



**Invitation to the Extraordinary General Meeting of
Shareholders No. 1/2025**

NR Instant Produce Public Company Limited

24 July 2025, 14.00 hrs.

Via electronic meeting

Registration starts at 12.00 hrs.

Shareholders who wish to attend the meeting must submit an "Attendance Request" (e-Request) in advance, from 17 July 2025, until the meeting concludes. The registration system for attendees (e-Register) will open on 24 July 2025, starting at 12:00 hrs. and will remain open until the meeting ends.



9 July 2025

Subject: Invitation to the Extraordinary General Meeting of Shareholders No. 1/2025

To: Shareholders of NR Instant Produce Public Company Limited

Attachments:

- 1) Summary of Features of Warrants to Purchase the Newly Issued Ordinary Shares of the Company No. 2 (NRF-W2)
- 2) Capital Increase Report Form (F53-4)
- 3) Information Memorandum Concerning the Issuance and Offering of the Newly Issued Ordinary Shares of the Company
- 4) Company's Articles of Association in relation to the Shareholders' Meeting
- 5) Profiles of the Independent Directors proposed by the Company to act as Proxy of Shareholders and the definition of the Independent Directors
- 6) Clarifications on Registration, Casting, Counting and Announcing Votes for the Extraordinary General Meeting of Shareholders No. 1/2025
- 7) Proxy Forms (Form A, Form B, and Form C)
- 8) Guideline for attending the Extraordinary General Meeting of Shareholders No. 1/2025 through electronic meeting
- 9) Guidelines for attending the Electronic Meeting by Inventech Connect
- 10) Form for submitting question in advance
- 11) 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. 11/2025 on 18 June 2025 to hold the Extraordinary General Meeting of Shareholders No. 1/2025 **on Thursday 24 July 2025 at 14:00 hrs. via electronic meeting** ("**EGM**" or "the 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 3 July 2025

The Company would like to Inform that the minutes of the 2025 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 9 May 2025 for the shareholders for reviewing and none of the shareholders requested for amending the minutes. As a result, it is regarded as certification of the Minutes of the Shareholders' Meeting from the Shareholders. The Company, therefore, would like to announce the agendas proposed by the Board of Directors together with opinions of the Board of Directors as follows:

Agenda 1 To consider and approve the issuance and offering of warrants to purchase the newly issued ordinary shares of the Company No. 2 (NRF-W2) to be allocated to the Company's existing shareholders who have subscribed to and been allocated newly issued ordinary shares issued and offered to the existing shareholders proportionate to their respective shareholdings (Rights Offering)

Objectives and Rationale

According to the Company's plan to raise funds by offering newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering), which will be proposed to the shareholders' meeting for consideration and approval in Agenda item No. 3 and Agenda No. 4, the Company intends to issue and offer the warrants to purchase the newly issued ordinary shares of the Company No. 2 (NRF-W2) ("**Warrants**" or "**NRF-W2**") in the amount of not exceeding 472,552,430 units, for allocation to the existing shareholders of the Company who have subscribed to and been allocated the newly issued ordinary shares issued and offered to the existing shareholders proportionate to their respective shareholdings (Rights Offering) at no cost. The allocation ratio is 1 newly issued ordinary shares which was subscribed and allocated to 5 units of the Warrants (In the event that the calculation results in fractions, such fractions shall be disregarded). The exercise ratio is 1 unit of the Warrant is entitled to purchase 1 newly issued ordinary share of the Company and the exercise price of 1.00 Baht per share (except in the case of an adjustment to the exercise ratio and exercise price). The exercise period is valid for 3 years from the issuance date of the Warrant. The Company will complete the issuance and offering of the Warrants within 1 year from the date of approval by the shareholders' meeting.

In this regard, the Board of Directors, the Executive Committee, or the Chief Executive Officer, or any person authorized by the Board of Directors, the Executive Committee or the Chief Executive Officer shall have the authority to determine all matters relating to the issuance and offering of the Warrants in all respects. This includes, but is not limited to, determining the issuance date of the Warrants, the exercise period, the exercise date, and other terms and conditions of the Warrants. They shall also have the authority to amend wording or contents in documents or minutes of the shareholders' meeting; to contact, sign, and submit applications, documents, and other necessary evidence to government authorities or any relevant agencies; to list the Warrants and the newly issued shares arising from the exercise of the Warrants on the Stock Exchange of Thailand ("**SET**"); and to take any other actions necessary and appropriate in connection with the issuance and offering of the Warrants.

Additional details are provided in the Summary of Features of Warrants to Purchase the Newly Issued Ordinary Shares of the Company No. 2 (NRF-W2) (**Attachment No.1**)

Opinion of the Board of Directors

The Board of Directors deemed it appropriate to propose the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the issuance and offering of warrants to purchase the newly issued ordinary shares of the Company No. 2 (NRF-W2) in the amount of not exceeding 472,552,430 units, for allocation to the existing shareholders of the Company who have subscribed to and been allocated the newly issued ordinary shares issued and offered to the existing shareholders proportionate to their respective shareholdings (Rights Offering), and the authorization of related matters, as per the details proposed.

Votes Required

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

- Agenda 2 To consider and approve the decrease of the Company's registered capital, by canceling the Company's shares that have been registered but unsold, and the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the decrease in the Company's registered capital**

Objectives and Rationale

The Company intends to increase its capital by offering newly issued ordinary shares to existing shareholders in proportion to its shareholding (Rights Offering) including offering NRF-W2 Warrants to the Company's existing shareholders who have subscribed to and been allocated newly issued ordinary shares issued and offered to the existing shareholders proportionate to their respective shareholdings (Rights Offering). Therefore, the Company must increase its registered capital by issuing new ordinary shares. However, the Public Company Limited Act B.E. 2535 (as amended) stipulates that a company may increase its registered capital by issuing new shares only if all existing shares have been completely sold and fully paid-up. Alternatively, if shares have not been completely sold, the remaining shares must be those issued to accommodate the exercise of convertible debentures or warrants, the Company has unsold ordinary shares of 141,765,729 shares with a par value of 1.00 Baht per share, which are the shares allocated to accommodate the issuance and offering of new ordinary shares under the General Mandate, for which the allocation was approved by the 2024 Annual General Meeting of Shareholders on 24 April 2024, and the extension of the allocation period was approved by the 2025 Annual General Meeting of Shareholders on 25 April 2025. Because of these unsold shares, the Company must decrease its registered capital by reducing unsold registered ordinary shares. The capital decrease by reducing unallocated ordinary shares will not affect paid-up capital of the Company.

In this regard, the Company wishes to decrease its registered capital in the amount of 141,765,729 Baht, from the existing registered capital of 1,559,423,020 Baht to the new registered capital of 1,417,657,291 Baht, by canceling 141,765,729 shares that have been registered but unsold with

a par value of 1.00 Baht per share, and wishes to amend Clause 4 of the Company's Memorandum of Association to be in line with the decrease in the Company's registered capital, with the details as follows:

“Article 4.	Registered capital of	1,417,657,291 Baht	(One Billion Four Hundred Seventeen Million Six Hundred Fifty-Seven Thousand Two Hundred Ninety-One Baht)
	Divided into	1,417,657,291 shares	(One Billion Four Hundred Seventeen Million Six Hundred Fifty-Seven Thousand Two Hundred Ninety-One Shares)
	Value of each share	1.00 Baht	(One Baht)
	Divided into		
	Ordinary shares	1,417,657,291 shares	(One Billion Four Hundred Seventeen Million Six Hundred Fifty-Seven Thousand Two Hundred Ninety-One Shares)
	Preferred shares	- shares	(- shares)”

In this regard, the Board of Directors, the Executive Committee, or the Chief Executive Officer, or any person authorized by the Board of Directors, the Executive Committee or the Chief Executive Officer shall have the authority to sign any applications or documents related to the registration of amendments to the Company's Memorandum of Association, to amend or adjust such applications or the text of such documents related to the registration of amendments to the Company's Memorandum of Association, and to submit the application for registration of amendments to the Department of Business Development, Ministry of Commerce. This authority also includes undertaking any actions in connection with these matters, as deemed appropriate, as well as ensuring compliance with applicable laws, regulations, rules, and interpretations of relevant government authorities, including any recommendations or directives from the Registrar or other officials.

Opinion of the Board of Directors

The Board of Directors deemed it appropriate to propose the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the decrease of the Company's registered capital in the amount of 141,765,729 Baht, from the existing registered capital of 1,559,423,020 Baht to the new registered capital of 1,417,657,291 Baht, by canceling 141,765,729 shares that have been registered but unsold with a par value of 1.00 Baht per share, which are the shares previously allocated to accommodate the issuance and offering of new ordinary shares under the General Mandate, and the amendment Clause 4 of the Company's Memorandum of

Association to be in line with the decrease in the Company's registered capital, including the authorization of related matters, as per the details proposed.

Votes Required

This agenda shall be approved by a vote of no less than not less than three-fourths (3/4) of the total number of votes of the shareholders attending the meeting and entitled to vote.

Agenda 3 To consider and approve the increase of registered capital of the Company and the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase in the Company's registered capital

Objectives and Rationale

Due to the Company's fundraising plan, the Company intends to increase the Company's registered capital in the amount of 708,828,645 Baht, from the existing registered capital of 1,417,657,291 Baht to the new registered capital of 2,126,485,936 Baht, by issuing not exceeding 708,828,645 newly issued ordinary shares with a par value of 1.00 Baht per share. Additional details are provided in the Capital Increase Report Form (F53-4) (**Attachment No. 2**). The Company also intends to amend Clause 4 of the Company's Memorandum of Association to be in line with the increase in the Company's registered capital, with the details as follows:

"Article 4.	Registered capital of	2,126,485,936 Baht	(Two Billion One Hundred Twenty-Six Million Four Hundred Eighty-Five Thousand Nine Hundred Thirty-Six Baht)
	Divided into	2,126,485,936 shares	(Two Billion One Hundred Twenty-Six Million Four Hundred Eighty-Five Thousand Nine Hundred Thirty-Six Shares)
	Value of each share	1.00 Baht	(One Baht)
	Divided into		
	Ordinary shares	2,126,485,936 shares	(Two Billion One Hundred Twenty-Six Million Four Hundred Eighty-Five Thousand Nine Hundred Thirty-Six Shares)
	Preferred shares	- shares	(- shares)"

In this regard, the Board of Directors, the Executive Committee, or the Chief Executive Officer, or any person authorized by the Board of Directors, the Executive Committee or the Chief Executive Officer shall have the authority to sign any applications or documents related to the registration of amendments to the Company's Memorandum of Association, to amend or adjust such applications or the text of such documents related to the registration of amendments to the

Company's Memorandum of Association, and to submit the application for registration of amendments to the Department of Business Development, Ministry of Commerce. This authority also includes undertaking any action in connection with these matters, as deemed appropriate, as well as ensuring compliance with applicable laws, regulations, rules, and interpretations of relevant government authorities, including any recommendations or directives from the Registrar or other officials.

Opinion of the Board of Directors

The Board of Directors deemed it appropriate to propose the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the increase of registered capital of the Company in the amount of 708,828,645 Baht, from the existing registered capital of 1,417,657,291 Baht to the new registered capital of 2,126,485,936 Baht, by issuing not exceeding 708,828,645 newly issued ordinary shares with a par value of 1.00 Baht per share, and the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase in the Company's registered capital, including the authorization of related matters, as per the details proposed.

Votes Required

This agenda shall be approved by a vote of no less than not less than three-fourths (3/4) of the total number of votes of the shareholders attending the meeting and entitled to vote.

Agenda 4 To consider and approve the allocation of newly issued ordinary shares of the Company to offer to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering) and to accommodate the exercise of the warrants to purchase the newly issued ordinary shares of the Company No. 2 (NRF-W2)

Objectives and Rationale

According to the Company's proposal to the meeting to consider and approve the increase in registered capital under Agenda item No. 3, the Company plans to allocate 567,062,916 newly issued ordinary shares of the Company with a par value of 1.00 Baht per share with specific objectives for fund utilization. The allocation details are as follows:

1. Allocate the newly issued ordinary shares in the amount of 94,510,486 shares, with a par value of 1.00 Baht per share, to offer to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering), with the offering price of 1.00 Baht per share, at the allocation ratio of 15 existing ordinary shares to 1 newly issued ordinary share (Any fractional shares resulting from the calculation shall be disregarded).

The issuance and offering of newly issued ordinary shares to the existing shareholders of the Company will be an offering of ordinary shares proportionate to their respective shareholdings, and the existing shareholders are entitled to subscribe for the newly issued ordinary shares in excess of their rights (Oversubscription). The existing shareholders who oversubscribe will

be allocated these oversubscription shares only if there are remaining shares after the completion of the allocation to the existing shareholders of the Company who have subscribed in accordance with their entitlement.

In this allocation of the newly issued ordinary shares to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering), if there are newly issued ordinary shares remaining from the initial allocation to existing shareholders of the Company proportionate to their respective shareholdings, the Company will allocate the remaining newly issued ordinary shares from the initial allocation to those existing shareholders who wish to subscribe for the newly issued ordinary shares in excess of their rights (oversubscription). The details are as follows:

- (1) In the event that the remaining newly issued ordinary shares after the initial allocation to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering) are more than or equal to the number of newly issued ordinary shares that the existing shareholders oversubscribe, the Company will allocate the remaining newly issued ordinary shares to all existing shareholders who have oversubscribed and have fully paid for their subscription according to the amount they have expressed their intention to oversubscribe.
- (2) In the event that the remaining newly issued ordinary shares after the initial allocation to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering) are less than the number of newly issued ordinary shares that the existing shareholders oversubscribe, the Company will allocate the remaining newly issued ordinary shares to the existing shareholders who have oversubscribed as follows:
 - (a) Allocate the remaining newly issued ordinary shares proportionate to their respective shareholdings of the existing shareholders who have subscribed for shares in excess of their rights. This is done by multiplying the existing shareholding proportion of each shareholder who has subscribed in excess of their rights by the number of remaining newly issued ordinary shares. The result will be the number of newly issued ordinary shares that each existing shareholder who has oversubscribed is entitled to receive. Any fractional shares resulting from the calculation shall be disregarded. In this regard, the number of newly issued ordinary shares to be allocated will not exceed the number of newly issued ordinary shares that each existing shareholder has subscribed to and paid for in full.
 - (b) In the event that there are newly issued ordinary shares remaining after the allocation in accordance with (2) (a) above, the Company will allocate the aforementioned remaining newly issued ordinary shares to each shareholder who has oversubscribed but has not been fully allocated

according to the amount oversubscribed. This is done by multiplying the existing shareholding proportion of each shareholder who has subscribed in excess of their rights by the number of remaining newly issued ordinary shares. The result will be the number of newly issued ordinary shares that each existing shareholder who has oversubscribed is entitled to receive. Any fractional shares resulting from the calculation shall be disregarded. In this regard, the number of newly issued ordinary shares to be allocated will not exceed the number of newly issued ordinary shares that each existing shareholder has subscribed to and paid for in full. The allocation of oversubscription shares to each existing shareholder who has oversubscribed under this Clause shall be repeated until there are no remaining shares left to be allocated.

In addition, the allocation of newly issued ordinary shares to the shareholders of the Company who have subscribed in excess of their rights (Oversubscription), under any circumstances, must not result in any shareholders (including their any acting in concert persons (Concert Party) or any persons under Section 258 of the Securities and Exchange Act B.E. 2535 (1992) (as amended)) of that shareholder or person under Section 258 of their any acting in concert persons (Concert Party) holding shares in the Company in a manner that increases to or surpasses the threshold requiring a tender offer, as specified under the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers dated May 13, 2011 (as amended) (the “**Notification No. TorJor. 12/2554**”), (unless such shareholder is exempted from the requirement to make a tender offer for all securities of the business as prescribed in Notification No. TorJor. 12/2554)

If there are newly issued ordinary shares remaining from the allocation to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering) and the allocation to the existing shareholders who oversubscribe (Oversubscription), the Company will decrease its registered capital by canceling the remaining newly issued ordinary shares from the offering. The Company is required to obtain approval for this matter from the shareholders at the upcoming shareholders' meeting.

Furthermore, the Company has determined the date to determine the names of existing shareholders who are entitled to the allocation of the newly issued ordinary shares proportionate to their respective shareholdings (Record Date) on 4 August 2025, and has determined the subscription period for the newly issued ordinary shares for 21 – 22 August 2025 and 25 – 27 August 2025 (a total of 5 business days). However, the right to subscribe for the newly issued ordinary shares and to receive the allocation of newly issued shares remain uncertain as it is subject to the approval of the Company's shareholders' meeting

In this regard, the Board of Directors, the Executive Committee, or the Chief Executive Officer, or any person authorized by the Board of Directors, the Executive Committee or the Chief

Executive Officer shall have the authority to take any action related to the issuance, offering, allocation and subscription of such newly issued ordinary shares, including but not limited to the following actions:

- (1) To determine or amend the details of the allocation of newly issued ordinary shares in the proportion to their respective shareholding (Rights Offering)
 - (2) To determine or amend the method of allocating the newly issued ordinary shares, such as single allocation or divided into multiple allocation, the ratio of the offering, the date to determine the names of shareholders who are entitled to the allocation of newly issued ordinary shares (Record Date), the subscription and payment date and times, the offering period, the offering price, the payment method, and other details related to allocation and offering;
 - (3) To negotiate, enter into agreements, and sign relevant documents and contracts, as well as undertake all necessary actions related to the allocation of the newly issued ordinary shares;
 - (4) To execute applications for permissions, waivers, notices or any document related to the allocation of newly issued ordinary shares, including contacting and filing documents to government agencies or other relevant agencies, as well as listing of the newly issued ordinary shares of the Company on the SET; and
 - (5) To undertake any action necessary for and relevant to the allocation of the newly issued ordinary shares to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering) in all respects, all subject to the conditions of relevant laws.
2. Allocate the newly issued ordinary shares in the amount of 472,552,430 shares with a par value of 1.00 Baht per share to accommodate the exercise of the NRF-W2 Warrants in the amount of 472,552,430 units, which are allocated to the existing shareholders of the Company who have subscribed to and been allocated the newly issued ordinary shares issued and offered to the existing shareholders proportionate to their respective shareholdings (Rights Offering) at no cost at the ratio of 1 newly issued ordinary shares to 5 unit of NRF-W2 Warrants

In this regard, the Board of Directors, the Executive Committee, or the Chief Executive Officer, or any person authorized by the Board of Directors, the Executive Committee or the Chief Executive Officer shall have the authority to determine all matters relating to the issuance and offering of the Warrants in all respects. This includes, but is not limited to, determining the issuance date of the Warrants, the exercise period, the exercise date, and other terms and conditions of the Warrants. They shall also have the authority to amend wording or contents in documents or minutes of the shareholders' meeting; to contact, sign, and submit applications, documents, and other necessary evidence to government authorities or any

relevant agencies; to list the Warrants and the newly issued shares arising from the exercise of the Warrants on the SET; and to take any other actions necessary and appropriate in connection with the issuance and offering of the Warrants.

Additional details are provided in Information Memorandum Concerning the Issuance and Offering of the Newly Issued Ordinary Shares of the Company (**Attachment No. 3**)

Opinion of the Board of Directors

The Board of Directors deemed it appropriate to propose the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the allocation of 567,062,916 newly issued ordinary shares of the Company, with a par value of 1.00 Baht per share, of which (1) 94,510,486 newly issued ordinary shares will be allocated to offer to existing shareholders in proportion to their shareholding (Rights Offering), and (2) 472,552,430 newly issued ordinary shares will be allocated to accommodate the exercise of warrants to purchase the Company's newly issued ordinary shares No. 2 (NRF-W2), including the authorization of related matters, as per the details proposed.

Votes Required

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

Agenda 5 To consider and approve the allocation of newly issued ordinary shares of the Company under General Mandate

Objectives and Rationale

According to the Company's proposal to the meeting to consider and approve the increase in registered capital under Agenda item No. 3, the Company plans to allocate 141,765,729 newly issued ordinary shares of the Company with a par value of 1.00 Baht per share under General Mandate via the Private Placement to investors who are not connected persons of the Company. The total number of newly issued ordinary shares offered shall not exceed 10% of the Company's paid-up capital as of the date of approval by the Board of Directors.

The Private Placement investors shall not be connected persons of the Company pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions (as amended) 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 (as amended).

The allocation of newly issued ordinary shares through the Private Placement shall not be an offering of newly issued shares at a price lower than 90% of the Market Price according to the Notification No. TorJor. 28/2565 Re: Approval for the Listed Companies to Issue the Newly Issued Shares to the Specific Investor as of December 28, 2022 (and as amended). The **"Market Price"** means the volume weighted average price of the Company's ordinary shares on SET for

the past 7 consecutive business days but not more than 15 consecutive business days prior to the date on which the Board of Directors resolves to determine each of offering price.

In this regard, the Board of Directors, the Executive Committee, or the Chief Executive Officer, or any person authorized by the Board of Directors, the Executive Committee or the Chief Executive Officer shall have the authority to take any action related to the issuance, offering, allocation and subscription of such newly issued ordinary shares, including but not limited to the following actions:

- (1) To determine or amend the details of the allocation of newly issued ordinary shares under General Mandate and the objectives of the issuance of newly issued ordinary shares
- (2) To determine or amend the method of allocating the newly issued ordinary shares, such as single allocation or divided into multiple allocation, the subscription and payment date and times, the offering period, the offering price, the payment method, and other details related to allocation and offering;
- (3) To seek Private Placement investors, to negotiate, enter into agreements, and sign relevant documents and contracts, as well as undertake all necessary actions related to the allocation of the newly issued ordinary shares;
- (4) To execute applications for permissions, waivers, notices or any document related to the allocation of newly issued ordinary shares, including contacting and filing documents to government agencies or other relevant agencies, as well as listing of the newly issued ordinary shares of the Company on SET; and
- (5) To undertake any action necessary for and relevant to the allocation of the newly issued ordinary shares through Private Placement under General Mandate in all respects, all subject to the conditions of relevant laws.

In this regard, the allocation of the newly issued ordinary shares under General Mandate must be completed within the date that the Company arranges for the next annual general meeting of shareholders of the Company or within the date required by law to hold the next annual general meeting of shareholders, whichever is the earliest.

Opinion of the Board of Directors

The Board of Directors deemed it appropriate to propose the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the allocation of 141,765,729 newly issued ordinary shares of the Company with a par value of 1.00 Baht per share, under General Mandate via the Private Placement, and the authorization of related matters, as per the details proposed.

Votes Required

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

Agenda 6 To 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 Shareholders' Meeting Assessment requiring that the Meeting should consider only the matters notified in advance for fairness to all shareholders.

Agenda item No. 1 to agenda item No. 5 are related matters. The consideration of agenda item No. 1 to agenda item No. 5 is conditional upon each other. If the matter on any agenda is not approved, all other matters which have already been approved will be cancelled, and there will be no further consideration of other agenda items. In such case, it shall be deemed that all matters are not approved by the shareholders' meeting.

All shareholders are cordially invited to attend the Extraordinary General Meeting of Shareholders No. 1/2025 on **Thursday 24 July 2025 at 14.00 hrs. via electronic meeting**. The registration will start at 12.00 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 No. 5 and 7.

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 Shareholders' Meeting for your acknowledgement of the details of the processing, collecting, use and disclosure that may be arising as indicated in attachment No. 11.

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 21 July 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 No. 6 and Guideline for attending the Extraordinary General Meeting of Shareholders No. 1/2025 through electronic meeting according to Attachment No. 8. 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 No. 10. 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 Udomdhamabhakdi

Chairman of the Board

NR Instant Produce Public Company Limited

Company Secretary

Tel: 064-650-5164

Remarks:

1. The Minutes of the 2025 Annual General Meeting of Shareholders held on 25 April 2025 was made available on the Company's website dated 9 May 2025, for revision or correction until 9 June 2025. 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.
2. The Company posted this invitation to attend the Extraordinary General Meeting of Shareholders No. 1/2025, including all attachments and proxy forms on the Company's website (www.nrinstant.com) on 9 July 2025.
3. The Shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2025 are those whose names are listed on the Record Date fixed by the Company on 3 July 2025