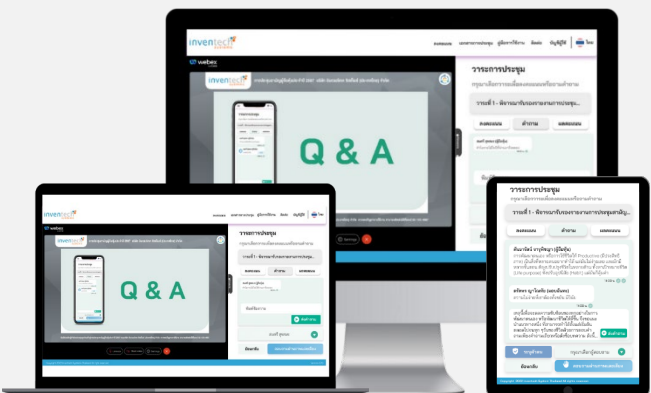
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Join Meeting” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
 - Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
 - 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then your can open the microphone and camera

How to use Inventech Connect

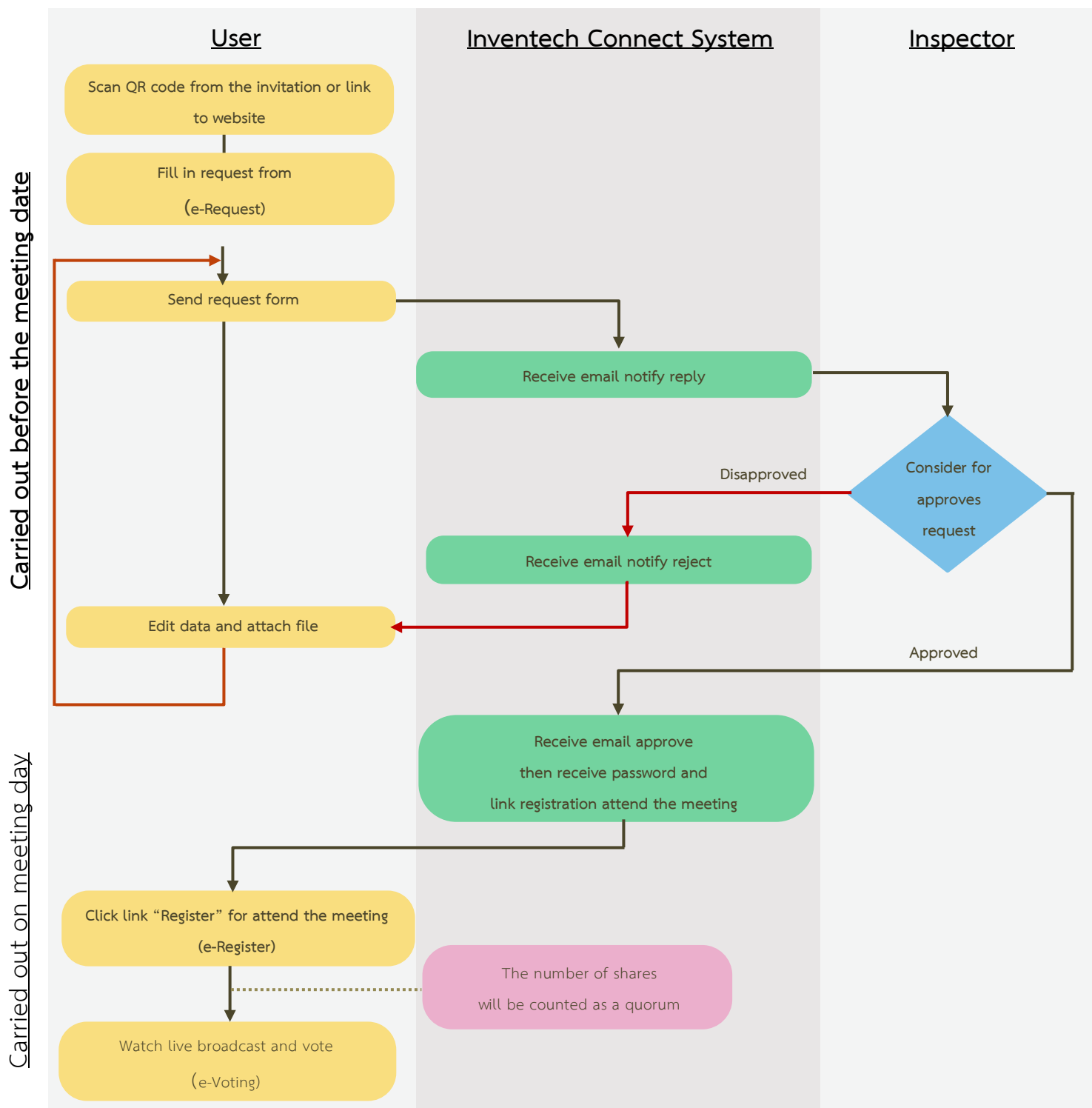


User Manual and Video of using Inventech Connect

* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **** The system does not supported internet explorer.**

Guidelines for attending of Electronic Meeting



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.

แบบฟอร์มส่งคำถามล่วงหน้าสำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2568

Form for Submitting Question in Advance for the 2025 AGM

บริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน)

NR Instant Produce Public Company Limited

วันที่.....เดือน.....พ.ศ.....
Date Month Year

- (1) ข้าพเจ้า.....หมายเลขบัตรประชาชน/หนังสือเดินทาง.....
I/We, Identification Card/Passport number
- สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....
Nationality Residing at No. Road Sub district
- อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
District Province Postal Code

- (2) เป็นผู้ถือหุ้นของ บริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน)
Being a shareholder of NR Instant Produce Public Company Limited

เลขทะเบียนผู้ถือหุ้น.....
Shareholders' Registration Noโดยถือหุ้นสามัญรวมทั้งสิ้น หุ้น
Holding the ordinary share in the amount of shares

- (3) ข้อมูลการมีส่วนได้เสีย (ถ้ามี).....
Interest information (if any)

- (4) คำถาม/Question

- 1) _____

- 2) _____

- 3) _____

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder
(.....)

ท่านสามารถส่งคำถามล่วงหน้าก่อนวันประชุม โดยส่งถึงฝ่ายนักลงทุนสัมพันธ์ ทางอีเมล IR@nrinstant.com หรือทางไปรษณีย์เจ้าหน้าที่ของบริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน) 518/5 อาคารมณีเฑียร เซ็นเตอร์ ชั้น 6 ถนนเพลินจิต แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330

You can submit questions in advance of the meeting date to the investor relations department via email IR@nrinstant.com or postal mail with notice to NR Instant Produce Public Company Limited 518/5 Maneeya Center Building, 6th floor, Ploen Chit Road, Lumpini, Pathumwan, Bangkok 10330

Privacy Notice for the 2025 Annual General Meeting of Shareholders

NR Instant Produce Public Company Limited

NR Instant Produce Public Company Limited (“the Company”) recognizes the importance of maintaining the confidentiality of personal information of shareholders and/or proxies. This privacy notice, pursuant to the Personal Data Protection Act B.E. 2562 (2019), shall be applied for the collection, use, disclosure, and processing of personal data to verify the identity of shareholders and/or proxies directly and/or indirectly. The detail is as follows:

1. Personal Data to be Collected

The Company will obtain and collect personal data directly from shareholders and/or proxies and from Thailand Securities Depository Company Limited (“TSD”), who is the Company's share registrar. Personal data consists of as follows:

- 1.1 General Personal Data such as name, surname, identification number, date of birth, gender, shareholder identification number, amount of shares, photo, video footage taken at our premises.
- 1.2 Contact Information such as address, telephone number, and email.

Remark: Clarification of documents for registration and/or appointment of proxy which the shareholders and/or proxies submitted to the Company which may contain sensitive data such as nationality, blood group, religious are unnecessary information for the Shareholder Meeting. The Company would like to inform that the Company is not intended to collect sensitive data, therefore before submit the documents to the Company, the shareholders and/or proxies can cross out or make the information invisible to conceal the sensitive data. In the event that the shareholders and/or proxies have not concealed such sensitive data, the Company reserves its rights to conceal such sensitive data on the received documents without considering the Company has collected the sensitive data.

2. Purpose of Collection, Use or Disclosure of Personal Data

The Company is required to collect, use, or discloses personal data of the shareholders and/or proxies in accordance with the legal basis as follows:

2.1 Legal Obligation

The Company collects, uses, or discloses personal data of the shareholders and/or proxies under item 1 for the purpose of calling, conducting the Meeting, including verifying your identity, sending any related documents, and carrying out any action according to the Meeting's resolutions and the laws, as well as carrying out any other activities to comply with the laws and any order of the governmental authorities in accordance with the Public Limited Companies Act B.E. 2535 (A.D. 1992) (including any amendments thereto), the Civil and Commercial Code, and any other laws.

2.2 Legitimate Interest

The Company collects, uses, processes or discloses your personal data under item 1 for the purpose of preparing the minutes of meeting, and keeping evidence of your attendance to the Meeting, as well as for any activity as necessary such as satisfaction survey and related to the legitimate interest of Company and other person, to the extent that it is within the scope of the

objectives which you can reasonably expect as well as in compliance with the measures and guidelines of the Meeting.

The Company records still pictures, motion pictures and voice in relation to the convening and conducting the Meeting for registration purpose, preparation of minutes of the meeting and the public relation for the Meeting via electronic means and publication, still pictures and motion pictures of the Meeting may show your photo during the Meeting.

3. Persons to whom the Company could disclose personal data of the shareholders and/or proxies

The Company may disclose the personal data of the shareholders and/or proxies to persons or entities concerned as follows:

- 3.1 Consultant or service provider who the Company hires to conduct the Meeting and process personal data of the shareholders and/or proxies.
- 3.2 Government agencies or regulators to perform duties in accordance with the law related to the Company such as Department of Business Development, Ministry of Commerce, The Securities and Exchange Commission and the Stock Exchange of Thailand.
- 3.3 Government agencies involved in public health and prevention of communicable diseases, In case of health-related necessity such as Department of Disease Control of Thailand or other related agencies.
- 3.4 Website of the Company, for publish photos and/or video from the General Meeting of Shareholders and minutes of the General Meeting of Shareholders.

4. Rights of Data Subjects

Pursuant to the applicable laws, the data subjects have the rights, pursuant to the Personal Data Protection Act B.E. 2562 (2019), which includes the right to withdraw consent, to request access to and obtain a copy of their personal data or to request the disclosure of the acquisition of the personal data without consent, to request for transferring the personal data to other person as specified by laws, to object the collection, use, or disclosure of the personal data, to request for deletion or destruction of their personal data or anonymize the personal data to become the anonymous data which cannot identify the data subject, to restrain the use of personal data, to request for making personal data to be accurate, up-to-date and not misleading, and to file a complaint in the event that the data controller or the data processor violates or does not comply with the Personal Data Protection Act. In order that in accordance with the relevant laws.

5. Personal Data Retention Period

The Company will retain personal data under item 1 within the period required by applicable laws and/ or as long as it is reasonably to achieve the purpose under item 2.

6. Contact Information

Data Protection Officer

NR Instant Produce Public Company Limited

518/5, 6th Floor, Maneeya Center Building, Ploenchit Road, Lumpini, Pathumwan, Bangkok 10330

Email: DPO@nrinstant.com